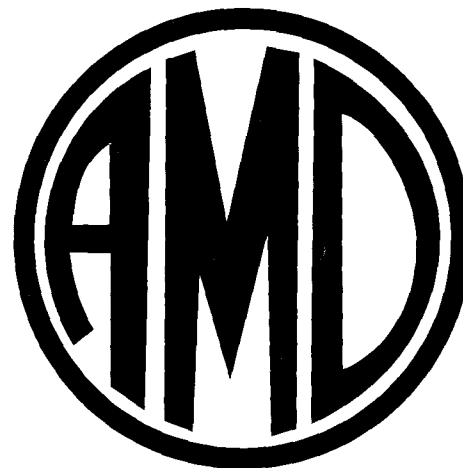


## Annual Report 2008-2009

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**AMD Industries Limited**

(Formerly known as AMD Metplast Ltd.)



## OUR VISION

TO TAKE ON HIGH GROWTH TRACK BY ESTABLISHING A STRONG AND A SUPPORTIVE LINK IN THE TOTAL SUPPLY CHAIN MANAGEMENT OF OUR ASSOCIATES.

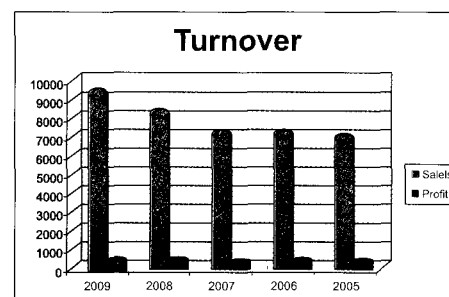
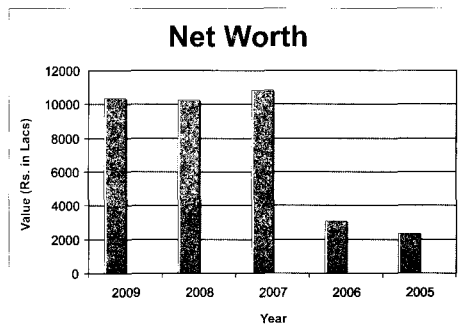
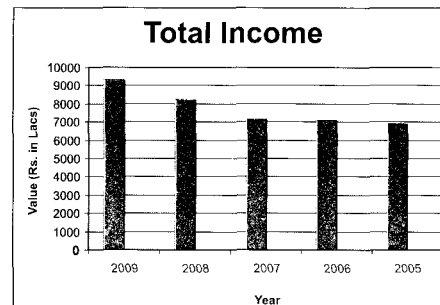
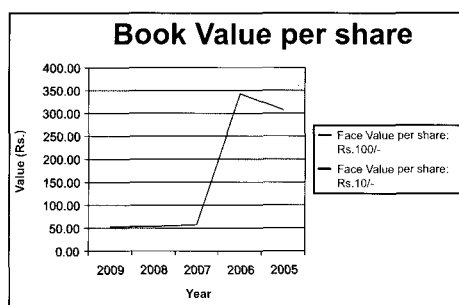
## QUALITY POLICY

WE AT AMD ARE COMMITTED TO CONTROL AND IMPROVE QUALITY, COST AND DELIVERY PERFORMANCE THROUGH CONTINUAL IMPROVEMENT OF THE QUALITY MANAGEMENT. WE SHALL INCREASE OUR MARKET SHARE YEAR AFTER YEAR THROUGH IMPROVING CUSTOMER SATISFACTION.

## FINANCIAL INDICATORS FOR PAST 5 YEARS

(RS. IN LACS)

