

Southern Latex Limited
2010 - 2011

Board of Directors

Mr. N.Neelaganda Pillai

Mr. A.P.Vetrivel

Mr. B.Thirumoolam

Registered Office

B-11/W, SIPCOT Industrial Complex,

Gummidipoondi

Tiruvallur District – 601201.

Auditors

O.S.Hariharan & Company
Chartered Accountants,
No.34, Veerabadran Street,
Second Floor,Luz,Mylapore,
Chennai – 600004.

Banker

Union Bank of India

Listing of Shares with

Madras Stock Exchange (Regional)
Mumbai Stock Exchange
Coimbatore Stock Exchange (Regional)

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In view of the recommendation of a Working Group on the Companies Act, 1956 to debar the Companies from giving gifts to the Shareholders, it has been decided not to distribute Gift at the Annual General Meeting of the Company. This is for your kind information

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 22nd Annual General Meeting of the Company will be held on Friday the 30th September 2011 at 12.00 Noon at the Registered Office of the Company at B-11/W SIPCOT Industrial Complex, Gummidipoondi – 601201 to transact the following business.

ORDINARY BUSINESS

1. To consider and adopt the audited Balance Sheet of the company as at 31st March 2011 the Profit and Loss Account for the year ended on that date, the report of the Auditors thereon and the report of the Board Directors.
2. To appoint a Director in place of Mr A.P.Vetrivel who retires by rotation and being eligible offers himself for reappointment.
3. To appoint auditors of the Company and to fix their remuneration.

Place : Gummidipoondi

By order of the Board

Date : 1st September 2011

N.NEELAGANDA PILLAI
Director

NOTES

1. A member entitled to attend and at the meeting is entitled to appoint a proxy to attend and vote on a poll on his behalf and the proxy need not be a member. The proxy form duly completed and stamped must reach the Registered Office of the company not less than 48 hours before the time holding the aforesaid meeting.
2. The Register of Members and share Transfer Books of the Company shall remain closed from Friday 25th September 2011 to 30th September 2011 both days inclusive.
3. Members/Proxies should bring the attendance slip duly filled in for attending the meeting.
4. Members are requested to intimate change in their address, if any, to the company at its Registered office quoting their folio numbers
5. Members/Proxies attending the meeting are requested to bring their copy of the Annual Report for reference at the meeting.

Place : Gummidipoondi

By order of the Board

Date : 1st September 2011

N.NEELAGANDA PILLAI

Director

DIRECTORS REPORT

Your Directors present the 22nd Annual Report with the accounts for the year ended 31st March 2011

CORPORATE RESULTS

The Financial Result of the company for the year ended 31st March 2011 are summarized below:

	31.03.2011 (Rs in Lakhs)	31.03.2010 (Rs in Lakhs)
Loss before Depreciation	69.45	26.98
Depreciation	10.94	12.16
Loss after Depreciation	58.51	14.83
Loss Brought Forward	(443.74)	(458.57)
Loss carried to Balance Sheet	(385.24)	(443.74)

OPERATION

The gross turnover during the period under review was Rs.242.20 lakhs.

DIVIDEND

Your Directors do not recommend any dividend for the year.

DEPOSITS

Your company has not accepted any deposits under sec- 58A of the companies Act 1956 during the year under review.

DIRECTORS

Mr.AP.Vetrivel retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement the company is complying with SEBI Guidelines on Corporate Governance. A separate section on corporate Governance forms part of Annual Report.

AUDITORS

M/s O.S.Hariharan & co, Chartered Accountants, Chennai the Auditors of the company retire at the conclusion of the ensuring Annual General Meeting and are eligible for reappointment. Your Directors recommend their reappointment.

INFORMATION AS PER SEC 217 (2A) OF THE COMPANIES ACT, 1956.

There are no employees falling within the purview of sec 217 (2A) of companies Act 1956 your Directors confirm:

1. that in preparation of the Annual Accounts, the applicable accounting standards have been duly followed with suitable explanation where are material departures;
2. that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for that period.
3. that the Directors had taken proper and sufficient care for the maintain 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 frauds and other irregularities and
4. that the Directors had prepared the annual accounts on a going concern basis.

