

# **BOARD OF DIRECTORS**

R K RAJGARHIA Chairman & Managing Director

RLTOSHNIWAL

**KRGUPTA** 

S G RAJGARHIA

R R BAGRI

H R SHARMA Executive Director **AUDITORS** 

Chaturvedi & Co.

**BANKERS** 

Punjab National Bank State Bank of Bikaner & Jaipur

**HEAD OFFICE** 

2-Brabourne Road Kolkata - 700 001

**CORPORATE OFFICE** 

910, Chiranjiv Tower, 43, Nehru Place,

00,

New Delhi - 110 019

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F C GOEL

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## NOTICE TO THE MEMBERS

**NOTICE** is hereby given that the 33<sup>rd</sup> Annual General Meeting of the Members of APM Industries Limited will be held on **Saturday**, the **29**<sup>th</sup> day of **September**, **2007** at **11.30 A.M.**, at the Registered Office & Works of the Company at SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) to transact the following business: -

## **ORDINARY BUSINESS**

- To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2007, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
- 2. To declare a Dividend.
- 3. To appoint a Director in place of Shri S G Rajgarhia, who retires by rotation and being eligible, offers himself for re-appointment.
- 4. To appoint M/s Chaturvedi & Co., Chartered Accountants, who are eligible for re-appointment as Auditors of the Company and to fix their remuneration.

## SPECIAL BUSINESS

 To consider, and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution: -

"RESOLVED THAT pursuant to the provisions of Section 198, 269, 309 read with Schedule - XIII and all other applicable provisions of the Companies Act, 1956 consent of the Company be and is hereby accorded to the re-appointment of Shri H R Sharma, as Executive Director of the Company for a period of five (5) years w.e.f. March 1, 2007 upon the terms and conditions including remuneration as set out in the explanatory statement with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment so as not to exceed the limits specified in Schedule - XIII of the Companies Act, 1956 or any amendment thereto as may be agreed between Board of Directors and Shri H R Sharma".

Registered Office:

By Order of the Board

SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan)

New Delhi July 31, 2007 F C GOEL

Company Secretary

#### NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LATER THAN FORTY EIGHT (48) HOURS BEFORE THE MEETING.
- Explanatory statement as required Under Section 173(2) of the Companies Act, 1956 in respect of Items No.5 is Annexed.
- The Register of Members and Share Transfer Books of the Company shall remain closed from September 13, 2007 (Thursday) to September 20, 2007 (Thursday) (both days inclusive).
- 4. The Dividend, if declared, will be paid to those members whose names appear.
  - a) on the Register of Members as on September
     20, 2007 in respect of shares held in physical mode and
  - b) as Beneficial Owners as at the end of the business on September 12, 2007, as per the list to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in respect of the Shares held in electronic form.
- 5. Pursuant to Section 205C by the Companies (Amendment) Act, 1999 the Company has already transferred all unclaimed dividends upto the Financial Year 1998-1999 to the General Revenue Account of the Central Government and the amount of dividend for the financial year ended 31st March, 2000 and thereafter, which remain unpaid or unclaimed for a period of 7 years will be transferred to the Investor Education and Protection Fund of the Central Government on due dates.

Members who have not encashed the dividend warrants, so far for the financial year ended 31<sup>st</sup> March 2000 or any subsequent financial years are requested to make their claims. It may also be noted that once the unclaimed dividend is transferred to the Government, no claims shall lie in respect of such amount.

6. The Company's share capital had been dematerialized under ISIN "INE170D01017", with both the Depository i.e. NSDL and CDSL. Shareholders who have not dematerialized their shares may opt the same accordingly.

## ANNEXURE TO THE NOTICE

# EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 173(2) OF THE COMPANIES ACT, 1956

#### ITEM NO.5

Shri H R Sharma was appointed as Executive Director of the Company w.e.f. March 1, 2002 for a period of five years, which term expired on February 28, 2007. The Board at its meeting held on May 11, 2007 reappointed Shri H R Sharma as Executive Director of the Company for a further period of five years w.e.f. March 1, 2007 subject to the approval of members.

The principal terms and conditions governing the payment of remuneration of Shri H R Sharma w.e.f. March 1, 2007 are as under-

#### a) Salarv

- i. Rs.74,000/- (Rupees seventy four thousand only) per month in the scale of 74,000 4,000 90,000.
- Bonus/Exgratia as may be payable to Senior Executives of the Company but not exceeding 20% of basic salary.
- b) Perquisites

#### PART - A

i) Housing—Rent free furnished residential accommodation with free water, electricity and gas, the monetary value of which will be evaluated as per Rules 3 of the Income Tax Rules, 1962, OR In case own premises are occupied, then reimbursement of a sum which is fair and reasonable rent of such premises but not exceeding 60% of basic salary, OR If rented premises are occupied then reimbursement of the actual rent, taxes, repairs, maintenance etc., incurred in respect of the said premises, the total cost to the Company should not exceed 60% of the basic salary.

- ii) Medical Benefits for self and family Reimbursement of expenses actually incurred, the total cost to the Company shall not exceed one month salary per year or three months salary in a period of three years.
- Leave Leave and leave encashment as per rules of the Company.
- iv) Leave Travel Allowance/Concession For self and family once in a year in accordance with the rules of company.
- v) Club Fees Fees of clubs subject to a maximum of two clubs. This will not include admission and life member-ship fees.

#### PART - B

- i) Provident Fund The Company's contribution towards Provident Fund as per rules of the Company.
- ii) Gratuity Not exceeding half month salary for each completed year of service according to the Company's Scheme.

#### PART - C

- i) Conveyance The Company will provide to Shri H R Sharma, Executive Director, a Car with driver partly for official use and partly for private purpose. The Car provided for private purpose will be considered as perquisites as per Income Tax Rules.
- Telephone The company shall provide telephone at residence. Personal long distance telephone calls shall be billed by the company.

He shall not be paid any sitting fees for attending meetings of the Board of Directors or Committees thereof.

Shri H R Sharma being concerned is interested in the resolution. The Board recommends the proposed resolution for your approval.

#### ITEM NO. 3

# Details of the Director seeking reappointment in the forthcoming Annual General Meeting BRIEF RESUME OF DIRECTOR OFFERING FOR REAPPOINTMENT

Name of the Director

Date of Birth

Date of appointment

Qualification

Expertise in specific functional area

List of other Directorship held

Chairman/member of the Committee of the Board of Directors of the Company Chairman/member of the committee of

Directors of other companies.

Shri S G Rajgarhia

21.08.1946

26.07.2000

B. Tech. (Hons.) and S.M. (MIT)

Shri S G Rajgarhia is Managing Director of M/s Orient Abrasives Limited. He brings with him varied experience of more than 37 years.

- Orient Abrasives Limited
- Unifrax India Limited
- Autometers Alliance Ltd.
- Rajat Leasing Limited
- Madhushree Properties Pvt. Ltd.
- Rajgarhia Leasing & Financial Services (P) Ltd.
- Sheevam Township Pvt. Ltd.
- Suvidha Parklift Pvt. Ltd.
- Sheevam Biodiesels Pvt. Ltd.
- Mourya Realty Pvt. Ltd.

Audit Committee - Member.

#### **Orient Abrasives Limited**

- Share transfer committee Chairman
- Grievance Committee Member

Unifrax India Limited

Share transfer committee – Member

Autometers Alliance Ltd.

- Remuneration Committee Chairman
- Audit Committee Member

Registered Office:

SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) By Order of the Board

New Delhi July 31, 2007 F C GOEL Company Secretary

#### **DIRECTORS' REPORT**

#### TO THE MEMBERS

Your Directors have pleasure in presenting the 33<sup>rd</sup> Annual Report and Audited Accounts for the year ended on March 31, 2007.

