Annual Report 2013-2014



**AMD Industries Limited** 





# **OUR VISION**

To take on high growth track by establishing a strong and a supportive link in the total supply chain manegement of our associates.

# **QUALITY POLICY**

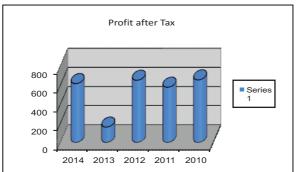
We at AMD are committed to control and improve quality, cost and delivery performance through continual improvement of the quality management. We shall increase our market share year after year through improving customer satisfaction.

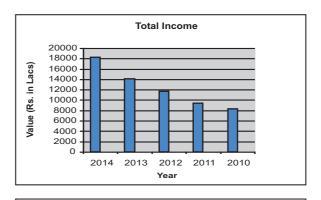
# **FINANCIAL INDICATORS FOR PAST 5 YEARS**

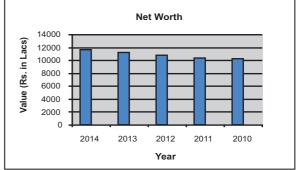
(RS. IN LACS)

PARTICULARS		YEAR ENDED 31ST MARCH						
	2014	2013	2012	2011	2010			
TOTAL INCOME	18344.11	15826.37	18269.84	14051.00	11691.08			
PBDIT	2845.76	1838.22	2872.88	2537.60	2451.63			
PBT	929.67	226.15	1036.88	769.28	1080.13			
Provision for taxation								
Current	280.00	117.05	330.00	180.00	285.43			
Deferred	62.74	-31.65	24.03	19.70	161.45			
PAT	614.6	159.03	650.32	577.32	654.39			
Cash Profit <sup>^</sup>	1487.64	986.93	1412.85	1300.26	1215.60			
Fixed Assets								
Gross Block including Capital WIP	15,485.30	13793.77	12829.16	12741.94	12044.35			
Net Block	8,771.09	8692.73	8548.77	9186.14	9206.32			
Equity Share Capital	1916.67	1916.67	1916.67	1916.67	1916.67			
Reverses & Surplus	10044.22	9630.10	9671.55	9243.99	8890.91			
Networth	11960.89	11546.77	11588.22	11160.66	10807.58			
EPS (Rs.) (Annualized)	3.21	0.83	3.39	3.01	3.41			
Cash EPS (Rs.) (Annualized)	7.76	5.15	7.37	6.78	6.34			
Book Value per share (Rs)	62.40	60.24	60.46	56.39	54.14			
^Net of Deferred Tax Liability								











# **CORPORATE INFORMATION**

# **BOARD OF DIRECTORS**

irman
e Chairman
aging Director
ependent Director
ependent Director
ependent Director

#### **KEY MANAGERIAL PERSONNEL**

Adit Gupta	-	Managing Director
Alok Kumar Das	-	Chief Financial Officer w.e.f. 06.08.2014
Prakash Prusty	-	Company Secretary & Compliance Officer

#### **REGISTERED OFFICE**

18, Pusa Road, 1st Floor, Karol Bagh, New Delhi-110 005 Tel.: 91-11-46830202 Fax : 91-11-28753591 Email : amdgroup@amdindustries.com Url : www.amdindustries.com

#### MANUFACTURING UNITS

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

## SUBSIDIARY COMPANIES

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

### BANKERS

State Bank of India Punjab Natiional Bank Union Bank of India Kotak Mahindra Bank State Bank of Bikaner & Jaipur HDFC

# INTERNAL AUDITORS

#### Financial Year 2014-15

Gupta Vivek & Co. Chartered Accountants 882, Gulab Sadan, Gali Beri Wali Kucha Pati Ram, Sitaram Bazar, Delhi-110006

### Financial Year 2013-14

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

#### STATUTORY AUDITORS

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

#### SECRETARIAL AUDITORS

M/s AGG & Associates Company Secretaries 21/16, 2nd Floor, West Patel Nagar New Delhi - 110008