INFORMATION RELATING TO CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The company has no activity requiring conservation of energy or technology absorption. Foreign Exchange earning & outgo. NIL

LISTING ARRANGEMENT

As per recent amendment made in the clause 32 of Listing Agreement with the Stock Exchanges where the Companies Securities are listed along with other required details are summarized below:

S.No	Name of the Stock Exchange where Securities are quoted	Listing Fees Paid up to
1	The Stock Exchange – Mumbai	Paid up to date
2	Madras Stock Exchange Ltd, - Chennai	Paid up to date
3	Coimbatore Stock Exchange	2001-2002

ACKNOWLEDGEMENT

The Directors place on record their appreciation for the continued support received from the shareholders, Bank, Government Authorities, Employees and all the other concerned.

Place : Gummdipoondi
Date : 1st September 2011

By order of the Board

N.NEELAGANDA PILLAI
Director

STATEMENTS AND REPORTS ON CORPORATE GOVERNANCE:**MANDATORY REPORTS ON CORPORATE GOVERNANCE:****Company's Philosophy on Corporate Governance:**

Company's philosophy of corporate governance is to advocate the theory of Transparency as well as pooling in and converging talents in different functional areas in a coordinated way so as to increase the profitability of the company.

Board of Directors:

The Board of Directors is comprised of one Executive Director and Two Non- Executive Directors who are Independent Directors.

Mr. A.P. Vetrivel is a Non – Executive Director.
Mr. N.Neelaganda Pillai is an Executive Director
Mr. B. Thirumoolam is a Non – Executive Director.

Board Meetings:

The details of the Board Meeting held were as follows:
30.04.2010 30.07.2010 25.10.2010 and 27.01.2011

Attendance of each Director at the Board Meeting and Last AGM:

Name of the Director	No of Board Meetings Attended	Attendance at the last AGM
Mr. A.P. Vetrivel	Four	Yes
Mr. N.Neelaganda Pillai	Four	Yes
Mr. B. Thirumoolam	Four	Yes

None of the Director is member in more than 10 committees or acting as Chairman of more than Five committees.

AUDIT COMMITTEE MEETING

A qualified and independent audit committee comprising of Mr.B.Thirumoolam, Mr.N.Neelakanda Pillai and Mr.A.P.Vetrivel has been constituted with Mr.A.P.Vetrivel being the Chairman of the Committee. The audit committee reviews the financial reporting system, disclosure requirements, appointment and remuneration of statutory auditors, financial accounts, adherence to accounting standards, internal control and internal audit and financial and risk management policies of the Company.

SHAREHOLDERS GRIEVANCES COMMITTEE:-

The Share Transfer cum investor Grievances committee was constituted under the Chairmanship of Mr.B.Thirumoolam non- executive Director and other members of the committee are Mr. A.P. Vetrivel and Mr.Neelakanda Pillai. Apart from looking into redressal of investors grievances the committee deals with various matters relating to the transfer and transmission of shares, issue of duplicate share certificates, approval of split and consolidation requests, other matters .

REMUNERATION COMMITTEE:-

There exists a qualified and independent Remuneration committee comprised of Mr.A.P.Vetrivel, Mr. N.Neelakanda Pillai and Mr.B.Thirumoolam who is the chairman of the Committee.

The Committee oversees, interalia , the financial reporting system, disclosure requirements and matters relating to appointment and remuneration of executive and non-executive directors.

The committee met 3 times during the year.

GENERAL BODY MEETING HELD IN THE LAST THREE FINANCIAL YEARS:-

General Body Meetings	Date	Venue	Time	Special Resolutions
AGM	30.9.2010	B-11/W, SIPCOT Industrial Complex, Gummidipoondi, Thiruvalluvar District –601 201.	12:00 NOON	Nil
AGM	30.9.2009	-do-	12:00 NOON	Nil
AGM	30.9.2008	-do	12.00 NOON	Nil

DISCLOSURE:-

There are no materially significant transactions made by the Company with its promoters, the Directors or the management, their subsidiaries or relatives etc., which require separate disclosure.

No penalties / Strictures have been imposed on the Company by any regulatory authority for non – compliance of the law.