| PARTICULARS                                | YEAR ENDED 31ST MARCH |                                                                       |           |         |         |
|--------------------------------------------|-----------------------|-----------------------------------------------------------------------|-----------|---------|---------|
|                                            | 2009                  | 2008                                                                  | 2007      | 2006    | 2005    |
| TOTAL INCOME                               | 9345.02               | 8253.19                                                               | 7186.45   | 7134.78 | 6927.54 |
| PBDIT                                      | 1972.48               | 1324.57                                                               | 1176.29   | 1259.50 | 1166.27 |
| PBT                                        | 696.88                | 439.69                                                                | 274.78    | 512.70  | 387.04  |
| Provision for taxation                     |                       |                                                                       |           |         |         |
| Current                                    | 178.34                | 126.79                                                                | 68.84     | 44.03   | 30.33   |
| Deferred                                   | 179.18                | (11.73)                                                               | (49.05)   | 63.28   | 236.67  |
| PAT                                        | 339.35                | 324.63                                                                | 254.99    | 405.39  | 119.96  |
| Cash Profit <sup>^</sup>                   | 820.75                | 704.76                                                                | 617.37    | 725.80  | 457.50  |
| Fixed Assets                               |                       |                                                                       |           |         |         |
| Gross Block including Capital WIP          | 8960.78               | 9101.17                                                               | 6385.85   | 6093.79 | 5933.23 |
| Net Block                                  | 6663.11               | 7105.42                                                               | 4761.19   | 4813.46 | 4970.08 |
| Equity Share Capital                       | **1916.67             | **1916.67                                                             | **1916.67 | *900.00 | *756.50 |
| Reverses & Surplus                         | 8460.77               | 8345.66                                                               | 8940.15   | 2188.89 | 1568.25 |
| Networth                                   | 10377.45              | 10262.33                                                              | 10856.82  | 3088.89 | 2324.75 |
| EPS (Rs.) (Annualized)                     | 1.77                  | 1.69                                                                  | 2.63      | 53.59   | 15.86   |
| Cash EPS (Rs.) (Annualized)                | 4.28                  | 3.68                                                                  | 6.38      | 95.90   | 60.48   |
| Book Value per share (Rs)                  | 54.14                 | 53.54                                                                 | 56.65     | 343.21  | 307.30  |
| <sup>^</sup> Net of Deferred Tax Liability |                       | * Face Value : Rs. 100/- per share ** Face Value : Rs. 10/- per share |           |         |         |



# AMD Industries Limited



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

|                       |                      |
|-----------------------|----------------------|
| Mr. H.S. Gupta        | Chairman             |
| Mr. Ashok Gupta       | Managing Director    |
| Mr. Adit Gupta        | Whole time Director  |
| Mr. Mahipal Ahluwalia | Independent Director |
| Mr. Sheshadri Ratnam  | Independent Director |
| Mr. Prabhat Krishna   | Independent Director |

### COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Raj Kumar Gupta

### REGISTERED OFFICE

18, Pusa Road, 1st Floor, Karol Bagh, New Delhi-110 005  
 Tel.: 91-11-28753136/28750649/50  
 Fax : 91-11-28753591 Email : amdgroup@amdindustries.com  
 Url : www.amdindustries.com

### MANUFACTURING UNITS

- 1) C-10, Site 3, Meerut Road Ind. Area, Ghaziabad, Uttar Pradesh
- 2) C-4&C-5, Site 3, Meerut Road, Indl. Area, Ghaziabad, Uttar Pradesh
- 3) SP-32, RIICO Ind. Area, Neemrana, Rajasthan

### SUBSIDIARY COMPANIES

- 1) AMD Estates & Developers Pvt. Ltd.
- 2) Prime Techno Build Pvt. Ltd.

### BANKERS

- 1) State Bank of India
- 2) Punjab National Bank
- 3) State Bank of Indore
- 4) Union Bank of India
- 5) Allahabad Bank

### STATUTORY AUDITORS

Suresh & Associates,  
 Chartered Accountants,  
 3A, Bigjos Tower, Netaji Subhash Place,  
 Pitam Pura, Delhi - 110 034

### INTERNAL AUDITORS

B.L. Khandelwal & Co.  
 Chartered Accountants  
 1, Doctor's Lane, Gole Market  
 New Delhi-110 001

### REGISTRAR & SHARE TRANSFER AGENTS

Bighshare Services Pvt. Ltd.  
 E-2, Ansa Industrial Estate,  
 Saki Vihar Road, Saki Naka Mumbai-400 072  
 Tel. : +91-22-28470652 Fax: +91-22-28525207

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# AMD Industries Limited



## NOTICE OF 26th ANNUAL GENERAL MEETING

Notice is hereby given that 26<sup>th</sup> Annual General Meeting of the members of AMD Industries Limited will be held on Wednesday the 23rd day of September 2009 at 10:30 a.m. at Daffodils Hotels, Tania Farms Complex, Chattarpur Mandir Road, Satbari Village, New Delhi-110030 to transact following businesses:

### ORDINARY BUSINESSES

1. To consider and adopt the audited Balance Sheet as at 31st March, 2009, the Profit & Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.
2. To declare dividend on equity shares for the financial year ended on 31<sup>st</sup> March, 2009.
3. To appoint 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 and to fix their remuneration.
4. To appoint a Director in place of Mr. Mahipal Ahluwalia, who retires by rotation, and being eligible, offers himself for reappointment.

