

33rd Annual Report 2007-08



Reclaim... Do Not Replace!



Reclamation, Fusion
Surfacing & Spraying Solutions

Ador Fontech Limited



Ador Fontech Limited

THE BOARD OF DIRECTORS

Mrs. N Malkani Nagpal Chairman
Mr. H P Ledwani Managing Director
Mr. N Srinivasan
Mr. A T Malkani
Mr. R A Mirchandani

COMPANY SECRETARY

Ms. Geetha D

OPERATING TEAM

Mr. H P Ledwani
Mr. M J Kurian
Mr. Muneesh Narain
Mr. P Ramachandran
Mr. P Vishwanathan
Mr. S Gopalakrishnan
Mr. Rajesh V Joshi
Mr. S V Puntambekar
Mr. Melville Ferns

REGISTERED AND CORPORATE OFFICE

Belview, 7, Haudin Road, Bangalore 560 042.

REGISTRAR AND SHARE TRANSFER AGENT

Alpha Systems Private Limited, No.30, Ramana Residency
Sampige Road, Malleswaram, Bangalore 560 003.

AUDITORS

Amarnath Kamath and Associates
Chartered Accountants
Carewel House, 6th Cross, Muniswamappa Layout, Opp. Kemp Fort
Off Airport Road, Bangalore 560 017.

BANKERS

HDFC Bank Limited
The Bank of Nova Scotia

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Notice is hereby given that the 33rd Annual General Meeting of the Members of the Company will be held at Hotel Ajantha, 22-A, Mahatma Gandhi Road, Bangalore 560 001 on Tuesday, June 24, 2008 at 11.30 hours to transact the following business.

ORDINARY BUSINESS

1. Adoption of Accounts

To receive, consider and adopt the audited Balance Sheet as at March 31, 2008 and the Profit and Loss Account for the year ended on that date, together with the Report of the Directors and the Auditors thereon.

2. Declaration of Dividend

To declare dividend for the financial year ended March 31, 2008.

3. Re-appointment of Mr. N Srinivasan

To appoint a Director in place of Mr. N Srinivasan, who retires by rotation and being eligible, offers himself for re-appointment.

4. Appointment of Statutory Auditors

To appoint M/s. Amarnath Kamath and Associates, Chartered Accountants, as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, at such remuneration as may be determined by the Board of Directors in consultation with the Auditors.

SPECIAL BUSINESS

5. Appointment of Mr. A T Malkani

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

“RESOLVED THAT Mr. A T Malkani, who was appointed as Additional Director of the Company and who holds office up to the date of the Annual General Meeting, pursuant to Section 260 of the Companies Act, 1956, and Article 123 of the Articles of Association of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation”.

6. Appointment of Mr. R A Mirchandani

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

“RESOLVED THAT Mr. R A Mirchandani, who was appointed as Additional Director of the Company and who holds office up to the date of the Annual General Meeting, pursuant to Section 260 of the Companies Act, 1956, and Article 123 of the Articles of Association of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation”.

7. Appointment of Branch Auditors

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

“RESOLVED THAT pursuant to Section 228 and other applicable provisions of the Companies Act, 1956, and amendments thereof, the accounts for the year ending March 31, 2009 of the manufacturing plants of the Company, be audited by the Company's Auditors or such other person or persons, other than the Company's Auditors and as are qualified for appointment as Auditors under Section 226 of the Companies Act, 1956, and that the Board of Directors be and is hereby authorised to decide and appoint such Branch/Unit Auditors in consultation with the Company's Auditors and fix their remuneration and terms and conditions”.

NOTES:

- a. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON BEHALF OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Proxy form in order to be valid must be lodged at the Registered office of the Company, not later than forty eight hours before the commencement of the meeting.