GENERAL SHAREHOLDERS INFORMATION:

The 22nd Annual General Meeting of the Company will be held on 30th September 2011 at 12:00 Noon at its Registered Office at B-11/W, SIPCOT Industrial Complex, Gummidipoondi, Thiruvalluvar District – 601 201. The Company's financial calendar is for a period of 12 months starting from April 1st to 31st March of the succeeding year. The period covered under this annual report is from 1st April 2010 to 31st March 2011

Date of Book closure: 25.9.2011 to 30.9.2011 both days Inclusive.

The Shares are listed and traded on the following Stock Exchanges:-

The Stock Exchange, Mumbai
The Madras Stock Exchange, Chennai
The Coimbatore Stock Exchange, Coimbatore.

Stock code: Not Applicable (All shares are in the Physical Form only)

Stock Market Data: The High and Low Prices of shares during the year.
There were no Trading of Shares last year.

Registrars & Share Transfer Agents: M/s CAMEO Corporate Services Ltd
Share Transfer System: 1, Club House Road, Chennai -2

The Share Transfer are processed within 15 days from the date of receipt, subject to the documents being clear in all respects.

Share Holding :

Particulars	Category shares	%
Public	2001800	27.20
Corporate Bodies	110800	1.51
Promoters	4542400	61.72
Mutual funds	166300	2.26

FII	120800	1.64
NRI /OCBs	417100	5.67
Total	7359200	100.00

Distribution Schedule as on 31.3.2011

No of Equity Shares held	No of Shareholders	%	No of Shares	%
Up to 5000	6433	92.4946	10370000	14.0912
5001 - 10000	275	3.9539	2356000	3.2014
10001-20000	115	1.6534	1726000	2.3453
20001-30000	33	0.4744	824000	1.1196
30001-40000	18	0.2588	667000	0.9063
40001-50000	13	0.1869	622000	0.8452
50001-100000	21	0.3019	1660000	2.2556
Above 100000	47	0.6757	55367000	75.2350
Total	6955	100.000	73592000	100.000

All shares are in Physical mode only.

Address for Correspondence:

B-11/W,SIPCOT Industrial Complex,
Gummidipoondi,
Tiruvallur District – 601 201

For and On behalf of the Board
N.NEELAGANDA PILLAI

Director

Place: Gummidipoondi
Date: 1st September 2011

Auditors Certificate on Compliance of Conditions of Corporate Governance under Clause 49 of the Listing Agreement :

We have reviewed the report on the compliance of the mandatory conditions of corporate governance set out by M/s.Southern Latex Ltd for the year ended 31st March 2011 with relevant records and documents maintained by the company and furnished to us for our review.

In our opinion and to the best of our information and according to the explanations given to us, the company has complied with the mandatory requirements specified in the said Clause in the manner so required.

For O.S. Hariharan & Company
Chartered Accountant

O.S.HARIHARAN
PARTNER

Place: Chennai
Date: 1st September 2011

AUDITORS REPORT**TO THE SHAREHOLDERS OF M/S.SOUTHERN LATEX LIMITED**

We have examined the attached Balance Sheet of M/s.Southern Latex Limited as at 31st March 2011 and the annexed Profit and Loss Account for the year ended on that and report that.

1. As required by the Manufacturing and other Companies (Auditors' Report) Order 1988 issued by the Company Law Board in terms of Section 227 (4A) of Companies Act, 1956, we enclosed in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
2. Further to the comments in the annexure referred to in paragraph 1 above
 - 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 accounts as required by law have been kept by the company.
 - c) The Balance Sheet and Profit & Loss account dealt with by the report are in agreement with the books of account.
3. In our opinion and to the best of our information and according to the explanations furnished to us, the accounts read with the notes thereon give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view.
 - i) In the case of Balance Sheet of the state of affairs of the company as at 31st March 2011 and
 - ii) In the case the Profit & Loss Account, of the Loss for the year ended on that date.
4. Based on information furnished and explanations made available to us none of the directors are disqualified as on 31.03.2011 from being appointed as Director in terms of clause (g) of Sub section (I) of section 274 of the Companies Act 1956.

