



The Voyage Continues...

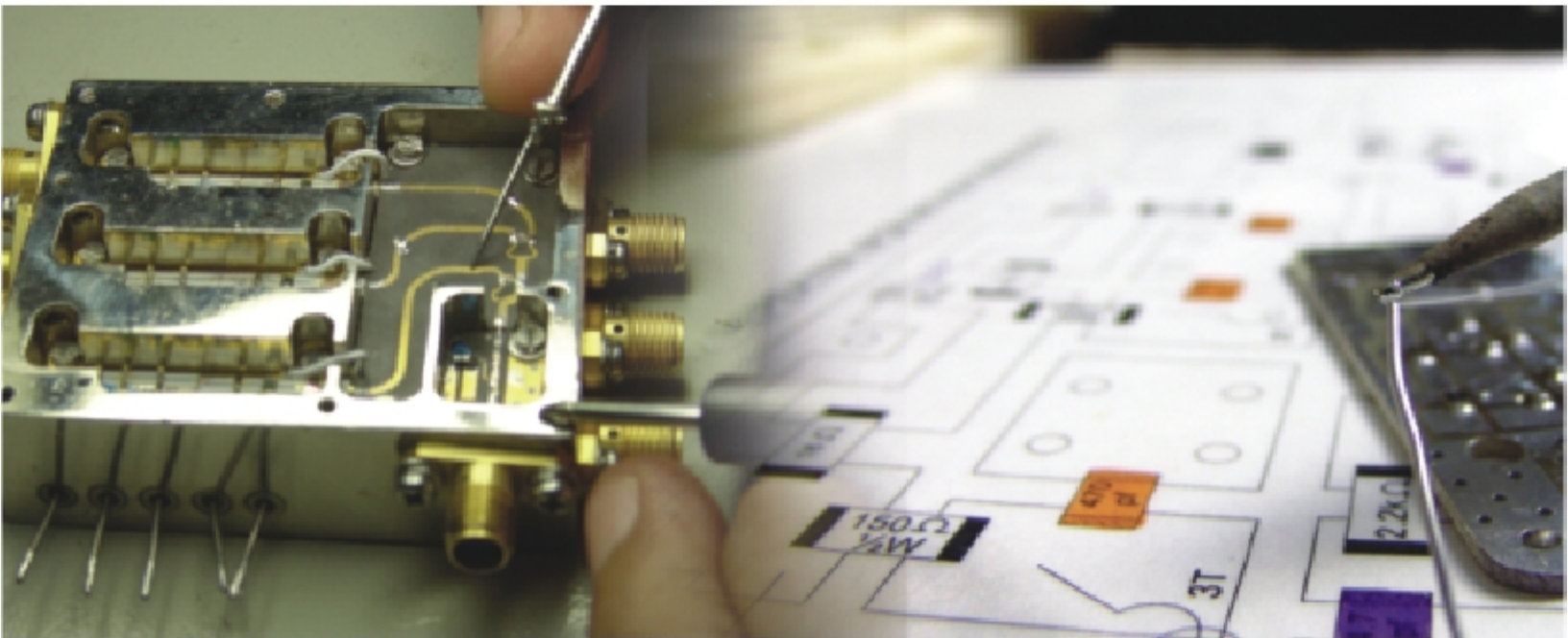
Annual Report 2010 - 11



ASTRA MICROWAVE PRODUCTS LIMITED



ASTRA MICROWAVE PRODUCTS LIMITED



Vision

- To be at the forefront of the telecommunication revolution through research and development.
- Investing in technologies that can lead to leadership.
- Employing the finest talent to reach the top through excellence.

**ASTRA MICROWAVE PRODUCTS LIMITED****Green Initiatives in the Corporate Governance – Electronic Mode of Service of Documents:**

Keeping in view the theme underlying the Circular issued by Ministry of Corporate Affairs (Circular No. 17/2011 dated 21.04.2011 read with Circular No. 18/2011 dated 29.04.2011), the company proposes to send communications (including the Notice calling for the Annual General Meeting, Audited Financial Statements, Directors Report, Auditors Report etc., for the year ending 31st March, 2011) to the shareholders in electronic form to email addresses of those members which are available in the records of the Registrar. Members who have not registered their email ids are requested to register the same.

Registration of email id of the members holding shares in electronic form should be done with the concerned Depository Participant (DP) and Registration of email id of the members holding shares in Physical Form should be done with the Registrar.