- b. The 'Register of Members' and 'Share Transfer Books' will remain closed from June 14, 2008 to June 24, 2008 (both days inclusive).
- c. Members are requested to notify immediately changes, if any, in their address/bank mandate to their respective Depository Participants (DPs) in respect of electronic share account and to the Registrar and Share Transfer Agents - Alpha Systems Private Limited - with all necessary details, in respect of physical share folios.
- d. Nomination facility is available as per the provisions of the Companies Act, 1956. Those who wish to avail themselves of this facility may send in their nomination forms (Form 2B) either to the Registrar or to the Company at its Registered office.
- e. Pursuant to the provisions of Section 205A of the Companies Act, 1956, the amount of dividend which remains unclaimed for a period of seven years from the date of declaration would be transferred to the 'Investor Education and Protection Fund'. As such, shareholders who have not encashed their dividend warrants are requested to write to the Company for claiming outstanding dividends, if any, in respect of the previous year(s).

NOTICE

Details of unclaimed dividends as on 31.03.08

Particulars	Amount (Rs.)
2000-01	1,84,220
2001-02	1,87,365
2002-03	2,48,077
2003-04	2,21,447
2004-05	3,75,321
2005-06	5,12,088
2006-07	5,36,965
Total	22,65,483

- f. With a view to ensuring prompt remittance of dividends, we recommend the Shareholders to utilise the ECS scheme of the Reserve Bank of India. Kindly send photocopy of a cancelled cheque along with a request letter to the Registrar and Share Transfer Agent (Alpha Systems Private Limited) or to the Depository Participant for shares held in physical and electronic form respectively.
- g. Members are requested to send all share transfer lodgements (physical mode) to the Registrar and Share Transfer Agent (Alpha Systems Private Limited).

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

Item no. 5

Mr. A T Malkani was appointed as Additional Director by the Board of Directors on July 20, 2007. Further, the Company has received notice along with requisite deposit from a Member under Section 257 of the Companies Act, 1956, proposing the appointment of Mr. A T Malkani as Director. Hence, the resolution is placed before the shareholders for approval.

The Board recommends the resolution set out at item no. 5 for approval.

No Director of the Company is concerned or interested in the said resolution except Mr. A T Malkani, as it pertains to his appointment.

Item no. 6

Mr. R A Mirchandani was appointed as Additional Director by the Board of Directors on April 28, 2008. Further, the Company has received notice along with requisite deposit from a Member under Section 257 of the Companies Act, 1956, proposing the appointment of Mr. R A Mirchandani as Director. Hence, the resolution is placed before the shareholders for approval.

The Board recommends the resolution set out at item no. 6 for approval.

No Director of the Company is concerned or interested in the said resolution except Mr. R A Mirchandani, as it pertains to his appointment.

Item no. 7

The Company's manufacturing plants are situated at diverse locations. In view of the same, it is proposed to authorise the Board of Directors to appoint, in consultation with the Company's Auditors, such persons as are qualified for appointment as Auditors under Section 226 of the Companies Act, 1956, and amendments there of, to audit the accounts, for the year ending March 31, 2009 and to fix their remuneration.

The Board recommends the resolution set out at item no. 7 for approval.

No Director of the Company is concerned or interested in the said resolution.

Brief profile of the Directors

(i) Mr. N Srinivasan

Educational qualification(s): BCom; FCA

Work Experience: 'Retired Senior Partner' of Fraser and Ross and Deloitte Haskins and Sells, Chartered Accountants. Served the accounting and auditing profession for well over four decades.

Specific area of expertise: Audit and Corporate Finance

Number of shares held in the Company: 200

Directorship and Committee Memberships:

United Breweries (Holdings) Limited, The India Cements Limited, Tractor and Farm Equipment Limited, UB Engineering Limited, India Cements Capital and Finance Limited, Ador Multiproducts Limited, AMCO Batteries Limited, The United Nilgiris Tea Estates Company Limited, GATI Limited, Tafe Motors and Tractors Limited, Essar Shipping Limited, The Andhra Pradesh Paper Mills Limited, McDowell Holdings Limited.