For O.S.Hariharan & Company
Chartered Accountants
O.S.Hariharan
Proprietor

Place : Gummidipoondi
Date : 1st September 2011

**ANNEXURE TO THE AUDITOR'S REPORT REFERRED TO IN PARAGRAPH
1 OF OUR REPORT OF EVEN DATE.**

1. The Company has maintained proper records showing full particulars including quantitative details and the situation of its fixed assets. The Fixed Assets were physically verified and is reasonable.
2. None of the fixed assets have been revalued during the year.
3. Physical verification has been conducted by the management at reasonable periods during the year in respect of raw materials, (except firewood) spares, stores and finished goods.
4. The Procedures of physical verification of stock followed by the management are reasonable in relation to the size of the company and the nature of its business.
5. The discrepancies noticed on Physical verification of stocks as compared to the books records were not material and have been properly dealt with in the books of accounts.
6. On the basis of our examination, we are satisfied that the valuation of stock is fair and proper in accordance with the normally accepted accounting principles and is on the same basis as in the preceding year.
7. The company has not granted secured and unsecured loans to Companies listed in the register maintained under section 301 of the Companies Act, 1956. There are no companies under the same management as defined under Sub-Section (1B) of Section 370 of the Companies Act, 1956.
8. The company has given advances in the nature of loans to the employees which are interest free and are being recovered as stipulated except in the case of employees who have left the service of the company for which adequate provision has been made in the books
9. In our opinion, and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for purchase of raw materials, including components, stores, plant and machinery, equipment and other assets and for the sale of goods.
10. The transactions for purchase of goods and materials and sale of goods, materials and rendering services aggregating Rs.50,000 in respect of each party in pursuance of contract and arrangement entered in the register maintained Under Section 301 of the Companies Act, 1956 have been made with other parties and the nature of service rendered.

11. Unserviceable and damaged stores, raw-materials and finished goods have been determined and provision for the loss has been made in the books.
12. The Company has no deposits and hence the provision of Section 58A of the Companies Act, 1956 and the rules framed there under are not applicable.
13. In our opinion, the Company is maintaining reasonable records for the sale and disposal of the scraps. We are informed that the Company has no by-product.
14. The Company has an internal Audit System commensurate with the size and the nature of its business.
15. The Central Government has not prescribed the maintenance of cost records Under Section 209 (1) (d) of the Companies Act, 1956.
16. According to the information and explanations given to us, the company is making efforts to enroll with the P.F. authorities.
17. There were no undisputed amounts payable in respect of Income Tax, Wealth Tax, Custom Duty and Excise Duty outstanding for a period of more than six months from the date they became payable as at the date of this report.
18. According to the information and explanations given to us, no personal expenses of employees or Directors have been charged to revenue accounts, other than those payable under contractual obligations or in accordance with generally accepted business practice.
19. The Company is a Sick Industrial Company within the meaning of Clause (0) of Sub-Section(1) of the Section 3 of the Sick Industrial Companies (Special Provisions) Act, 1985.
20. In respect of trade items, there were no damaged goods.

For O.S.Hariharan & Company
Chartered Accountants

O.S.Hariharan
Proprietor

Place : Gummidipoondi
Date : 01.09.2011

SCHEDULE : 18 SIGNIFICANT ACCOUNTING POLICIES**FIXED ASSETS**

Fixed Assets are stated at cost of acquisition and subsequent improvement thereto inclusive of taxes duties, freight and other incidental expenses related to acquisition, improvements and installation.

DEPRECIATION

Depreciation on fixed assets other than land is provided on “Straight Line Method” at the rates which are in conformity with requirements of Schedule XIV to the companies Act, 1956.

INVENTORIES

Inventories are valued on the following basis.

- a) Raw Materials at cost
- b) Work in-Progress at cost
- c) Finished goods at lower of cost and net realizable value.

MISCELLANEOUS EXPENDITURE

Miscellaneous Expenditure is amortised over the number of years, as prescribed in the provisions of the Income Act, 1961.

SYSTEM OF ACCOUNTING

The Company adopts the accrued concept in the preparation of accounts.

INFLATION

Assets and Liabilities are recorded at historical cost to the Company. These costs are not adjusted to reflect the changing value in the purchasing power of money.

CONTINGENT LIABILITY

Contingencies are disclosed.

PRIOR PERIOD ADJUSTMENTS, EXTRA-ORDINARY ITEMS AND CHANGES IN ACCOUNTING POLICY

There are no prior period adjustments , extra-ordinary items and no changes in accounting policy as compared to the previous year.