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ASTRA MICROWAVE PRODUCTS LIMITED

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QUICK INFORMATION

Board of Directors

Dr. Shibhan K Koul, Chairman
Mr. B. Malla Reddy, Managing Director
Mr. P.A. Chitrakar, COO
Mrs. C. Prameelamma, Director (Technical)
Mr. Atim Kabra
Mr. J. Venkatadas

Sr. General Manager (F&A)

Mr. S. Gurunatha Reddy

Company Secretary

Mr.T. Anjaneyulu

Auditors

M/s. Amar & Raju
Chartered Accountants
Road No: 3, Banjara Hills, Hyderabad.

Bankers

Canara Bank, Prime Corporate Branch, Secunderabad

HDFC Bank Ltd.
Lakdikapul, Hyderabad.

State Bank of India
Overseas Branch, Hyderabad.

Registered Office

ASTRA Towers, Survey No.12(P),
Kothaguda Post, Kondapur,
Hitechcity, Hyderabad – 500 084.
Phone: 040-30618000 / 8001
Website: www.astramwp.com

Factories**Unit I**

Plot No.12, ANRICH Industrial Estate,
Miyapur, IDA Bollaram,
Medak (District) – 502 325 A.P.

Unit II

Plot No.56A, 56B and 57A,
ANRICH Industrial Estate,
Miyapur, IDA Bollaram, Medak (District) – 502 325 A.P.

Unit III

Survey No.1/1, Imarat Kancha,
Raviryala Village,
Maheswaram Mandal,
Rangareddy (District) – 500 010 A.P.

Unit IV

Plot no: 18, 19, 20 & 21 (Part)
Hardware Park,
Sy.No: 1/1, Imarat Kancha of Ravirayal village,
Maheswaram Mandal, R.R. Dist.

Registrars

Purva Sharegistry (India) Pvt. Ltd.,
Shiv Shakti Industrial Estate,
Unit No.9, Ground Floor,
7 B J R Boricha Marg,
Lower Parel Mumbai - 400 011
Tele:91-022-23016761
Email: busicomp@vsnl.com

Listing

The Bombay Stock Exchange Ltd.,
The National Stock Exchange of India Ltd.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 20th Annual General Meeting of the Members of Astra Microwave Products Limited will be held at Bhaskara Auditorium, BM Birla Museum, Adarsh Nagar, Hyderabad – 500 063, on Thursday, the 28th July, 2011 at 3.30 P.M for the transaction of the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2011, Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To declare a dividend on Equity Shares.
3. To appoint a Director in place of Dr.Shiban K Koul, Director who retires by rotation and being eligible offers himself for reappointment.
4. To appoint a Director in place of Mr.B.Malla Reddy, Director who retires by rotation and being eligible offers himself for reappointment.
5. To appoint M/s Amar & Raju, Chartered Accountants, the retiring Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 and all other applicable provisions, if any, of the Companies Act, 1956, or any amendment or modification thereof, read with Schedule XIII to the said Act, and as recommended by Remuneration committee and subject to such other consents / approvals as may be required, the reappointment of Mr.B.Malla Reddy, as Managing Director of the Company be and is hereby approved for a further period of five years with effect from 1st April, 2010 at the following remuneration package.

- a. Basic salary: Rs.1,00,000/- per month.
- b. Performance bonus: 2% of profits of the Company calculated as per the provisions of Section 349 of the Companies Act, 1956.
- c. Perquisites and allowances:
 - I. Housing: House rent allowance of 40% of basic salary.
 - II. Medical reimbursement: Reimbursement of actual expenses for self and family and / or allowance subject to a maximum of one basic salary per year.
 - III. Leave Travel allowance of one basic salary per year.
 - IV. Club fees: Fees payable subject to maximum of two clubs.
- d. Earned / privilege leave: As per the rules of the Company.
- e. Company's contribution to provident fund to the extent is not taxable under the Income tax Act.
- f. Gratuity : Payable at a rate of fifteen days salary for each completed year of service.
- g. The Aggregate of salary, performance bonus, perquisites, allowances, and contribution towards provident fund taken together in respect of payment to Mr.B.Malla Reddy, Managing Director shall always be subject to the overall ceilings laid down in Sections 198 and 309 of the Companies Act, 1956.

Minimum Remuneration:

In the event of loss or inadequacy of profits, in any financial year during the currency of tenure of service, the payment of salary, commission, perquisites and other allowances shall be governed under Section II, Part II of Schedule XIII to the Companies Act, 1956, including any statutory modifications or re-enactment thereof, as may, for the time being, be in force.

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

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 and all other applicable provisions, if any, of the Companies Act, 1956, or any amendment or modification thereof, read with Schedule XIII to the said Act, and as recommended by Remuneration committee and subject to such other consents / approvals as may be required, the reappointment of Mr. P.A. Chitrakar, as Chief Operating Officer of the Company be and is hereby approved for a further period of five years with effect from 1st April, 2010 at the following remuneration package.

- a. Basic salary: Rs.1,00,000/- per month.
- b. Performance bonus: 2% of profits of the Company calculated as per the provisions of Section 349 of the Companies Act, 1956.
- c. Perquisites and allowances:
 - I. Housing: House rent allowance of 40% of basic salary.
 - II. Medical reimbursement: Reimbursement of actual expenses for self and family and / or allowance subject to a maximum of one basic salary per year.
 - III. Leave Travel allowance of one basic salary per year.
 - IV. Club fees: Fees payable subject to maximum of two clubs.
- d. Earned / privilege leave: As per the rules of the Company.
- e. Company's contribution to provident fund to the extent is not taxable under the Income tax Act.
- f. Gratuity: Payable at a rate of fifteen days salary for each completed year of service.
- g. The Aggregate of salary, performance bonus, perquisites, allowances, and contribution towards provident fund taken together in respect of payment to Mr. P.A. Chitrakar, Chief Operating Officer shall always be subject to the overall ceilings laid down in Sections 198 and 309 of the Companies Act, 1956.

Minimum Remuneration:

In the event of loss or inadequacy of profits, in any financial year during the currency of tenure of service, the payment of salary, commission, perquisites and other allowances shall be governed under Section II, Part II of Schedule XIII to the Companies Act, 1956, including any statutory modifications or re-enactment thereof, as may, for the time being, be in force.

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

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 and all other applicable provisions, if any, of the Companies Act, 1956, or any amendment or modification thereof, read with Schedule XIII to the said Act, and as recommended by Remuneration committee and subject to such other consents / approvals as may be required, the reappointment of Mrs. C. Pameelamma, as Director (Technical) of the Company be and is hereby approved for a further period of five years with effect from 1st April, 2010 at the following remuneration package.

- a. Basic salary: Rs.1,00,000/- per month.
- b. Performance bonus: 2% of profits of the Company calculated as per the provisions of Section 349 of the Companies Act, 1956.
- c. Perquisites and allowances:
 - I. Housing: House rent allowance of 40% of basic salary.
 - II. Medical reimbursement: Reimbursement of actual expenses for self and family and / or allowance subject to a maximum of one basic salary per year.
 - III. Leave Travel allowance of one basic salary per year.

IV. Club fees: Fees payable subject to maximum of two clubs.

- d. Earned / privilege leave: As per the rules of the Company.
- e. Company's contribution to provident fund to the extent is not taxable under the Income tax Act.
- f. Gratuity: Payable at a rate of fifteen days salary for each completed year of service.
- g. The Aggregate of salary, performance bonus, perquisites, allowances, and contribution towards provident fund taken together in respect of payment to Mrs. C. Prameelamma, Director (Technical) shall always be subject to the overall ceilings laid down in Sections 198 and 309 of the Companies Act, 1956.

Minimum Remuneration:

In the event of loss or inadequacy of profits, in any financial year during the currency of tenure of service, the payment of salary, commission, perquisites and other allowances shall be governed under Section II, Part II of Schedule XIII to the Companies Act, 1956, including any statutory modifications or re-enactment thereof, as may, for the time being, be in force.

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 Sections 198, 309 and other applicable provisions, if any, of the Companies Act, 1956, the consent of the Company be and is hereby accorded for the payment of remuneration by way of commission to Non Executive Directors, who are not in the whole time employment of the Company in such amounts or proportion or in such manner as may be decided by the Board of Directors of the company from time to time for a further period of five years with effect from financial year 2009-2010, which shall not exceed 1% of Net Profits of the Company (profits computed as per the provisions of Section 349 of the Companies Act, 1956) in any financial year."

By order of the Board
For **Astra Microwave Products Limited**

B. Malla Reddy
Managing Director

Hyderabad
27th April, 2011