(ii) Mr. A T Malkani

Educational qualification(s): BA (Economics); MBA

Work Experience: J B Advani and Company Private Limited as 'Management Trainee' and Ador Welding Limited as 'Manager', International Marketing.

Specific area of expertise: Marketing

Number of shares held in the Company: 48039

Directorship and Committee Memberships:

Ador Welding Limited, Ador Multiproducts Limited and J B Advani and Company Private Limited.

(iii) Mr. R A Mirchandani

Educational qualification(s): BCom; MBA

Work Experience: M/s. Origin Energy as 'Manager' (South East Asia).

Specific area of expertise: Operational Management

Number of shares held in the Company: Nil

Directorship and Committee Memberships:

Ador Welding Limited, J B Advani and Company Private Limited and Ador Powertron Limited.

By order of the Board
For **Ador Fontech Limited**

Mumbai
April 28, 2008

Geetha D
Company Secretary

Ador Fontech Limited

The Directors have pleasure in presenting the 33rd Annual Report of your Company and the Audited Statement of Accounts for the year ended March 31, 2008.

1. FINANCIAL HIGHLIGHTS (Rs. In lakhs)

DETAILS	2007-08	2006-07
Income (Net of Excise duty)	10106	8070
Operating profit	1487	966
Interest	–	27
Depreciation	106	104
Profit before taxation	1381	835
Provision for taxation (net)	499	323
Net Profit for the year	882	512
Taxation/prior period and others	10	–
Profit b/f from the previous year	141	133
Amount available for appropriation	1013	645
APPROPRIATIONS		
Transfer to general reserve	400	300
Proposed dividend	175	175
Distribution tax thereon	30	29
Balance c/f to the P and L account	408	141

2. DIVIDEND

Your Directors are happy to recommend a dividend of fifty percent on the paid up share capital of the Company for the financial year ended March 31, 2008.

3. REVIEW OF BUSINESS OPERATIONS

It is indeed a very important milestone in the history of Ador Fontech Limited that the Company has registered its "Maiden Century" (Rupees one hundred and one crores in turnover). Associated with this has been another landmark with the revenue registering an all time increase in terms of value.

During the year 2007-08, the Company had made a vertical integration of its manufacturing operations. In future, it intends to enhance its product mix portfolio, both in terms of manufacturing and job work operations. As always, it shall strive to maintain consistency in performance through productive deployment of internal accruals.

The Company also aims to strengthen its business operations by enhancing the training and development requirements of its manpower.

4. DIRECTORS' RESPONSIBILITY STATEMENT

In the preparation of the financial statements, the Board of Directors of the Company has ensured that:

- The applicable accounting standards have been followed.
- The accounting policies are reasonable, prudent and are consistently followed to give a true and fair view of the state of affairs of the Company.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records, for safeguarding the assets of the Company and for preventing/detecting fraud and other irregularities.
- The annual accounts have been prepared on an on-going concern basis.

5. DIRECTORS

Mr. A T Malkani, Mr. Deep A Lavani and Mr. R A Mirchandani were appointed as Additional Directors on July 20, 2007, October 25, 2007 and April 28, 2008 respectively. The Company has received notice for the appointment of Mr. A T Malkani and Mr. R A Mirchandani as Directors. Further, Mr. N Srinivasan retires by rotation at the ensuing Annual General Meeting and being eligible seeks re-appointment. Each of them has unique expertise in terms of operations, marketing and accounting. Their presence in the 'Board' would add value collectively in terms of strategic management.

Mr. Deep A Lavani resigned from the Board on April 28, 2008. The Board records his services as Director during his tenure of office.

6. CORPORATE GOVERNANCE

As per the listing agreement with the Stock Exchange, the Company has implemented the code on Corporate Governance. The Corporate Governance Compliance Certificate obtained from the Auditors of the Company is attached to this report.

The Management Discussion and Analysis Report and the Report on Corporate Governance are given in the annexure attached to this report. The code of business conduct and ethics is available on the website of the Company (www.adorfon.com).

