19TH ANNUAL REPORT

F. Y. 2007-2008

REDG. OFF.: 233, PANCHRATNA, M P ROAD, OPERA HOUSE, MUMBAI - 400 004

Por Alka Diamonds Industries Ltd.

Director

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BOARD OF DIRECTORS

GOPAL M. JAVDA - MANAGING DIRECTOR

P. N. MATHRUR - DIRECTOR

SMT. KALPANA MATHUR - DIRECTOR

AUDITORS

K. K. JHUNJHUNWALA & CO., CHARTERED ACCOUNTANTS

NOTICE

NOTICE is hereby given that the 19th Annual General Meeting of the Members of Alka DIAMOND INDUSTRIES LIMITED will be held on Saturday the 29th day of Sept. 2008 at 10.30 a. m. at the Registered office of the Company to transact the following business:

ORDINARY BUSINESS

- To receive, consider and adopt the Audited Balance-sheet as at 31st March, 2008 and the Profit & Loss Account for the year ended on that date and the report of Auditors and Directors thereon.
- 2. To appoint a Director in place of Smt. Kalpana Mathur who retires by rotation and being eligible, offers herself for re-appointment.
- 3. To appoint M/s. K. K. Jhunjhunwala & Co., Chartered Accountants, as auditors to hold office form the conclusion of this Annual General Meeting until the conclusion of the Next Annual General Meeting and to fix their remuneration apart from reimbursing out of pocket expenses incurred by them in the normal course of their duties.

BY ORDER OF THE BOARD

For Alka DIAMOND INDUSTRIES LTD

PLACE :- MUMBAI.

DATE - 24-06-2008

CHAIRMAN & MANAGING DIRECTOR

NOTES:

- A member entitled to attend and vote at the meeting Is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member. Proxies duly stamped and executed, must reach the Registered Office of the Company not less than 48 hours before the time of the Annual General Meeting.
- The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday the 25th day of Sept., 2008 to Saturday the 29th Sept., 2008 (both days inclusive).

- 3. All documents referred to in the Notice and Explanatory Statement are open for inspection at the Registered Office of the Company during office hours on all working days except public holidays between 10.30 a. m. and 12.30 p. m. up to the date of the Annual General Meeting.
- 4. As a measure of economy copies of Annual Report will not be distributed at the Annual General Meeting. Therefore members are requested to bring their copy of the Annual Report to the Meeting.
- 5. Shareholders seeking any information with regard to Accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready.

BY ORDER OF THE BOARD

For Alka DIAMOND INDUSTRIES LTD

PLACE :- MUMBAI.

DATE :- 24-06-2008

CHAIRMAN & MANAGING DIRECTOR

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DIRECTOR'S REPORT

Τo

The Shareholders,

Your Directors have pleasure in presenting their 19^{TH} ANNUAL REPORT along with the audited annual accounts for the year ended on 31^{ST} MARCH, 2008, AND REPORT THAT: -

FINANCIAL RESULTS

A summary of your Company's Financial Performance is given below: -

(Figures In Lakhs)

PARTICULARS	2007-2008	2006-2007
Sales & Other Income	72,81,673	20,27,771
Profit Before Tax (PBT)	(9,73,419)	7,04,781
Profit After Tax (PAT)	(11,07,386)	6,48,027
Less :- Prior year tax adjustments	17,690	25,39,791
Add :- Balance b/f from the previous year	(86,254)	18,05,510
Balance available for Appropriation	(12,11,330)	(86,254)
Less :- Transferred to General Reserve	NIL	NIL
Proposed Dividend	NIL	NIL
Balance Carried to Balance Sheet	(12,11,330)	(86,254)

DIVIDEND

Due to non-availability of sufficient funds, your directors express their inability to recommend any dividend for the year under review.

AUDITORS

M/s. K. K. Jhunjhunwala & Co., Chartered Accountants, Auditors of the Company, retire at the conclusion of the ensuing Annual General Meeting and being eligible offer

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Alka DIAMOND INDUSTRIES LIMITED

themselves for re-appointment. The Company has received a Certificate from the Auditors that they are qualified under Section 224(1B) of the Companies Act, 1956, if re-

appointed, to act as the Auditors of the Company. Members are requested to consider

their re-appointment at a remuneration to be decided by the Board of Directors.

AUDITOR'S REPORT

Observations made in the Auditor's Report are self explanatory and therefore do not call

for any further comments under section 217(3) of the Companies Act, 1956.

Regarding revaluation of export receivables at the exchange rate prevailing during the

year, the company felt that it would be inappropriate to even notionally accord lower

value to the receivables and have decided that the effect of prevailing exchange rate should be given as and when realizations / transactions are completed.

BOARD OF DIRECTORS

As per the Provisions of the Companies Act, 1956 and in terms of the Articles of

Association of the Company Kalpana Mathur, Directors of the Company retires by

rotation and being eligible, offers herself for re-appointment.

CORPORATE GOVERNANCE

Your Company has always followed the philosophy of conducting its business with due

compliance of laws, rules, regulations and sound internal control systems and

procedures.

As per the current Stock Exchange stipulations, the guidelines for Corporate Governance

have become applicable to your Company from the Financial Year 2002-03. A report

thereon is separately annexed to this Annual Report.

DIRECTOR'S RESPONSIBILITY STATEMENT

As required under Section 217(2AA) which was introduced by the Companies

(Amendment) Act, 2000 your Director's confirm that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2007 and of the profit of the Company for the year ended 31st March, 2007.
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safe guarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- The Directors have prepared the annual accounts on a going concern basis.

FIXED DEPOSITS

Your Company has not accepted any fixed deposits within the meaning of section 58A from the public under the Companies Act, 1956, and the rules made thereunder.

PARTICULARS OF EMPLOYEES

The information required u/s. 217(2A) of the Companies Act, 1956, with the Companies (Particulars of Employees) Rules, 1975 are not applicable to the Company, as the Company has not employed any employees whose salary exceeds the prescribed limits.

PARTICULARS REQUIRED UNDER THE LISTING AGREEMENT

LISTING

The Equity Shares of the Company are at present listed with the following Stock Exchanges:-

The Ahmedabad Stock Exchange : Manek Chowk, Ahmedabad - 380 001

Jaipur Stock Exchange Ltd : Malviya Nagar, Jaipur - 302 017

The Mumbai Stock Exchange : Phiroze Jeejeebhoy Towers, Dalai St., Mumbai

PAYMENT OF LISTING FEES

The Company is regular in paying listing fee to the Mumbal Stock Exchange, which is Regional Stock Exchange and has not paid listing fee to the Ahmedabad and Jaipur Stock Exchanges.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

.

The information pursuant to section 217(1)(a) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 are given as below:-

- During the whole of the financial year the manufacturing activities were suspended hence there was no energy consumption. However, the Company is getting the manufacturing done from outside party on job work basis as and when it is required to do so.
- 2. No technology has been availed during the year.
- 3. The total exports for the year 2006-2007 amounting to Rs.Nil

Total Foreign Exchange Earned :-

US\$ NII

Total Foreign Exchange outgo were

US\$ NIL

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation and acknowledgement with gratitude's for the support and assistance to the Company's Bankers, Shareholders and Customers. Your Directors place on record their deep sense of appreciation for the devoted services of the executives and staff at all levels of the Company.

BY ORDER OF THE BOARD

For Alka DIAMOND INDUSTRIES LTD

PLACE :- MUMBAI.

DATE :- 24-06-2008

CHAIRMAN & MANAGING DIRECTOR

ANNEXURE TO THE DIRECTOR'S REPORT MANAGEMENT DISCUSSION AND ANALYSIS REORT

INDUSTRY HIGHLIGHTS

Gems and Jewellery have played a very important role in the tradition, culture and history of civilization. The intrinsic value of Jewellery has always attracted people across geographies, cultures and social strata.

Consumer preference and reasons for buying Jewellery started getting segmented into 'lashion', 'bridal' and 'investment'. Over time, an 'industry' evolved, initially concentrated around specific geographies and meeting specific needs, but gradually emerging as a global industry.

Today, the industry is at turning point. It is expected that the interplay of various trends such as globalization, increasing role of regulation, technological advances, increasing consumer sophistication, emergence of alternative retail channels and such. These could potentially change the industry structure and the way it functions in multiple ways.

MAJOR INDUSTRY COMPONENTS

- 1. Diamonds: Diamonds have always enjoyed a special place among precious gemstones, contributing about 47 per cent to the total industry size, in value terms. In the past, diamond Jewellery was limited to a very small elite segment of the global population. However over the past 50 years, diamonds have seen increasing democratization. Diamond Jewellery has, therefore, emerged as segment showing significant growth in some of the emerging markets.
- 2. Gold: Gold has always been the Jeweler's favorite metal, given its intrinsic luster and ease of fabrication. Gold Jewellery enjoys the leading position in most markets across the world, and in many ways forms the backbone of the precious Jewellery industry. Given the fact that gold is also one of the traded metals, gold jewellery consumption is also impacted by gold price movements. This segment today forms about 42 per cent of the total industry, in value terms.

Global Gems & Jewellery Industry

Global Jewellery sales is expected to grow at 4.6 per cent year-on-year to touch USD 185 billion in 2010 and USD 230 billion in 2015.