#### **REGISTRAR & SHARE TRANSFER AGENTS**

Head Office: Bighshare Services Pvt. Ltd. E-2/3, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Mumbai - 400 072 Tel. : +91-22-28470652 Fax: +91-22-28525207

#### **Branch Office**

4-E/8, First Floor, Jhandewalan Ext., New Delhi-110055 Tel. : 011-23522373

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# DIRECTORS' REPORT

#### Dear Shareholders,

Your Directors are pleased to present the 31<sup>st</sup> Annual Report together with audited accounts for the financial year ended 31<sup>st</sup> March 2014.

### **Financial Results**

The financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2014 is summarized below:

(Rs. In Lac				
Particulars	Financial Year 2013-14	Financial Year 2012-13		
Revenue from Operations (net of excise duty)	18295.87	15714.76		
Other Income	48.24	111.60		
Total	18344.11	15826.37		
Profit from operations before Financial Costs, Depreciation, Exceptional Items & Tax Expenses	2845.75	2063.49		
Financial Costs	1041.56	1010.32		
Profit before Depreciation, Exceptional Item & Taxation	1804.19	1053.17		
Depreciation	873.03	827.90		
Profit before Exceptional Items and Tax Expenses	931.16	226.07		
Exceptional Items	(1.49)	.09		
Profit before Tax	929.67	226.15		
Less: Tax Expenses	315.06	67.12		
Net Profit for the year / Amount available for Appropriation	614.60	159.03		
Appropriations:				
General Reserve	Nil	Nil		
Dividend on Equity Shares	172.50	172.50		
Tax on Dividend	27.98	27.98		
<b>Balance Carried to Balance Sheet</b>	414.12	-41.45		
TOTAL	614.60	159.03		

### Operations

During the year under review your Company registered total revenue of Rs.18344.11 Lacs as compared to previous year's turnover of Rs.15826.37 Lacs a growth of 15.91% over the previous year. The Net Profit is at Rs.614.60 Lacs as compared to Rs.159.03 Lacs in the previous year, which shows an increase of 286.47% from previous year.

### Packaging business

The rise in profit is mainly due to increase in volume in all its products. There is increase in volume of more than 7% against last year in Crowns. The Closures have grown at more than 7% higher than last year and there is a increase in sales in PET Performs of more than 16% against last year.

### Real Estate Business

The real estate market of the country has been showing stagnant growth. The company through its subsidiary AMD Estates & Developers Private Limited is developing a Commercial Complex at Sector-114, Gurgaon, Haryana in collaboration with VSR Infratech Private Limited, New Delhi. The development of this project is progressing well. During the year under review, the company has received revenue of Rs.380.57 lacs from this project.

# Dividend

Your Directors are pleased to recommend a dividend of Re. 0.90 (Ninety Paise Only) per equity share of face value of Rs.10/- each for the financial year 2013-14.

#### **Fixed deposits**

During the financial year 2013-14, your Company has not invited or accepted any deposits from the public within the meaning of provisions of Section 58A of the Companies Act, 1956.

#### Directors

The Board in its meeting held on 7<sup>th</sup> February 2014 appointed Mr. Ashok Gupta as Whole-time Director of the Company for a period of three years with effect from 01.04.2014. The Board also elected/appointed him as Vice-Chairman with effect from 7<sup>th</sup> February 2014. The Board further in its meeting dated 7<sup>th</sup> February 2014 appointed Mr. Adit Gupta as Managing Director of the Company for a period of three years with effect from 01.04.2014.

According to the provisions of section 149 of the Companies Act 2013, an independent director can hold office for a term upto five consecutive years on the Board of the company and such independent directors shall not be liable to retire by rotation. Further, as per section 152 of Companies Act 2013, at least two-third  $(2/3^{rd})$  of the total number of directors (other than independent directors) shall be liable to retirement by rotation. The second proviso to section 149(1) of the Companies Act, 2013 requires the company to appoint a woman director on its Board.