7. AUDITORS

M/s. Amarnath Kamath and Associates, the Statutory Auditors of the Company retire at the conclusion of the Annual General Meeting and being eligible have offered themselves for re-appointment.

8. DEPOSITORIES

The Company is registered with both National Securities Depository Limited and Central Depository Services (India) Limited. The shareholders can take advantage of holding their scrips in dematerialised mode.

9. PARTICULARS OF DISCLOSURE

The information required under the Companies Act, 1956, and the amendments thereof is enclosed.

10. EMPLOYEES

Manpower has been the greatest source of strength for the Company. Their dedication, hard work, sincerity coupled with passion and pride towards the organisation is commendable.

11. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company partakes to provide help in terms of education, medical aid, as also relief to the victims of natural disaster(s).

12. ACKNOWLEDGEMENTS

The Board of Directors thank the Shareholders, Authorised Dealers, Channel Partners, Overseas and Inland Business Associates, Bankers and the various Government Agencies for their continued patronage and support.

The faith reposed by the various stakeholders is a major source of confidence and encouragement for the organisation.

For and on behalf of the Board

Mumbai
April 28, 2008

N Malkani Nagpal
Chairman

ANNEXURE TO THE DIRECTORS' REPORT

UNDER SECTION 217 (1) (E) OF THE COMPANIES ACT, 1956

Additional information in terms of notification no. 1029 dated 31.12.1998 by the Department of Company affairs.

CONSERVATION OF ENERGY:

Not given as the Company is not covered under the list of specified industries. However, efforts to conserve and optimise the use of energy through improved operational methods and other means will continue.

RESEARCH AND DEVELOPMENT (R and D):

1. Specific areas in which R and D has been carried out: Efforts are being made to further improve the performance of the products and their range.
2. Benefits derived as a result of the above R and D: Conservation of basic raw materials coupled with low cost and longer life.
3. Future plan of action: To make further progress on areas enunciated in item nos. 1 and 2 above.
4. Expenditure on R and D
 - a. Capital : Nil
 - b. Recurring : As of now, it is being maintained as an ongoing part of production activities and a separate head of account is not maintained.
 - c. Total : Not applicable
 - d. Total R and D expenditure as a percentage of total turnover : Not applicable

TECHNOLOGY ABSORPTION AND INNOVATION:

1. Efforts in brief made towards technology absorption and innovation: Locally available raw materials are utilised to gain maximum advantage.
2. Benefits derived as a result of the above efforts: Product improvement, cost reduction, product development, import substitution etc.
 - a. Reduced cost of final products.
 - b. Comparable quality and performance with products produced using imported materials.
3. Details of technology imported during the last five years reckoned from the beginning of the financial year:
 - a. Technology imported : Nil
 - b. Year of import : Not applicable
 - c. Has technology been fully absorbed : Not applicable
 - d. If not fully absorbed areas where this has not taken place. Give reasons for the same and explain future plan of action, if any : Not applicable
4. Foreign exchange earnings and outgoings : As reported in serial numbers 3, 4 and 6 "notes forming part of accounts" Schedule - P.

UNDER SECTION 217 (2A) OF THE COMPANIES ACT, 1956

Information as per Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 and forming part of the Directors' Report

Name Age	Designation	Gross remuneration (Rs.)	Qualifications Experience	Date of joining	Previous employment
Mr. H P Ledwani 54 years	Managing Director	49,48,891	BSc (Hons) DAM (Bom) DTMM 34 years	01.12.1979	Ador Welding Limited, Mumbai

- Notes:
1. The nature of employment is contractual.
 2. The above employee is not related to any Director of the Company.
 3. Information about qualifications and last employment are based on particulars furnished by the employee.
 4. Neither the employee himself nor his spouse and dependent children hold two percent or more in the equity shares of the Company.
 5. Gross remuneration includes:
 - (i) Salary and allowances.
 - (ii) Contribution to provident and other funds, but excludes contribution to group retirement benefit schemes.
 - (iii) Performance incentives.
 - (iv) Value of perquisites (evaluated as per Income Tax Rules, wherever applicable).