SCHEDULE: 19 NOTES TO THE ACCOUNTS

1. The estimated amount of contracts remaining to be executed on capital account and not provided for in the books of accounts: Rs.NIL
 2. Contingent liabilities in respect of:
 - a) Claims against the company not acknowledged as debits:
 - b) Letter of Guarantee: Rs.Nil (Sanctioned Rs.5 Lacs, Aailed: Rs.Nil)
 - c) Letter of Credit: Rs.Nil (Sanctioned Rs.5 Lacs, Aailed : Rs.Nil)
 - d) Disputed Liability
 - i) Sales Tax Rs 113.00 Lakhs
 - ii) Synergy Financial Services Limited Rs 102. Lakhs
 3. The company has not changed the method of valuation of stocks of work-in-progress and finished goods.
 4. No Provision for income Tax is considered necessary in view of Loss from operation during the Year.
 5. **RETIREMENT BENEFITS**
 - I) Gratuity: As the company has no employees working for more than five years, no Gratuity has been provided by the accompany in the Accounts. However, the management will be taking steps to introduce Group insurance Scheme with Life Insurance Corporation of India for Gratuity Payments.
 - II) Provident Fund: The Company is making efforts to enroll with P.F. authorities.
 6. Interest to Bank for term loans and working capital loans is provided as per the documented rates of interest after considering penal interest on overdues.
 7. Remuneration of Rs.1,20,000 has been provided to Directors.
 8. Preliminary Expenses have been amortized as per the provisions of section 35 D of the Income Tax Act, 1961.
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9. Provision and/ or payments in respect statutory auditors remuneration.

	Year Ended 31.03.2011	Year ended 31.03.2010
Statutory Audit Fees	0.08	0.08
Tax Audit Fee & Taxation Matters	0.20	0.20
Total	0.28	0.28

10. Sundry Debtors / Creditors / Loans & Advances are subject to confirmation and reconciliation.

11. Details of licenced and installed capacities

	2010-2011	2009-2010
A) Licensed Capacity:		
I. Rubberised Coir Plant	N.A.	N.A.
II. Creaming Plant	N.A.	N.A.
III. Coir Plant	N.A.	N.A.

B) Installed Capacity :		
I. Rubberised Coir Plant	1800000 nos. p.a.	180000 nos. p.a.
II. Creaming Plant	720 tonnes p.a.	720 tonnes p.a.
III. Coir Plant	2600 tonnes p.a.	2600 tonnes p.a.

Certified by the Management and accepted by the Auditors, being a Technical Matter.

14 Particulars of Production and Sales

a) Production	2010-2011	2009-2010
	Qty	Qty
I. Rubberised Coil Mattresses and other related items(Nos.)	Nil	Nil
ii. Rubberised Bare Blocks(Nos.)	Nil	Nil
iii.Creamed Latex (Tonnes)	Nil	Nil
iv. Coir / Fibre (Tonnes)	Nil	Nil

b) Sales		2010-2011	2009-2010
		Qty	Qty
I. Rubberised Coil Mattresses and other related items(Nos.)		Nil	Nil
ii. Rubberised Bare Blocks(Nos.)		Nil	Nil
iii. Creamed Latex (Tonnes)		Nil	Nil
iv. Coir / Fibre (Tonnes)		Nil	Nil
15	Opening and Closing Stock of goods produced	2010-2011	2009-2010
	I. Rubberised Coil Mattresses and other related items(Nos.)	Nil	Nil
	ii. Rubberised Bare Blocks(Nos.)	Nil	Nil
	iii. Creamed Latex (Tonnes)	Nil	Nil
	iv. Coir / Fibre (Tonnes)	Nil	Nil

16 Details of Raw Materials Consumed:

	2010-2011		2009-2010	
	Metric tons	Rs.in lacs	Metric tons	Rs.in lacs
LATEX				
Opening Stock	Nil	Nil	Nil	Nil
Add: Purchase	Nil	Nil	Nil	Nil
Less: Closing Stock	Nil	Nil	Nil	Nil
Consumption	Nil	Nil	Nil	Nil
	2010-2011		2009-2010	
	Metric tons	Rs.in lacs	Metric tons	Rs.in lacs
COIR				
Opening Stock	Nil	Nil	Nil	Nil
Add: Purchase	Nil	Nil	Nil	Nil
Less: Closing Stock	Nil	Nil	Nil	Nil
Consumption	Nil	Nil	Nil	Nil
	Nil	Nil	Nil	Nil