### SPECIAL BUSINESSES

5. To consider and if thought fit, to pass with or without modifications, following Resolution as an **Ordinary Resolution**:-  
 "RESOLVED THAT Mr. Prabhat Krishna, who was appointed as an Additional Director of the Company and who holds office until the date of the Annual General Meeting, pursuant to section 260 of the Companies Act, 1956, and Article 117 of the Articles of Association of the Company, and in respect of whom the Company has received a notice from a member under Section 257 of the Companies Act, 1956, proposing his candidature, be and is hereby appointed as a Director of the Company, liable to retire by rotation."
6. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:-  
 "RESOLVED THAT in accordance with the provisions of Sections 198, 269, 302 and 309 read with Schedule XIII and any other applicable provisions of the Companies Act, 1956 including any other statutory modifications or re-enactment thereof for the time being in the force and as approved by the Remuneration Committee and the Board of Directors of the Company at their respective meetings held on 30<sup>th</sup> June, 2009, Mr. Ashok Gupta be and is hereby reappointed as the Managing Director of the Company for a further period of 3 years w.e.f. 1st July, 2009 on the following remuneration:

#### **BASIC SALARY**

Rs. 3,00,000/- per month.

#### **PERQUISITES AND ALLOWANCES:**

##### **Housing:**

- a) The expenditure incurred by the Company on hiring unfurnished accommodation will be subject to a ceiling of 20% of the basic salary on monthly basis.
- b) In case no accommodation is provided by the Company, entitlement to house rent allowance subject to ceiling laid down in (a) above.

##### **Medical Reimbursement**

Expenses actually incurred for self and family.

##### **Leave Travel Concession**

For self and family once in a year for any destination in India.

##### **Club Fees**

Fees of Clubs inclusive of admission and life membership fee subject to a maximum of two clubs.

##### **Medical Insurance premium as per policy of the Company**

##### **Personal Accident Insurance**

Personal Accident Insurance as per the policy of the company

##### **Entertainment Expenses**

Reimbursement of entertainment expenses on actual basis incurred during the course of the business.

##### **Facilities**

Car with chauffeur for official use, telephones, Internet and fax facility at residence for official work. These will not be considered as perquisites.

# AMD Industries Limited



## BONUS

Bonus equivalent to one month basic salary.

And other benefit/amenity/ex-gratia/facility as may be prescribed to be payable from time to time in accordance with the Policy of the Company

**Retiral Benefits as per policy of the Company not to be included in the ceiling of overall remuneration as provided under Schedule XIII to the Companies Act, 1956 :**

- Contributions by the Company to Provident Fund, Superannuation Fund so far the same is not taxable under the provisions of Income Tax Act, 1961.
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- Leave accumulated upto one month leave in a year to be encashed at the end of the tenure.

"RESOLVED FURTHER THAT where in any financial year the company has no profits or inadequate profits, the total remuneration payable to Mr. Ashok Gupta, Managing Director by way of salary, house rent allowance, perquisites, benefits, bonus and in any other form, shall not exceed the maximum limits specified in Part-II of Schedule XIII of the Companies Act, 1956."

7. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 198, 269, 302 and 309 read with Schedule XIII and any other applicable provisions of the Companies Act, 1956 including any other statutory modifications or re-enactment thereof for the time being in the force and as approved by the Remuneration Committee and the Board of Directors of the Company at their respective meetings held on 30<sup>th</sup> June, 2009, Mr. Harswarup Gupta be and is hereby reappointed as the Executive Chairman of the Company for a further period of 3 years w.e.f. 1st July, 2009 on the following remuneration:

## BASIC SALARY

Rs. 2,75,000/- per month.

## PERQUISITES AND ALLOWANCES:

### Housing:

- a) The expenditure incurred by the Company on hiring unfurnished accommodation will be subject to a ceiling of 25% of the basic salary on monthly basis.
- b) In case no accommodation is provided by the Company, entitlement to house rent allowance subject to ceiling laid down in (a) above.

## Medical Reimbursement

Expenses actually incurred for self and family.