REPORT ON CORPORATE GOVERNANCE

Good governance is an integral part of corporate management. It is a process of building positive relationships with various stakeholders and involves conducting business in a fair and transparent manner. It also implies that the management must be empowered to drive the enterprise forward without undue restraint and operate within the framework of the applicable laws.

The detailed report on Corporate Governance as per the guidelines prescribed by SEBI and incorporated in clause 49 of the Listing Agreement is as follows:

1. COMPANY'S PHILOSOPHY ON THE CODE OF CORPORATE GOVERNANCE

The Company is committed to a system of good Corporate governance. It firmly believes and consistently practices good business principles by increasing transparency and accountability to its stakeholders, maximising shareholders' value and working towards a motivated work force with updated knowledge.

2. BOARD OF DIRECTORS

2.1 Composition of the Board:

Name of the Director	Category of Directorship
Mrs. N Malkani Nagpal	Non-Executive
Mr. H P Ledwani	Executive
Mr. N Srinivasan	Non-Executive
Mr. A T Malkani	Non-Executive
Mr. Deep A Lalvani*	Non-Executive
Mr. R A Mirchandani**	Non-Executive

* Till 28.04.08

** Since 28.04.08

2.2 During the year 2007-08, four Board meetings were held on April 26, 2007; July 20, 2007; October 25, 2007 and January 28, 2008.

2.3 Attendance at the Board Meetings and last Annual General Meeting, Number of Directorships in other Companies and Memberships in Committees across various Companies:

Name of the Director	Financial Year 2007-08		As on 31.03.08 Other Directorships		
	Attendance At		Number	Committee Positions	
	Board Meetings	Annual General Meeting held on 20.07.07		No. of Memberships	Chairman
Mrs. N Malkani Nagpal	Four	Present	Four	Two	-
Mr. H P Ledwani	Four	Present	-	-	-
Mr. N Srinivasan	Three	Present	Thirteen	Ten	Five
Mr. A T Malkani	Three	-	Three	One	One
Mr. Deep A Lalvani*	Two	-	Three	One	-
Mr. R A Mirchandani**	-	-	Three	Two	-

* Till 28.04.08

** Since 28.04.08

Directorship includes private limited companies and alternate Directorship.

3. AUDIT COMMITTEE

During the financial year ended March 31, 2008, four Audit Committee Meetings were held on April 26, 2007; July 20, 2007; October 25, 2007 and January 28, 2008.

3.1 Broad terms of reference:

- To review the Company's financial reporting process and its financial statements.
- To review the efficacy of the internal control mechanism and monitor risk management policies adopted by the Company.
- To review reports furnished by the Internal and Statutory Auditors and ensure that suitable follow up action is taken.
- To examine accounting, taxation and disclosure aspects as stipulated under various legislations.
- Recommend appointment/reappointment of Auditors and solicit professional guidance and support, wherever required.

3.2 Composition and attendance

The composition of the Audit Committee and attendance during 2007-08:

Name of the Director	Designation	No. of meetings attended
Mrs. N Malkani Nagpal	Chairman	Three
Mr. H P Ledwani	Member	Four
Mr. Deep A Lalvani*	Member	Two
Mr. A T Malkani**	Member	-
Mr. N Srinivasan is a permanent invitee to the Audit Committee meetings.		

* Till 28.04.08

** Since 28.04.08

4. REMUNERATION COMMITTEE

The Remuneration Committee is a non-mandatory requirement under the listing agreement. Further, the compensation payable to the Executive/Non-Executive Directors of the Company is decided by the Board of Directors and subsequently approved by the Shareholders. Hence, the Board has decided not to have an exclusive Remuneration Committee.

4.1 Remuneration to the Executive Director:

The remuneration of the Whole-time/Executive Director including annual increments is decided by the Board based on criteria such as industry benchmarks, the Company's performance and the track record of the Whole-time/Executive Director etc. They are subject to the approval of the Shareholders at the Annual General Meeting.