Accordingly, in terms of above provisions and Articles of Association of the company, following directors shall be subject to appointment / reappointment at the ensuing annual general meeting of the company:

- Mr. Ashok Gupta, Vice Chairman & Whole-time Director of the Company retires by rotation and being eligible offers himself for reappointment.
- 2. Mr. Mahi Pal Ahluwalia and Mr. Prabhat Krishna are proposed to be appointed as Independent Director for a term of 5 years with effect from the date of ensuing annual general meeting of the company.
- 3. Ms. Shubha Singh is proposed to be appointed as independent director for a term of 2 years with effect from the date of ensuing annual general meeting of the company.
- 4. Mr. Adit Gupta as Managing Director and Mr. Ashok Gupta as Whole-time Director.

## Auditors & Auditor's Report

The Statutory Auditors of the Company M/s. Suresh & Associates, Chartered Accountants, New Delhi retire at the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept office of Statutory Auditors of the Company, if reappointed. The Board of



Directors recommend to the shareholders for their approval as the Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting until the conclusion of the next Annual General Meeting.

The financial statements, as referred to in the Auditor's Report, are self explanatory and therefore do not require further comments and explanations.

#### **Cost Auditors and Cost Audit Report**

Pursuant to the Order No. F No, 5/26/CAB-2010 dated 24<sup>th</sup> January, 2012 of Ministry of Corporate Affairs, GOI, which made it mandatory for the Company to get its Cost Accounting Records audited for each financial year by a Cost Accountant, the Company had appointed M/s Aggrawal Ashwani K. & Associates, Cost Accountants, New Delhi for carrying out the audit of cost accounting records of the Company for F.Y. 2013-14. The Board in its meeting held on 08.08.2013 adopted the Cost Audit Report for FY 2012-13. The Cost Audit Report was filed with the Central Government on 29<sup>th</sup> September 2013. The Board in its meeting dated 28.05.2014 appointed M/s Aggrawal Ashwani K. & Associates, Cost Accountants, as Cost Auditors of the Company for F.Y. 2014-15 at a fee of Rs.1,10,000/- subject to ratification of the said fee by the shareholders at the ensuing annual general meeting.

#### Secretarial Audit and Secretarial Audit Report

In line with the high standards of corporate governance, the company voluntarily got Secretarial Audit conducted from M/s AGG & Associates, Company Secretaries, New Delhi for the financial year 2013-14. The Secretarial Audit Report issued by M/s AGG & Associates is provided in the Annual Report.

#### **Directors' Responsibility Statement**

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956, with respect to Directors Responsibility Statement, it is hereby confirmed:

- that in the preparation of Annual Accounts for the financial year 2013-14, the applicable Accounting Standards have been followed along with proper explanations relating to material departures, if any;
- b. that the directors have selected such accounting policies and applied them consistently and made judgments & 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 31<sup>st</sup> March, 2014 and of the profit or loss of the Company for that period;
- c. that the directors had taken proper & sufficient care for the maintenance of adequate accounting records in accordance with the provisions of The Companies Act, 1956, for safeguarding the assets of the Company and for preventing & detecting the fraud and other irregularities;
- d. that the directors had prepared the Annual Accounts for the financial year 2013-14 on a "going concern basis".

#### **Subsidiary Companies**

In pursuant to Circular No. 5/12/2007-CL-III dated  $8^{th}$  February, 2011 of The Ministry of Company Affairs, Government of India, the Board has

granted general exemption under Section 212(8) of the Companies Act, 1956, from attaching the financial statements of its subsidiaries to the Company's annual report. Further as required under the said Circular, the Company undertakes that the annual accounts of its subsidiary companies and the related detailed information shall be made available to the shareholders of the holding and subsidiary companies seeking such information at any point of time. The annual accounts of the subsidiary companies shall also be kept for inspection by any shareholders in the Head Office of the Company at Delhi and of subsidiary companies concerned. Further, the separate audited accounts of the subsidiaries shall be available on the website of the company www.amdindustries.com.

#### **Corporate Governance**

Your Company reaffirms its commitment to the good corporate governance practices. The Reports on the Corporate Governance and Management Discussion & Analysis as required pursuant to Clause 49 of the Listing Agreement form an integral part of this report and are set out as separate sections to this annual report. A Certificate from the Auditors of the Company, certifying compliance of conditions of Corporate Governance as stipulated in Clause 49 of the listing agreement, is annexed with the Report on Corporate governance.

#### Listing

The shares of your Company are listed at Bombay Stock Exchange Limited, Mumbai and National Stock Exchange of India Limited, Mumbai.

#### Particulars of Employees

Particulars of Employees required to be furnished under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended, are set out in **Annexure A** to this report.

# Conservation of Energy, Technology Absorption, Foreign Exchange Earnings & Outgo

Information pursuant to Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 pertaining to the conservation of energy, technology absorption, foreign exchange earnings & outgo are set out in **Annexure B** to this report.

#### Acknowledgement

Your Directors take this opportunity to express their sincere appreciation of the cooperation and support extended by the Shareholders, Bankers, Financial Institutions, Government Departments, Regulatory Bodies, Customers and other Business Constituents during the year under review.

Your Directors wish to place on record their appreciation for the committed services of the executives, staff and workers of the Company.

On behalf of the Board of Directors

Place: New Delhi Date: 05.08.2014 Harswarup Gupta Chairman

Annexure A

Information pursuant to Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975

Details of employees drawing remuneration of equal or more than Rs.5 lakh per month or Rs.60 lakhs per annum during the financial year 2013-14:

Name of the Employee	Age (Yrs.)	Age Designation (Yrs.) (Nature of Duty)	Remuneration (Rs.)	Qualification	Experience Date of (in years) Employ	Experience Date of [in years]	Previous Employment, Post held & Period	Nature of Duties
Mr. Harswarup Gupta	85	Chairman – Whole time Director	1,20,00,000/-	Graduate	52	17.12.1983	Own Business	Managerial
Mr. Ashok Gupta	61	Vice Chairman – Whole time Director	1,00,44,988/-	B.Sc. (Hons.)	35	17.12.1983	Own Business	Managerial
Mr. Adit Gupta	35	Managing Director	1,00,39,600/-	B.Sc. (Chemical Engineering),MBA (Finance)	4	14.11.2005	Own Business	Managerial

Mr. Harswarup Gupta, Mr. Ashok Gupta and Mr. Adit Gupta are relatives, holds more than 2% shareholding each in the company. 

ii. Employments of aforesaid officials are on contractual basis with the approval of shareholders.

Remuneration includes salary, allowance, commission and monetary value of all perquisites as valued under Income Tax Act & Rules thereunder. Ξ





Annexure - E

Information pursuant to Section 217(1)(e) of the Companies Act, 1956 read with Rule 2 of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988

#### A. CONSERVATION OF ENERGY:

#### a. Energy Conservation measures taken:

The company installed a new 33 KVA electricity connection in its Ghaziabad Plat to stop the frequent power break down. The new electricity connection helped in substantial reduction in consumption of diesel.

#### b. Additional investment and proposals, if any, being implemented for reduction of Energy consumption:

The company invested apprx. Rs.1.51 crore for the above mentioned electricity connection.

### c. Impact of the measures at (1) and (2) above for reduction of energy consumption and consequent impact of production of goods:

The cost of energy consumption per unit rate has come down by 0.50 paise per unit i.e. almost saving of Rs.1 crore per annum by way of reduction in both per unit cost and diesel consumption. Further, there is a reduction in wastage of resins for manufacturing of Preforms and Closures thereby apprx. saving of Rs.15 lacs to Rs.20 las per annum. Increase in productivity & efficiency.

d. Total Energy consumption and energy consumption per unit of production as per Form A of the Annexure. N.A.

#### B. TECHNOLOGY ABSORPTION :

e. Efforts made in technology

Research & Development (R & D)

1. Specific areas in which R & D is carried out by the Company

The company is a technology driven company and need not do specific inhouse R & D efforts for its manufacturing.

#### 2. Benefit derived as a results of the above R & D

N.A.

#### 3. Future Plan of action

N.A.

#### 4. Expenditure on R & D

(Rs. / Lacs)

(Rs. / Lacs)

		2013-14	2012-13
a)	Capital	NIL	NIL
b)	Recurring	NIL	NIL
c)	Total	NIL	NIL

d) Total R & D expenditure as a percentage of total turnover is nil (previous year Nil)

#### Technology Absorption, Adaptation and Innovation:

The Company believes that technological obsolescence is practical reality. We imported a new plant for Rs.6.90 crore for increasing the production of Preforms. Further, we invested in new equipments like mould stack which helps in reduction in weight of products without compromising on quality of products. This also helps in reducing the carbon foot print in Performs & Closures. We also explore new design to further reducing the wastage in our products.

#### C. Foreign Exchange Earnings and Outgo

f. Activities relating to export; initiative taken to increase exports; development of new export markets; and export plans:

Company has been continuously making efforts to increase its export. We are exploring new geographies, new markets, new clients for expanding our business.

#### g. Total Foreign Exchange used and earned.

			(11017) 2000)
		2013-14	2012-13
i.	Foreign Exchange Earnings:		
	Export of Goods (FOB basis)	1372.10	1284.27
	Total	1372.10	1284.27
ii.	Foreign Exchange Outgo :		
	Commission	14.98	13.20
	Others (Travelling Expenses etc)	26.63	35.54
	Total	41.61	48.74



# MANAGEMENT DISCUSSION AND ANALYSIS

# Industry Structure & Developments

# Packaging

The soft drinks packaging offering in India has seen a remarkable change, from the ordinary multi-serve presentations found through all soft drinks categories to smaller 'on the go' packs, and even larger 'family packs'. India's tropical summer favours 'on the go' consumption and most still drinks are sold in portion packs or unpackaged on the street due to lack of penetration into the key small kiosks on side roads. The interesting trend is however, within the growing packaged sector; family packs are gaining share, indicating higher retail sales. Indeed, as filling PET bottles now requires lower investment and is more economical than cartons, family packs are getting more popular.

Producers are also now seeing the benefits of investing in their packaging supply, with companies opening up PET (Poly Ethylene Terephthalate) packaging lines in the carbonates category. Innovation in packaging, at both ends of the spectrum, is helping drive soft drinks growth. With further diversification inevitable, beverage packing within the Indian market warrants a close eye. Plastic Packaging has become an essential to the world and the global trend has emerged to produce Hi-Tech & sophisticated plastic packaging.

# Real Estate

The real estate sector has been showing sluggish growth. The development of commercial complex by Company's subsidiary AMD Estates & Developers Private Limited at Sector 114, Gurgaon, Haryana is progressing slowly. However, with new government in place, the market sentiments are upbeat. The company is expecting revival of the real estate sector in the coming months.

# Segment-wise or product-wise performance

# Crowns caps

Your Company manufactures Crown Caps which are mainly used as metallic closures for various edible items packed in glass bottles e.g. Carbonated Soft Drinks, Fruit Juices, Milk products, Beer etc. The use of glass bottles has been seen steady or little bit de-growth whereby the use of Returnable Glass Bottle (RGB) has been seen in reducing trends. Due to which crown market has been recording a sharp negative growth as a packaging item. Though the export has declined sharply in this year, the efforts are being continued to increase the share of exports by finding new markets abroad.

Your company, however, remained one of the dominant players in the crown caps market having approx. 15% market share during the year under review. The Beer industry is growing by apprx. 12% per annum and the company is getting major markets share in this segment and expects the increase in sales in domestic market in the coming years.

# PET

Beverages Industry in PET segment is growing at about 15% per annum whereas Beer Industry is growing by apprx. 12% per annum.

The plastic closure market has been continuously getting its momentum due to increased usage of PET Bottles. The organized market is still dominated by the CSD but it is expected that other usage will also form significant share of the over all market.

The demand of plastic closures will increase in segments where PET Bottles are gaining foothold as packaging media like water, juices, edible oil etc.

With the expansion by putting up of one line of Preform at works at Neemrana, Rajasthan, the Company's market share in this segment has also increased after its adding of one new line. Now, for year 2015, the company is working to set up 7<sup>th</sup> PET platform line and it will further increase the production capacity of the Company.



# **Outlook, Opportunities & Threats, Risk and Concerns**

The Overall Beverage Packaging Industry is growing at over 12% per annum. The continued trend of shifting customer base from glass bottles to PET Bottles is being seen in a positive note.

The usage of PET Bottles shows an increasing trend in products like edible oil, personal care products, pharmaceuticals and confectioneries. The usage of PET Bottles in Alcoholic Beverages Industry is also on the rise. The Company is looking to new market segments such as fruit juices, milk products, edible oil etc. and other cosmetics items. The company therefore expects development of new market segments in the coming years with continuous efforts in this direction. With increase utility of PET, the crown cap segment is feeling the pinch. For improving Crown Caps market share, the company is aggressively tapping new beer markets.

Increase in raw material cost and pressure on margins have a bearing on the profitability of packaging industry in totality. The Company is likely to be affected by change in governmental policies related to usage of end products.

However, the Company has established itself as quality supplier to its clients and is accepted as reliable player in the industry thereby not only retaining its base but increasing it as well.

# **Financial Performance**

During the year the Company registered total revenues of Rs.18344.11 Lacs as compared to previous year's turnover of Rs.15826.37 Lacs a growth of 15.91% over the previous year. The Net Profit is at Rs.614.60 Lacs as compared to Rs.159.03 Lacs in the previous year, an increase of 286.47% against previous year.

### Adequacy of Internal Control Systems

The Company has adequate internal control system commensurate with the size of the company. The Company has appointed M/s B.L. Khandelwal & Co., Chartered Accountants, New Delhi, as the Internal Auditor of the Company to carry out the internal audit of the activities of all the divisions of the Company at regular intervals. Their audit reports along with action taken reports thereon are reviewed by the Audit Committee of Directors.

# Material Development in Terms of Human Resources / Industrial Relations front, including number of people employed

Human Resources are considered to be a form of capital and wealth of the Company. It has been the focus of the management to improve and expand the contribution of its human resources towards attainment of organizational goals and values. The growth of the Company and improvement in the systems has been sustained by the active involvement of the employees with the Management. The technical expertise of the Management has been shared with the employees at the works, which keeps them motivated to meet and surpass the set targets. The company employed 220 On Roll employees during the year.

### **Cautionary Statement**

Statement in the Management Discussion & Analysis, describing the Company's objectives, projections and estimates are forward looking statements and progressive within the meaning of applicable laws and regulations.

Actual results may vary from those expressed or implied, depending upon the economic conditions, Government policies and other incidental factors.



# **REPORT ON CORPORATE GOVERNANCE**

#### Company's Philosophy on Code of Corporate Governance

Corporate Governance is an integral part of values, ethics and best business practices followed by the Company. It envisages attainment of highest levels of transparency, accountability and equity in all facets of its operations and in all its interactions with its stakeholders, including shareholders, employees, lenders and the Government. The core values of the Company are:

- Commitment to excellence and customer satisfaction
- Maximizing long term shareholders worth
- · Socially valued enterprise and
- Caring for people and environment.

#### **Board of Directors**

The Board of Directors of the Company comprised of six Directors out of which, three are Promoter Directors and three are Independent Directors. Composition of the Board and category of Directors as on 31.03.2014 follows:

#### Composition of the Board

S.No.	Name of Director	Category		Attendance of meetings during 2013 -14 Directorships			No. of Chairmanship/ Membership in Committees Companies	
			Board Meetings	LastAGM	Private	Public	Chairmanship	Membership
1.	Mr. Harswarup Gupta	Chairman - Executive Director	1	Yes	3	1	Nil	Nil
2.	Mr. Ashok Gupta*	Managing Director- Executive Director	3	Yes	9	2	Nil	Nil
3.	Mr. Adit Gupta*	Jt. Managing Director- Executive Director	4	Yes	6	1	Nil	Nil
4.	Mr. Mahipal Ahluwalia	Independent Director- Non Executive	4	No	0	0	Nil	Nil
5.	Mr. Seshadri Ratnam	Independent Director- Non Executive	0	No	1	0	Nil	Nil
6.	Mr. Prabhat Krishna	Independent Director- Non Executive	4	No	1	1	2	Nil

\* Mr. Ashok Gupta was appointed as Whole Time Director and Mr. Adit Gupta as Managing Director with effect from 01.04.2014 by the Board of Directors in their meeting held on 07.02.2014 subject to approval of shareholders.

# Only Audit Committee and stakeholder Relationship Committee erstwhile shareholder grievance committee are considered.

During the year under review, the meeting of Board of Directors held four times on 28th May 2013, 08th August 2013, 12th November, 2013 and 7th February, 2014.

#### **Profile of Directors**

#### Mr. H. S. Gupta

Aged about 85 years is the senior most founder promoter and Director of the company. He has been associated with the packaging industry for more than 52 years. He started the glass bottles trading business in Calcutta in the year 1958 in name and style of Ashoka Sales Agency. He is the Executive Chairman of the Company. Mr. Harswarup Gupta is also running a charitable trust viz. **Shakuntala Gupta Trust** which is established for philanthropic activities. The Trust runs a high school at Village Kakore, Distt. Bulandshahar, Uttar Pradesh.

#### Mr. Ashok Gupta

Aged about 61 years is son of Shri Harswarup Gupta and a founder promoter director of the Company. He is the Vice Chairman & Whole-time Director of AMD Industries Limited w.e.f. 01.04.2014. He is a Bachelor of Science and enriched with an experience of more than 36 years in Industrial and Commercial activities. He commenced this 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.

Mr. Ashok Gupta has traveled widely and has attended many prestigious seminars and exhibitions in India and abroad including Inter Pack and Metpack Dusserdolf, Germany, Pet Exhibition- Munich. He also participated as a Guest Speaker on the subject "The Growing Trends of Pet Industry in Asia Pacific Market" organized in Germany by PET PLANET, one of the Worlds's most read PET magazines. He also attended textile exhibition in Singapore held in October 2005.

#### Mr. Adit Gupta

Aged about 35 years is the son of Shri Ashok Gupta. He has completed his B.Sc. in Chemical Engineering stream from Virginia, USA and MBA (Finance) from Boston, USA. Mr. Adit Gupta has been involved in business development and promotion function of AMD Industries Ltd. since 1999. In the year 1999, he underwent a training course at Sacmi, Italy to get first hand experience of beverage packaging trends and know-how in plastics and crowns manufacturing. He has joined the Board of AMD Industries Limited on 14-11-2005 as the Director of the Company & further subsequently appointed as Whole Time Director w.e.f. 14-06-2006. He has been reappointed as Joint Managing Director w.e.f. 01.04.2014.

Mr. Adit Gupta 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 in Barrier PET Preforms for Beer operations. He is one of the promoter directors of the company.

#### Mr. Mahipal Ahluwalia

Mr. Mahipal Ahluwalia is a Lawyer and having more than 36 years of experience in handling Legal cases both in High Court as well as in Supreme Court. He is Non-Executive Independent Director of the company.