	2010-2011		2009-2010	
	Metric tons	Rs.in lacs	Metric tons	Rs.in lacs
CLOTH				
Opening Stock	Nil	Nil	Nil	Nil
Add: Purchase	Nil	Nil	Nil	Nil
Less: Closing Stock	Nil	Nil	Nil	Nil
Consumption	Nil	Nil	Nil	Nil
FOAM				
Opening Stock	Nil	Nil	Nil	Nil
Add: Purchase	Nil	Nil	Nil	Nil
Less: Closing Stock	Nil	Nil	Nil	Nil
Consumption	Nil	Nil	Nil	Nil
	2010-2011		2009-2010	
	Kgs.		Kgs.	
CHEMICALS				
Opening Stock	Nil	Nil	Nil	Nil
Add: Purchase	Nil	Nil	Nil	Nil
Less: Closing Stock	Nil	Nil	Nil	Nil
Consumption	Nil	Nil	Nil	Nil

Previous years figures have been regrouped and rearranged wherever necessary

Place Gummidipoondi

Date 01.09.2011

AUDITOR'S CERTIFICATE

The above cash flow statement has been compiled from and is based on the audited accounts of Southern Latex Limited for the year ended March 31,2011 reported upon by us on. According to the information and explanation given, the aforesaid cash flow statement has been prepared pursuant to clause 32 of the listing agreement as required by the Stock Exchange

Place : Gummidipoondi

Date : 01.09.2011

For O.S.Hariharan & Company
Chartered Accountants

O.S.Hariharan
Partner

SCHEDULE –21: BALANCE SHEET AND COMPANY’S GENERAL BUSINESS PROFILE
AS PER SCHEDULE VI, OF PART IV OF THE COMPANIES ACT, 1956

1.	Registration Details	Registration number	State Code
		17137	18
	Balance Sheet Date:	31.03.2011	
2.	Capital Raised during the year (Amount in Rs.Lacs)	Public Issue	Right Issue
		Nil	Nil
		Bonus Issue	Private Placement
		Nil	Nil
3.	Position of Mobilisation and deployment of Fund (Amount in Rs.Lacs)	Total Liabilities	Total Assets
		82101.26	82101.26
	Source of Funds	Paid up Capital	Reserves & Surplus
		73592.00	8036.50
		Secured Loans	Unsecured Loans
		379.88	92.87
	Application of Funds	Net Fixed Assets	Investments
		16784.56	1000.70
		Net Current Assets	Miscellaneous Expenditure
		24973.62	818.47
		Accumulated Losses	
		38523.91	

4. Position of Mobilisation and deployment of Fund (Amount in Rs.Lacs)

Turnover	Total Expenditure
24220.85	18370.22
Profit & Loss before Tax	Profit & Loss after Tax
5850.63	5850.63
Earning per Share	Dividend Rate
NIL	NIL

5. Generic Names of Three Principal Products / Services of Company

Item Code Number (ITC CODE)	940409.00
Product / Service Description	MATTRESSES
Item Code Number (ITC CODE)	400110.01
Product / Service Description	CREAM LATEX
Item Code Number (ITC CODE)	530511.03
Product / Service Description	CURED COIR

Signature of Schedules 1 to 21 forming par of Balance Sheet and Profit and Loss Account.

Place : Gummidipoondi

Date : 01.09.2011

For O.S.HARIHARAN & Company
Chartered Accountants

O.S.HARIHARAN
Partner

A.P.VETRIVEL
Director

N.NEELAKANDAPILLAI
Director

Auditors Certificate on Compliance of Conditions of Corporate Governance under Clause 49 of the Listing Agreement :

We have reviewed the report on the compliance of the mandatory conditions of corporate governance set out by M/s.Southern Latex Ltd for the year ended 31st March 2011 with relevant records and documents maintained by the company and furnished to us for our review.

In our opinion and to the best of our information and according to the explanations given to us, the company has complied with the mandatory requirements specified in the said Clause in the manner so required.

For O.S.Hariharan & Company
Chartered Accountants

O.S.Hariharan
Partner

Place: Chennai
Date : 01.09.2011