## Leave Travel Concession

For self and family once in a year upto one month basic.

## Club Fees

Fees of Clubs inclusive of admission and life membership fee subject to a maximum of two clubs.

## Medical Insurance premium as per policy of the Company

## Personal Accident Insurance

Personal Accident Insurance as per the policy of the company

## Entertainment Expenses

Reimbursement of entertainment expenses on actual basis incurred during the course of the business.

## Facilities

Car with chauffeur for official use, telephones, Internet and fax facility at residence for official work. These will not be considered as perquisites.

## BONUS

Bonus equivalent to one month basic salary.

And other benefit/amenity/facility as may be prescribed to be payable from time to time in accordance with the Policy of the Company

# AMD Industries Limited



**Retiral Benefits as per policy of the Company not to be included in the ceiling of overall remuneration as provided under Schedule XIII to the Companies Act, 1956 :**

- a) Contributions by the Company to Provident Fund, Superannuation Fund so far the same is not taxable under the provisions of Income Tax Act, 1961.
- b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- c) Leave accumulated upto one month leave in a year to be encashed at the end of the tenure.

"RESOLVED FURTHER THAT where in any financial year the company has no profits or inadequate profits, the total remuneration payable to Mr. Harswarup Gupta, Executive Chairman by way of salary, house rent allowance, perquisites, benefits, bonus and in any other form, shall not exceed the maximum limits specified in Part-II of Schedule XIII of the Companies Act, 1956."

8. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 198, 269, 302 and 309 read with Schedule XIII and any other applicable provisions of the Companies Act, 1956 including any other statutory modifications or re-enactment thereof for the time being in the force and as approved by the Remuneration Committee and the Board of Directors of the Company at their respective meetings held on 30<sup>th</sup> June, 2009, Mr. Adit Gupta be and is hereby reappointed as the Whole Time Director of the Company for a further period of 3 years w.e.f. 1st July, 2009 on the following remuneration:

## **BASIC SALARY**

Rs. 2,50,000/- per month.

## **PERQUISITES AND ALLOWANCES:**

### **Housing:**

- a) The expenditure incurred by the Company on hiring unfurnished accommodation will be subject to a ceiling of 30% of the basic salary on monthly basis.
- b) In case no accommodation is provided by the Company, entitlement to house rent allowance subject to ceiling laid down in (a) above.

### **Medical Reimbursement**

Expenses actually incurred for self and family.

### **Leave Travel Concession**

For self and family once in a year upto one month basic.

### **Club Fees**

Fees of Clubs inclusive of admission and life membership fee subject to a maximum of two clubs.

### **Medical Insurance premium as per policy of the Company**

### **Personal Accident Insurance**

Personal Accident Insurance as per the policy of the company

### **Entertainment Expenses**

Reimbursement of entertainment expenses on actual basis incurred during the course of the business.

### **Facilities**

Car with chauffeur for official use, telephones, Internet and fax facility at residence for official work. These will not be considered as perquisites.

### **BONUS**

Bonus equivalent to one month basic salary.

And other benefit/amenity/facility as may be prescribed to be payable from time to time in accordance with the Policy of the Company

**Retiral Benefits as per policy of the Company not to be included in the ceiling of overall remuneration as provided under Schedule XIII to the Companies Act, 1956 :**

- Contributions by the Company to Provident Fund, Superannuation Fund so far the same is not taxable under the provisions of Income Tax Act, 1961.
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
- Leave accumulated upto one month leave in a year to be encashed at the end of the tenure.



# AMD Industries Limited



"RESOLVED FURTHER THAT where in any financial year the company has no profits or inadequate profits, the total remuneration payable to Mr. Adit Gupta, Whole Time Director by way of salary, house rent allowance, perquisites, benefits, bonus and in any other form, shall not exceed the maximum limits specified in Part-II of Schedule XIII of the Companies Act, 1956."

9. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to provisions of Section 314(1) and the other applicable provisions of the Companies Act, 1956, the appointment of Ms. Vidhi Gupta as Manager - Business Development w.e.f. 1st November 2008 be and is hereby approved and ratified on a total monthly emoluments for an amount not exceeding Rs.49000/- p.m.

RESOLVED FURTHER THAT Ms. Vidhi Gupta shall also be entitled for other retirement benefit as per policy of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to write, sign, execute such papers, documents as may be required for the purpose aforesaid and to do all such acts deeds thing as may be required for the purpose of giving effect to this resolution."