4.2 Remuneration to the Non-Executive Directors:

Sitting fees payable i.r.o attendance at the meetings:

Details	Amount (Rs.)
Board	8,000
Audit Committee	5,000
Shareholders'/Investor Grievance Committee	4,000

REPORT ON CORPORATE GOVERNANCE

They are also reimbursed expenses incurred towards travel/conveyance and accommodation in connection with the Board and Committee meetings.

5. SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE

5.1 Functions of the Committee

The Shareholders'/Investors' Grievance Committee of the Board looks in to the redressal of Investors' complaints like non-receipt of annual report, dividend payments etc. and matters related to share transfers/transmission, issue of duplicate share certificates, de-materialisation/re-materialisation of shares and other allied transactions. The Committee has delegated powers to the Executives of the Company, to facilitate ease in operation and quick response.

5.2 Composition of the Shareholders'/Investor Grievance Committee:

Name of the Director	Designation
Mrs. N Malkani Nagpal	Chairman
Mr. H P Ledwani	Member

5.3 Number of meetings and attendance

During the year 2007-08, two meetings were held on April 26, 2007 and January 28, 2008. Mrs. N Malkani Nagpal and Mr. H P Ledwani were present at the meetings.

5.4 Compliance officer

The Board has designated Ms. Geetha D, Company Secretary as the Compliance officer.

5.5 Transfer Committee meetings

Fifteen transfer committee meetings were held during the year 2007-08.

5.6 Statement of Directors shareholding as on 31.03.08:

Name of the Director	Shareholding (Nos.)
Mrs. N Malkani Nagpal	3470
Mr. H P Ledwani	5720
Mr. N Srinivasan	200
Mr. A T Malkani	48039
Mr. Deep A Lalvani	22750
Mr. R A Mirchandani	Nil

5.7 Details of Shareholders' complaints received/replied and pending share transfers are given below:

The total number of complaints received and replied to the satisfaction of the shareholders during the year 2007-08 were five.

There were no outstanding complaints as on 31.03.08.

There are no pending share transfers in physical as well as in demat category. All the requests received upto 31.03.08 have been processed.

6. GENERAL BODY MEETINGS

6.1 Location and time, where the last three Annual General Meetings were held:

Financial Year	Date	Location	Time (hrs.)
2006-07	20.07.07	Hotel Ajantha, B'lore	12.00
2005-06	26.06.06	Hotel Ajantha, B'lore	11.30
2004-05	21.06.05	Hotel Ajantha, B'lore	11.30

6.2 Dividend history: (Rs. in lakhs)

Financial year	Dividend percent	Dividend outflow	Dividend tax outflow	Total amount
2006-07	Fifty	175	30	205
2005-06	Forty	140	20	160
2004-05	Thirty five	123	17	140
2003-04	Twenty five	88	11	99
2002-03	Twenty five	88	11	99
2001-02	Twenty two	77	-	77
2000-01	Twenty	70	7	77

7. DISCLOSURES

7.1 Materially significant related party transactions

During the year 2007-08, there were no materially significant related party transactions with the Promoters, Directors or the Management, their subsidiaries or relatives etc. that had a potential conflict with the interest of the Company at large.

7.2 Details of non compliance by the Company, penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any Authority on any matter relating to the capital markets during the last three years

The Company has complied with various rules and regulations prescribed by the Stock Exchange, Securities and Exchange Board of India and other Statutory Authorities relating to the capital markets during the last three years. No penalty or strictures have been imposed by them on the Company.

7.3 Affirmation

To the best of our knowledge, the Company has complied with all mandatory requirements pertaining to Corporate Governance.

8. PREVENTION OF INSIDER TRADING

The Company has adopted measures for prevention of Insider Trading. The same prohibits purchase/sale of shares of the Company by Insiders while in possession of unpublished price sensitive information.