FINANCIAL RESULTS		(Rs. in lacs)
200	06-2007	2005-2006
Gross Turnover	15883	15875
Gross Profit	1049	969
Less: -		•
Depreciation	550	545
Provision for Tax		
- Current Tax	63	40
- Deferred Tax	(7)	(23)
- Income tax related to earlier years	(7)	· •
Profit after tax	450	,407
Add: -		
Balance brought forward	2116	1733
Surplus available for appropriation	2566	2140
Appropriations:		
Proposed Dividend	22	. 22
Corporate Dividend Tax	3	3
- Balance carried forward	2541	2115
	2566	2140

#### **OPERATIONS**

Your Company has shown satisfactory results during the year under review. Net profit increased from Rs.407 lacs to Rs.450 lacs, with marginal increase in sales from Rs.15,875 lacs to Rs.15,883 lacs

## FUTURE PROSPECTS

The Company expects a further improvement in operations during the current year, as a result of its modernization cum expansion program. However, the operating results may be affected because of the uncertain market conditions on account of the appreciation in rupee. The production capacity will increase from 45440 to 53504 spindles during the current year.

### **EXPORTS**

Your Company's exports performance has improved substantially during the year. It has achieved an export turnover of Rs.1608.00 Lacs as against Rs.193.00 Lacs during the year 2005-06. The company hopes to further increase export turnover in the current year, and is also making efforts to enter into new markets.

## DIVIDEND

Your Directors are pleased to recommend a Dividend @ 5% on Equity Shares for the year ended on 31<sup>st</sup> March 2007 for consideration of the members at the forthcoming Annual General Meeting.

# CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.

The prescribed details as required under Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988, are annexed as **Annexure** – I to this Report.

#### PARTICULARS OF EMPLOYEES

The statement showing particulars of the employees as required under section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 (as amended), who were in receipt of remuneration equal to or exceeding Rs.24,00,000/- (Rupees Twenty Four Lacs only) per annum, if employed for the full year or Rs.2,00,000/- (Rupees Two Lacs only) per month, if employed for a part of the year are annexed as **Annexure** – II to this Report.

#### DIRECTORS' RESPONSIBILITY STATEMENT

In compliance of Section 217(2AA) of the Companies Act, 1956, your Directors confirm:

- That in the preparation of the annual accounts, the applicable accounting standards have been followed alongwith proper explanation related to material departures.
- 2. That they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period.
- That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- That they have prepared the annual accounts on a going concern basis.

#### **DIRECTORS**

Shri S G Rajgarhia is liable to retire by rotation and being eligible, offers himself for re-appointment. A brief resume is given in the Notice to the Annual General Meeting. Your Directors recommend his reappointment at the ensuing Annual General Meeting.

## **AUDITORS AND THEIR OBSERVATIONS**

M/s Chaturvedi & Co., Chartered Accountants, the auditors of the Company, retire at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The Company has received a certificate from the Auditors to the effect that their reappointment, if made, would be in accordance with the section 224(1B) of the Companies Act, 1956. The Board recommends their reappointment.

The Auditors' observations in their Report are self-explanatory and, therefore, do not call for any further comments.

## CORPORATE GOVERNANCE

A separate report on Corporate Governance and a certificate from the Auditors of the Company regarding compliance of conditions of corporate Governance as stipulated under clause 49 of the listing Agreement with the Stock Exchanges, is annexed as Annexure – III to this report

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management discussion and analysis on the matters relating to the business performance, as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges, is given as a separate statement in the Annual Report.

## **APPRECIATION**

Your Directors gratefully acknowledge the whole hearted support given by the Customers, suppliers, shareholders, employees, governments, financial institutions, banks, and we look forward to their continued cooperation and best wishes in our endeavour to steer your company towards greater heights.

For and on behalf of the Board

New Delhi July 31, 2007

R K RAJGARHIA

Chairman & Managing Director

## ANNEXURE - I TO DIRECTORS' REPORT

PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988.

#### A) CONSERVATION OF ENERGY

Energy Conservation Measures taken:

The Company has reduced pneumatic fan unit in Texmaco Carding machines by using one unit for 02 cards in place of 1 unit for each card, replaced bigger size rings and spindles to smaller size and energy efficient spindles in Ring Frame, replaced inverters by speed variators on RY-5 Ring frames, and installed capacitors on various machines.

On account of aforesaid steps/measures, considerable savings have been achieved in consumption of energy.

Details of total energy consumption and consumption per unit of production are given in Form 'A.'

B) RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION

Efforts made in R&D and Technology Absorption are given in Form 'B'

FOREIGN EXCHANGE EARNINGS AND OUTGO This information is contained in Notes forming part of Accounts in Schedule - 18.

	FORM 'A'		
FORM FOR DISCLOSURE OF PA	RTICULARS WITH RESPECT TO CO	NSUMPTION OF ENERGY	
	Unit	2006-2007	2005-2006
POWER AND FUEL CONSUMPTION			
1 Electricity			
Purchased unit	Unit in lacs	107.80	64.68
Total amount	Rs. In lacs	502.95	289.38
Rate	Rs./Unit	4.67	4.48
2 Own Generation			
a) Through Diesel Generator	Unit in lacs	13.78	13.31
Unit per Litre of Diesel/LDO	Unit	3.67	3.79
Cost	Rs./Unit	8.31	7.22
b) Through HFO Generator	Unit in lacs	304.33	330.87
Unit per Litre of Diesel/HFO	Unit	4.22	4.22
Cost	Rs./Unit	4.71	3.86
Coal (Grade B, C, D & E) / Pet Coke			
Quantity	MT	1261.05	837.74
Total cost	Rs. in lacs	59.48	35:99
Average rate	Rs./MT	4717.04	4296.35
4 Diesel/LDO			
Quantity	Ltrs. In lacs	4.08	3.81
Total cost	Rs. In lacs	122.13	102.21
Average rate	Rs./Ltrs.	29.90	26.84
5 Furnace Oil			
Quantity	Ltrs. In lacs	71.82	78.1
Total cost	Rs. In lacs	1391.94	. 1223.57
Average rate	Rs./Ltrs.	19.38	15.66
CONSUMPTION PER UNIT OF PRODUCTION*		•	
1 Electricity	*	361.00	32300
2 Coal B, C, D & E Grade/ Pet coke		10.70	6.61
* Production unit, per 100 kgs.		·	

#### FORM 'B'

## RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION

#### Research & Development:

The Company has been giving special emphasis on upgradation of R&D activities for development of new products and cost reduction. The Company has developed new products for exporters of yarn, fabrics, furnishings and fancy yarn, keeping in touch with latest trend of fabrics exports. The company has also developed yarn for direct export to various countries.

## Benefits derived as a result of R&D:

Above efforts enabled the Company to produce value added products, enter in international markets for export and also save on cost.

# ANNEXURE - II TO DIRECTORS' REPORT

Statement of particulars of the employees pursuant to Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 (as amended) and forming part of the Director's Report for the year ended 31st March 2007.

a)	Employ:	ed thr	oughout the year	under review an	d were in recei	pt of remuneral	tion aggregating	to not less	tnan Hs.24,00,000	/- per annum.	
	ĺ	SI.	Name	Designation	Remune	Qualifi-	Experience	Age	Date of	Last	
	ŀ	No.		,	ration	cation	(No. of	_	Commen-	Employment	į
					(Rs.)		years)		cement of		i
	l.								employment		į
	1	7 7	R.K. Rajgarhia	Chairman &	24,46,103	B.Com	48	69	01.08.94	Orient Steel &	į
	1			Managing						Industries	
	i	i		Director			·	1		Limited	i

Employed for the part of the year and were in receipt of remuneration aggregating to not less than Rs.2,00,000/- per month.

# NOTES

1 The nature of employment is Contractual.

 Remuneration shown above includes salary, allowances, monetary value of perquisites, commission and company's contribution to Provident Fund.

----Nil----

For and on behalf of the Board

New Delhi

July 31, 2007

R K RAJGARHIA

Chairman & Managing Director

# ANNEXURE – III TO DIRECTORS' REPORT CORPORATE GOVERNANCE

## 1. Company's philosophy on Code of Governance

The Company strongly believes in fair, efficient and transparent business operation, fairness to all stakeholders in the Company, proper disclosure of relevant financial and non-financial information and enhancing shareholder value on a continuing basis.

#### 2. Board of Directors

As on March 31, 2007, the Board is comprised of 6 Members. The composition of the Board of Directors meets with the requirements of Listing Agreement. None of the Directors on the Board is a member of more than 10 committees and Chairman of more than 5 committees across all the companies in which they are Directors.

During the year 2006 - 07 five Board meetings were held on 26.05.2006, 07.07.2006, 04.08.2006, 31.10.2006 and 30.01.2007.

The composition of the Board of Directors and the attendance at the Board meeting during the year are as under: -

SI. No.	Name of the	Category of Directors	No. of Board Meetings		No. of Director	Committee		Last AGM
	Directors		Held	Attended	Ships in other public com- panies	Member- Ships	Chairman- Ships	Attended
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
1	Shri R K Rajgarhia	Chairman & Managing Director	5	5	5	-	1	Yes
2	Shri R L Toshniwal	Non Executive & Independent	5	1	-4	1	-	No
3	Shri K R Gupta	Non Executive & Independent	5	5	1	2	4	Yes
4	Shri S G Rajgarhia	Non Executive	5	. 5	4	4	-2	Yes
5	Shri R R Bagri	Non Executive & Independent	5	3	3	3	-	Yes
6	Shri H R Sharma	Executive	5	5	-	1	-	Yes

Shri R K Rajgarhia and Shri S G Rajgarhia are related to each other as brothers.

#### 3. Audit Committee

The terms of reference of the Audit Committee, cover areas specified under Clause 49 of the Listing Agreement, such as:-

- a) To review the operating results and the internal audit reports.
- b) To suggest internal control measures after discussion with the internal auditors and to oversee their implementation.
- c) To review the annual financial statements with the management
- d) To recommend appointment of auditors and to fix their remuneration.
- e) And other matters as provided in the clause 49.

During the year 2006 - 07 four Audit Committee meetings were held on 26.05.2006, 04.08.2006, 31.10.2006 and 30.01.2007.

The constitution of the committee and the attendance of the members are as under:-

SI.No.	Name	Category	No. of N	leetings
			Held	Attended
1	Shri K R Gupta	Non Executive & Independent	4 .	4
2	Shri R L Toshniwal	Non Executive & Independent	4	1
3	Shri S G Rajgarhia	Non Executive	4	4
4	Shri R R Bagri	Non Executive & Independent	4	3

Shri K R Gupta, is the Chairman of the Committee. The Company Secretary acts as the Secretary of the Committee.

### 4. Remuneration Committee (non-mandatory)

Matters of remuneration of Executive Directors are considered by the Board of Directors of the Company, with the interested Executive Director, not participating/ voting. The terms of the remuneration of Executive Directors are approved by the shareholders at the general body meeting. Therefore, no separate Remuneration committee has been constituted.

Only non-executive Directors are paid sitting fees for attending the Board/Committee meetings within the limits prescribed under the Companies Act, 1956.

The details of remuneration paid to Directors in the Financial Year 2006 - 2007 are given below: -

SI. No.	Name of the Directors	Salary	Perquisites and other benefits	Performance Bonus/ Commission	Sitting Fee	Total
1	Shri R K Rajgarhia	18,83,103	-	5,63,000	-	24,46,103
2	Shri R L Toshniwal	-	-		6,000	6,000
3	Shri K R Gupta	-	-	-	27,000	27,000
4	Shri S G Rajgarhia	-	-	-	27,000	27,000
5	Shri R R Bagri	-	-	-	18,000	18,000
6	Shri H R Sharma	11,66,756	9,360	-	-	11,76,116

## 5. Shareholders/Investors Grievance Committee

The Shareholders/Investors Grievance Committee of Directors is headed by Shri K R Gupta, Non-Executive & Independent Director. The other members of the Committee are Shri R R Bagri and Shri H R Sharma.

Name and designation of Compliance Officer - Shri V K Singhal, Dy. Company Secretary.

38 Shareholders' complaints were received during the year 2006 - 2007 and all of them have been resolved.

There were no pending share transfers as on 31.03.2007.

6. General Body Meeting

Location and time, where last three Annual General Meetings were held and particulars of special resolution, if any are as under

Year	Location	Date	Time
2006	SP-147 RIICO Industrial Area,	30.09.2006	11.30 A.M.
2005		30.09.2005	11.30 A.M.
2004	Dist, Alwar (Rajasthan)	29.09.2004	11.30 A.M.