For and on behalf of the Board

Place : New Delhi  
Date : 28<sup>th</sup> July, 2009

Sd/-  
**Raj Kumar Gupta**  
Company Secretary

## NOTES:

1. A MEMBER IS ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM SHOULD, HOWEVER, REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE COMMENCEMENT OF THE MEETING.
2. Corporate Members, intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. The relative Explanatory Statement pursuant to section 173(2) of the Companies Act, 1956 in regard to the Special Businesses set out in item no. 5 to 9 above together with the relevant details are annexed thereto.
4. The Register of Members and Share Transfer Books, in respect of Equity Shares of the Company, will remain closed from 19<sup>th</sup> September 2009 to 23<sup>th</sup> September 2009 (Both days inclusive).
5. Members are requested to bring their attendance slip along with their copy of annual report to the Meeting.
6. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio Numbers on the Attendance slip for attending the meeting.
7. In case of joint shareholders attending the Meeting, only such holder whose name appears first in the Register of Members will be entitled to vote.
8. Relevant documents referred to in the accompanying Notice are open for inspection at the registered office of the company on all working days, between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.
9. Members who hold shares in physical form in multiple folios, in identical names or joint accounts in the same order of names are requested to send the share certificates to the company's Registrar and Transfer agents, M/S Bigshare Services Private limited for consolidation into a single folio.

## EXPLANATORY STATEMENT IN PURSUANCE TO SECTION 173(2) OF THE COMPANIES ACT, 1956

### Item no. 5:

Mr. Prabhat Krishna was co-opted as an Additional Director of the Company with effect from 30<sup>th</sup> June 2009, pursuant to Section 260 of the Companies Act, 1956, read with Article 117 of the Articles of Association of the Company.



## AMD Industries Limited

In terms of section 260 of the Companies Act, 1956 and the Articles of the Association of the Company he holds the office only upto the date of this Annual General Meeting.

Pursuant to Section 257 of the Companies Act, 1956 a notice has been received from a member of the Company along with a deposit of Rs. 500/- proposing the candidature of Mr. Prabhat Krishna for the office of Director.

The Board of Directors feels that the continued presence of Mr. Prabhat Krishna on the Board is desirable and would be beneficial to the Company and hence recommend the Resolution No. 5 for adoption.

Mr. Prabhat Krishna does not hold any shares in the Company.

None of the Directors other than Mr. Prabhat Krishna are interested or concerned in the Resolution. A brief profile of Mr. Prabhat Krishna has been provided in the report on Corporate Governance.

### **Item no. 6, 7 & 8:**

AMD Industries Limited is the growth story of three generation Gupta family who have put in all their best efforts to pull the Company to this level. These are continuous efforts of Mr. Harswarup Gupta as the Chairman, Mr. Ashok Gupta as the Managing Director and Mr. Adit Gupta as the Whole Time Director that the mile stone set in of reaching turnover target of Rs. 100 Crores is very near to achieve. Infusion of 3<sup>rd</sup> generation blood Mr. Adit Gupta in the Company seemingly opened up new doors of global horizons for the Company. Company did well in the exports area and expects to do even better in the years to come.

Since Mr. Harswarup Gupta, Mr. Ashok Gupta and Mr. Adit Gupta are actively managing the day-to-day affairs in the executive positions of Chairman, Managing Director and Whole Time Director respectively, their presence being deemed essential for the overall benefits of the Company, they re appointed for a further term of 3 years w.e.f. 1<sup>st</sup> July, 2009. The Board since its approval in its meeting held on 30<sup>th</sup> June, 2009 post the approval of the Remuneration Committee at its meeting held on 30<sup>th</sup> June, 2009 proposes the Resolutions at Item No. 6, 7 & 8 for the approval of the shareholders of the Company for the reappointment of Mr. Harswarup Gupta as the Executive Chairman for a further period of 3 years commencing from 1<sup>st</sup> July, 2009 till 30<sup>th</sup> June, 2012, Mr. Ashok Gupta as the Managing Director for a further period of 3 years commencing from 1<sup>st</sup> July, 2009 till 30<sup>th</sup> June, 2012 and Mr. Adit Gupta as the Whole Time Director for a further period of 3 years commencing from 1<sup>st</sup> July, 2009 till 30<sup>th</sup> June, 2012 on the terms and conditions as given in resolutions. The terms of appointment as embodied in the resolutions may be considered as an abstract pursuant to section 302 of the Act

Mr. Harswarup Gupta, Mr. Ashok Gupta, & Mr. Adit Gupta may be deemed to be interested in the resolutions. None of the other Directors of the Company are in any way concerned or interested in the resolutions.