9. MEANS OF COMMUNICATION

Particulars	Details
Half-yearly/quarterly financial results sent to each shareholders' residence.	No
In which newspaper quarterly and half yearly results are normally published.	English: Business Standard and Financial Express Kannada: Sanjay Vani and Suryodhaya
Any website, where results or official news are displayed.	www.adorfon.com
Presentations made to institutional investors or to analysts.	Yes, Whenever required
Whether Management Discussion and Analysis Report is a part of the Annual Report.	Yes

A-288 II Stage, Peenya Industrial Estate
Bangalore 560 058.

Tel: (080) 28360988, Fax: (080) 28362805.

Share transfer agent:

Alpha Systems Private Limited
No.30, Ramana Residency, Sampige Road
Malleswaram, Bangalore 560 003.
Tel: (080) 23460816-18, Fax : (080) 23460819.

Share transfer system:

The transfer of shares in physical form is processed and completed by Alpha Systems Private Limited within the statutory stipulated period. In case where shares are held in electronic form, transfers are processed by NSDL/CDSL through the Depository Participants and Registrars.

DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2008

Nominal value (Rs.)	Shareholders		Amount	
	Number	Percent	Rupees	Percent
Upto 5000	5637	90.06	88,00,110	25.14
5001 - 10000	320	5.11	26,74,530	7.64
10001 - 20000	146	2.33	22,15,210	6.33
20001 - 30000	45	0.72	11,71,100	3.35
30001 - 40000	16	0.26	5,60,920	1.60
40001 - 50000	30	0.48	13,92,750	3.98
50001 - 100000	27	0.43	19,56,880	5.59
100001 and above	38	0.61	1,62,28,500	46.37
Total	6259	100.00	3,50,00,000	100.00

10. GENERAL SHAREHOLDERS' INFORMATION

Annual General Meeting:

Date : June 24, 2008
Time : 11.30 hours
Venue : Hotel Ajantha
22-A, M G Road
Bangalore 560 001

Equity Shares listed at : Bombay Stock Exchange Limited, Mumbai

Book closure dates : June 14, 2008 to June 24, 2008 (both days inclusive).

Dividend payment dates : June 25, 2008 onwards

ISIN : INE853A01014

Scrip code : 530431

Details of corporate office:

Ador Fontech Limited
Belview, 7, Haudin Road, Bangalore 560 042.
Tel:(080) 25596045, 25596073.
Fax: (080) 25594601, 25597085.
Email: investorservice@adorfon.com.

Details of plants:

S-60 and 61, MIDC, Hingna Industrial Estate
Nagpur 440 016, Tel: (07104) 237260.
Fax: (07104) 236823.

No. 486, B-1, 14th Cross, 3rd Main, 4th Phase
Peenya Industrial Area, Bangalore 560 058.
Tel: (080) 28365751, 65600154.
Fax: (080) 28365752.

Dematerialisation of shares and liquidity : Eighty one percent of the paid up share capital of the Company stands dematerialised as on March 31, 2008.

GDRs/ADRs/Convertible instruments : The Company has no outstanding GDRs/ADRs/Warrants or convertible instruments which are likely to have an impact on the Equity shares.

STOCK PRICE DATA: BSE, MUMBAI

Period	Open (Rs.)	High (Rs.)	Low (Rs.)	Close (Rs.)
April 2007	67.00	94.30	65.00	90.45
May 2007	92.00	92.40	84.30	88.90
June 2007	88.55	103.50	87.00	96.10
July 2007	94.50	109.90	84.00	90.10
August 2007	89.15	114.50	86.50	100.40
September 2007	99.15	111.00	95.00	104.30
October 2007	104.05	116.95	90.00	103.30
November 2007	106.75	112.00	97.45	106.80
December 2007	108.00	134.40	105.75	129.55
January 2008	126.10	139.90	85.25	116.90
February 2008	118.75	127.00	112.55	120.85
March 2008	118.05	124.00	91.00	105.95