No resolutions have been put through postal ballot so far. Similarly, there are no resolutions, which are required to be put through postal ballot at this Annual General Meeting.

7. Code of Conduct

The company has formulated and implemented a Code of Conduct for Board Members and senior management of the company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the company.

8. CEO/ CFO Certification

Shri R K Rajgarhia, Chairman & Managing Director and Shri H R Sharma, Executive Director have given the above certificate pertaining to financial year 2006 - 07 to the Board of Directors which was taken note of at the Board meeting.

9. Disclosures

- There are no materially significant related party transactions, which may have potential conflict with the interests of the Company at large.

  The company's financial statements are prepared as per the Accounting Standards and the accounting principles generally accepted in
- The company's financial statements are prepared as per the Accounting Standards and the accounting principles generally accepted in India.
- The risk assessment and minimization is an on going process within the company. The company has laid down the procedures to inform Board members about the risk assessment and minimization procedures. The audit committee/board reviews the risk assessment and control process in the company periodically.

The company has not raised any money through Public Issue, Rights Issue or Preferential Issue etc.

- There have been no penalties/strictures imposed on the Company by Stock Exchange(s) or SEBI or any other statutory authority for non-compliance of any matter relating to capital markets, during the last three years.

- There is no pecuniary relationship or transaction with the Non-Executive independent Directors.

- The management discussion and analysis report is given as a separate statement in the Annual Reports and forms part of the Directors

10. Compliance with mandatory/Non-mandatory Requirements

The company has complied with all the applicable mandatory requirements given in the listing agreement.

11. Means of Communication

The quarterly Financial Statements are normally published in Financial Express (Delhi Edition) and Seema Sandesh (Jaipur Edition).

12. General Shareholder Information

A. Annual General Meeting: -

Date : September 29, 2007 (Saturday)

Time : 11.30 A.M.

Venue SP - 147 RIICO Industrial Area, Bhiwadi Dist. Alwar (Rajasthan)

Financial Calendar for 2007-08

Tilluloid) Odlelidal for 2007-00	
Adoption of Quarterly Results	Ended In the month of
30 <sup>th</sup> June, 2007	July, 2007
30th September, 2007	October, 2007
31st December, 2007	January, 2008
31st March, 2008 (Audited Annual Accounts)	April, 2008 (June 2008)

C. Date of Book Closure

From September 13, 2007 to September 20, 2007 (both days inclusive).

D. Dividend payment date

On or before October 27, 2007

E. Listing on Stock Exchange at: -

Scrip Code

The Stock Exchange, Mumbai 523537
The Calcutta Stock Exchange Association Limited\* 011151

\*The Company's application for delisting is yet to be disposed off by The Calcutta Stock Exchange Association Limited. Hence the shares technically continue to remain listed on the said stock exchange.

The Listing fees for the year 2007- 2008 have been paid to the above Stock Exchanges.

Demat ISIN No. in NSDL and CDSL for equity shares

INE-170D01017

F. Shareholding Pattern of the Company as on 31st March, 2007

	Category	No. of Shares held	%age of share-holding
a)	Promoters/persons acting in concern	2890573	66.88
b)	Banks, Financial Institutions, Insurance Companies	. 250	0.01
c)	NRIs/OCBs	3088	0.07
d)	Other Corporate bodies	164652	3.81
e)	Indian Public	1263709	29.23
	Total	4322272	100.00

G. Distribution of shareholding as on 31st March, 2007

Range		Sh	nareholders	Shares		
No. c	of shares	Number	% to Total Holders	Number	% to Total Capital	
Upto	500	10965	96.79	791093	18.35	
501	1000	198	1.75	154558	3.57	
1001	2000	77	0.68	115842	2.68	
2001	3000	20	0.18	51546	1.19	
3001	4000	8	0.07	28176	0.65	
4001	5000	10	0.09	47507	1.10	
5001	10000	9	0.08	63452	1.47	
10001	And above	42	0.37	307.0098	70.99	
	Total	11329	100.00	4322272	100.00	