The General Information as per schedule XIII part B is annexed herewith.

### **Item no. 9:**

Ms. Vidhi Gupta, daughter of Mr. Ashok Gupta, Managing Director of the Company, after completion of her Bachelor of Business Administration from Kelley School of Business Administration, Indiana, Bloomington, joined the Company as Manager Business Development w.e.f. 1st November 2008 on a monthly remuneration not exceeding of Rs.49,000/- p.m. Pursuant to the provision of Section 314(1) of the Companies Act, 1956 and other applicable provisions, if any, the appointment of Ms. Vidhi Gupta being the relative of Mr. Harswarup Gupta, Mr. Ashok Gupta and Mr. Adit Gupta, is proposed for the approval of the shareholders of the Company by way of Special Resolution.

Mr. Harswarup Gupta, Mr. Ashok Gupta, & Mr. Adit Gupta may be deemed to be interested in the resolution. None of the other Directors of the Company are in any way concerned or interested in the resolution.

For and on behalf of the Board

Place: New Delhi  
Date: 28<sup>th</sup> July, 2009

Sd/-  
**Raj Kumar Gupta**  
Company Secretary



# AMD Industries Limited



## GENERAL INFORMATION AS PER SCHEDULE XIII PART B TO BE ANNEXED WITH THE EXPLANATORY STATEMENT

| SL. NO.   | PARTICULARS REQUIRED                                                                                                                                | INFORMATION SUBMITTED                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>I</b>  | <b>GENERAL INFORMATION</b>                                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 1.        | NATURE OF INDUSTRY                                                                                                                                  | Apart from the Packaging Business the company is also authorized to do business in Textile, Real Estates and other Businesses as appended in the Main Objects. The Company has not yet generated revenues from the Textile and Real Estates Businesses. The packaging business of the Company is a seasonal business.                                                                                                                                                                                                                                                                                                          |
| 2.        | DATE OR EXPECTED DATE OF COMMENCEMENT OF COMMERCIAL PRODUCTION                                                                                      | The company has started commercial production in the year 1985.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 3.        | IN CASE OF NEW COMPANIES, EXPECTED DATE OF COMMENCEMENT OF ACTIVITIES AS PER PROJECT APPROVED BY FINANCIAL INSTITUTIONS APPEARING IN THE PROSPECTUS | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| 4.        | FINANCIAL PERFORMANCE BASED ON GIVEN INDICATORS                                                                                                     | As per Annexure-I                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| 5.        | EXPORT PERFORMANCE AND NET FOREIGN EXCHANGE COLLABORATIONS                                                                                          | As per Annexure-II                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| 6.        | FOREIGN INVESTMENT OR COLLABORATORS, IF ANY                                                                                                         | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>II</b> | <b>INFORMATION ABOUT THE APPOINTEES:</b>                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| A         | MANAGING DIRECTOR                                                                                                                                   | MR. ASHOK GUPTA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 1         | BACKGROUND DETAILS                                                                                                                                  | <b>Mr. Ashok Gupta</b> aged about 56 years is son of Shri Harswarup Gupta and is a Director of the company. He is also the Managing Director of AMD Industries Limited. Mr. Ashok Gupta is a Bachelor of Science Graduate and possesses an experience of more than 31 years in industrial and commercial activities.                                                                                                                                                                                                                                                                                                           |
| 2         | PAST REMUNERATION                                                                                                                                   | As per annexure-III                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 3         | RECOGNITION OF AWARDS                                                                                                                               | <b>Mr. Ashok Gupta have been awarded with Samman Patra by the Income Tax Department for paying highest Individual income Taxes for the year assessment between 1994-1995 to 1998-1999.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 4         | JOB PROFILE AND SUITABILITY                                                                                                                         | Mr. Ashok Gupta commenced business in the year 1974 by setting up a unit under the name and style of Shyam Industries to manufacture pilfer proof Aluminum caps mainly used by liquor industry. <b>Mr. Ashok Gupta</b> is widely traveled person and has attended many prestigious seminars and exhibitions in India and abroad including <b>Inter Pack and Metpack Dusserdorf, Germany, Pet Exhibition- Munich. He also participated as a Guest Speaker on the subject "The Growing Trends of Pet Industry in Asia Pacific Market"</b> organized in Germany by <b>PET PLANET</b> , one of the World's most read PET magazine. |
| 5         | REMUNERATION PROPOSED                                                                                                                               | As per annexure-III                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 6         | COMPARITIVE REMUNERATION PROFILE WITH RESPECT TO INDUSTRY, SIZE OF THE COMPANY AND PROFILE OF THE POSITION AND PERSON                               | Information not available                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |

# AMD Industries Limited



|          |                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|----------|------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 7        | PECUNIARY RELATIONSHIP DIRECTLY OR INDIRECTLY WITH THE COMPANY, OR RELATIONSHIP WITH THE MANAGERIAL PERSONNEL, IF ANY. | Mr. Ashok Gupta is son of Mr. Harswarup Gupta, Executive Chairman and father of Mr. Adit Gupta, Wholetime Director.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>B</b> | <b>MR. HARSWARUP GUPTA</b>                                                                                             | EXECUTIVE CHAIRMAN                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 1        | BACKGROUND DETAILS                                                                                                     | <b>Mr. Harswarup Gupta</b> aged about 80 years is one of the founder promoters of the AMD Group. He is the Executive Chairman of <b>AMD Industries Limited</b> .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 2        | PAST REMUNERATION                                                                                                      | As per annexure-III                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 3        | RECOGNITION OF AWARDS                                                                                                  | <b>Mr. Harswaroop Gupta have been awarded with Samman Patra by the Income Tax Department for paying highest individual income Taxes for the year assessment between 1994-1995 to 1998-1999.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| 4        | JOB PROFILE AND SUITABILITY                                                                                            | He has been associated with the packaging industry for more than 48 years. He started his new glass bottles trading business in Calcutta in the year 1958 in name and style of Ashoka Sales Agency.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 5        | REMUNERATION PROPOSED                                                                                                  | As per annexure-III                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 6        | COMPARITIVE REMUNERATION PROFILE WITH RESPECT TO INDUSTRY, SIZE OF THE COMPANY AND PROFILE OF THE POSITION AND PERSON  | Information not available                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| 7        | PECUNIARY RELATIONSHIP DIRECTLY OR INDIRECTLY WITH THE COMPANY, OR RELATIONSHIP WITH THE MANAGERIAL PERSONNEL, IF ANY. | He is father of Managing Director, Mr. Ashok Gupta and grand father of Wholetime Director, Mr. Adit Gupta                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>C</b> | <b>WHOLETIME DIRECTOR</b>                                                                                              | MR. ADIT GUPTA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| 1        | BACKGROUND DETAILS                                                                                                     | <b>Mr. Adit Gupta</b> aged 30 years is son of Shri Ashok Gupta. He completed his B.Sc. in Chemical Engineering stream from Virginia, USA and MBA from Boston, USA. Mr. Adit Gupta has been involved with business development and promotion function of AMD Industries Limited since 1999. In the year 1999 he underwent a training course at <b>Sacmi, Italy</b> to get first hand experience of beverage packaging trends and know-how in plastics and crowns manufacturing.                                                                                                                                                                                                              |
| 2        | PAST REMUNERATION                                                                                                      | As per annexure-III                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 3        | RECOGNITION OF AWARDS                                                                                                  | —                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 4        | JOB PROFILE AND SUITABILITY                                                                                            | <b>Mr. Adit Gupta</b> was actively involved as a team leader for implementation of company's expansion and diversification projects of PET and Plastic closures in the year 2002 and 2003. He later went to Boston for his MBA degree course and during that MBA program he attended Kortec Seminar. Kortec is a leading technology company is Barrier PET Preforms for Beer operations. He is one of the promoters directors of the company and looks after business development function of the company. Mr. Adit has contributed a lot in initializing the process of diversification into Textile, Real Estates and other businesses. Exports also got a boost because of his presence. |
| 5        | REMUNERATION PROPOSED                                                                                                  | As per annexure-III                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 6        | COMPARITIVE REMUNERATION PROFILE WITH RESPECT TO INDUSTRY, SIZE OF THE COMPANY AND PROFILE OF THE POSITION AND PERSON  | Information not available.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |