



**Control
Print
(India)
Limited**

Board of Directors

Mr. Basant S. Kabra *Chairman & Managing Director*
Mr. R. S. Agrawal
Mr. Ashok Lohiya
Mr. S. S. Jangid
Mr. Anirudha B. Joshi
Mr. Gaurav Himatsingka
Mr. Shiva Kabra *Wholetime Director (w.e.f. 1st July, 2006)*

Management Team

Mr. Basant S. Kabra *Managing Director*
Mr. Shiva Kabra *Wholetime Director*
Mr. U.S. Rathi *Executive Director-Operations*

Company Secretary

Mr. Piyush Shah

Auditors

M/s. Dosi & Jain,
Chartered Accountants
Mumbai - 400 021

Registered Office

C-106, Hind Saurashtra Ind. Estate,
Andheri-Kurla Road, Marol Naka,
Mumbai - 400 059.

Registrar & Share Transfer Agent

Sharepro Services (India) Pvt. Ltd.,
Satam Estate, 3rd Floor,
Above Bank of Baroda,
Cardinal Gracious Road, Chakala,
Andheri (E), Mumbai - 400 099.

Legal Advisors

M/s. Parimal K. Shroff & Co.
Advocates Solicitors & Notary,
Mumbai - 400 023.

Works

3-4-5, Highway Industrial Estate,
Off. Western Express Highway,
Village Sativali, Taluka Vasai,
District Thane - 401 208 (Maharashtra)

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Our Company

Control Print began operations in 1991 with a dream of bringing Indian Packaging at par with international benchmarks in terms of Coding & Marking. Today, no other company offers more alternatives to code packages and products. We have been bringing the world's best technologies in Coding & Marking in India long before globalization became a fashion.

Our solutions include the simplest Contact Coders, superior Hot Melt Ink Coders, specialized Metal Marking systems, sophisticated Inkjet Coders, Thermal Transfer Overprinters, Print & Apply systems, and Laser Coders along with the necessary consumables, spares, training and unparalleled pre & post sales service support.

With our best in class products, years of experience across a spectrum of industries & applications, unparalleled sales & service support, and focus on customer satisfaction we are the preferred partner of choice for hundreds of Indian companies, from the largest multinationals to the smaller, niche local manufacturers.

Our Objectives

Control Print was listed on the Bombay Stock Exchange in 1993. Over the years we have demonstrated considerable progress in the areas of operational excellence, operating profits, infrastructure and net worth. We aim to continue this growth over the coming years and exceed the expectations of all our stakeholders-returns for our investors, unsurpassed satisfaction for our customers and the right working environment and opportunities for personal and professional growth for our employees.

Looking Ahead

Control Print is at the right place at the right time. With continuous advancements in packaging technology and automation and a commitment from our customers to provide world class products with world class packaging to the end consumer, the Indian Coding & Marking market is poised for continued growth over the coming years. We will continue to invest and innovate in the coming years in order to maintain our position as the undisputed Indian Coding & Marking leader.

Besides the Coding & Marking market, our Company is also focusing on developing digital printing systems for various markets & applications including packaging applications, speciality industrial applications, textile printing and security printing. We have set up a manufacturing plant at Nalagarh, Himachal Pradesh for the manufacture of our full Contact Coder range and related consumables and later for advanced digital printing systems.



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FINANCIAL HIGHLIGHTS

Rupees in Lakhs

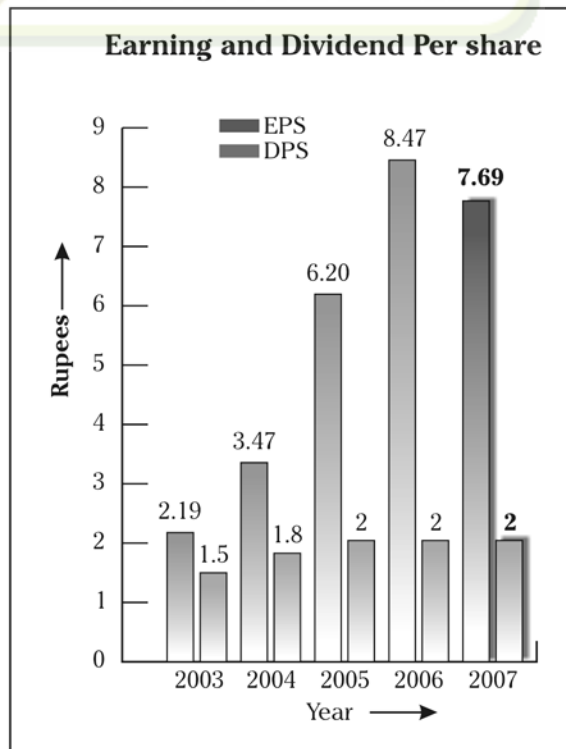
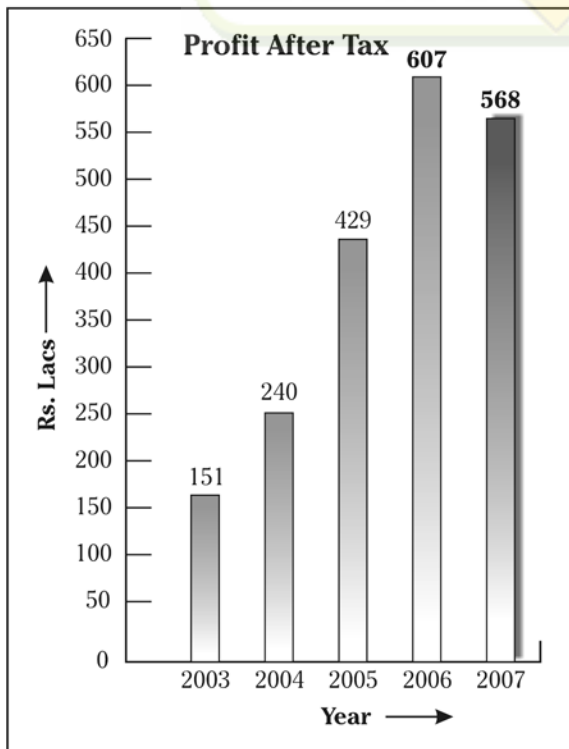
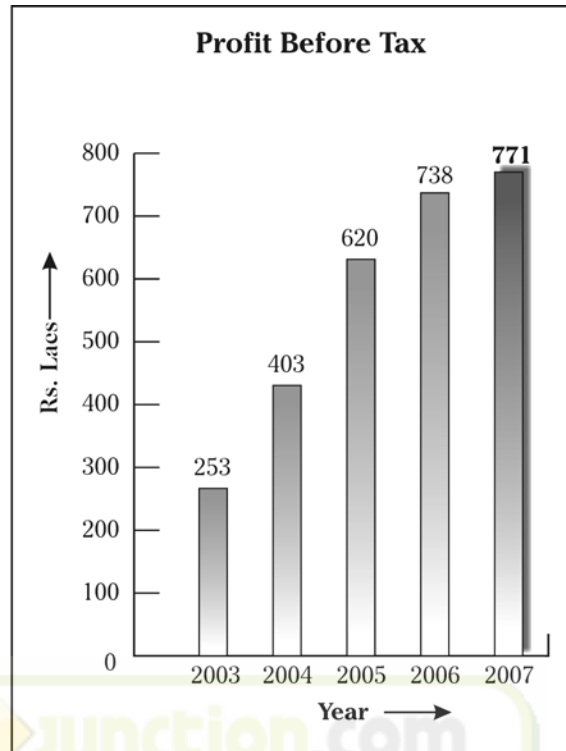
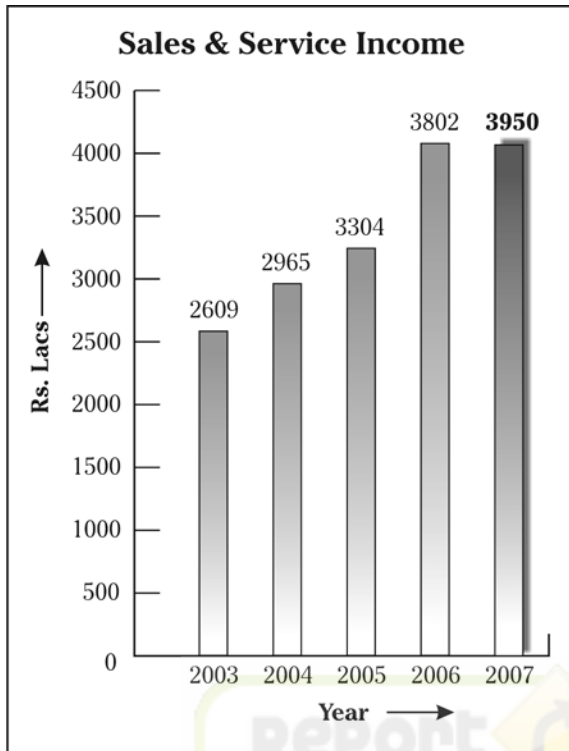
	2006-07	2005-06	2004-05	2003-04	2002-03
Gross Revenue	4181.89	4185.06	3394.13	2973.82	2611.52
Profit Before Taxes	771.05	738.22	620.45	403.82	253.23
Profit After Taxes	568.08	607.32	429.07	240.40	151.90
Dividend	147.69	147.69	138.44	124.60	103.83
Funds Employed	3795.68	3288.21	2548.34	2356.35	2353.23
Net Worth	3560.69	3186.50	2257.66	2064.54	2018.13
Borrowings	132.64	0.00	187.98	176.95	251.78
Debt : Equity Ratio	0.04:1	0.00:1	0.08:1	0.08:1	0.11:1
Net Worth Per Equity Share (Rs. 10/- each) Rs.	48.22	43.15	32.62	29.83	29.16
Earning Per Equity Share (Rs. 10/- each) Rs.	7.69	8.47	6.20	3.47	2.19
Dividend Per Equity Share (Rs. 10/- each) Rs.	2.00	2.00	2.00	1.80	1.50

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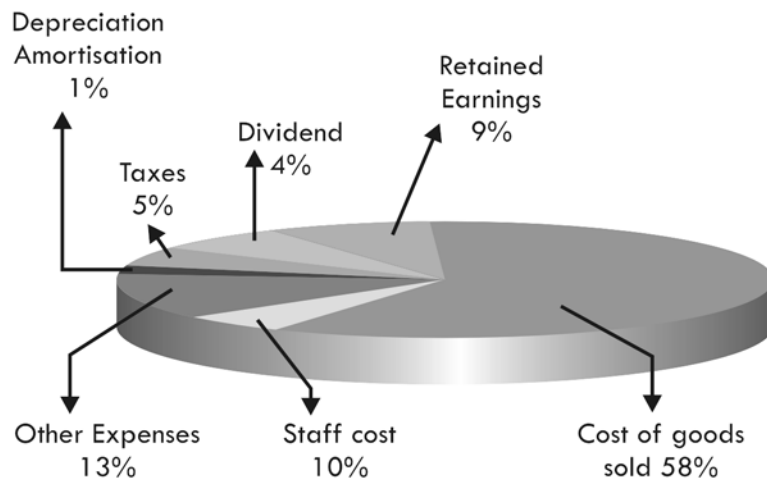
Source of Total Revenue (Rs. 4181 lacs)

Other Income
6%



Sales & Service Income
94%

Distribution of Total Revenue (Rs. 4181 lacs)





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NOTICE

Notice is hereby given that the Sixteenth Annual General Meeting of the Members of CONTROL PRINT (INDIA) LIMITED will be held on Monday, 24th September, 2007, at Hotel Kohinoor Continental, opp. J. B. Nagar, Andheri-Kurla Road, Mumbai-400 059 at 3.00 p.m. to transact the following business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2007 and the Profit & Loss Account for the year ended on that date, together with the Reports of the Directors and Auditors thereon.
2. To declare dividend for the year ended 31st March, 2007.
3. To appoint a Director in place of Mr. R.S.Agrawal, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and to authorise the Board of Directors to fix their remuneration.
5. To consider and, if thought fit, to pass with or without modification the following resolutions as Special Resolution:

“RESOLVED that as approved by Remuneration Committee and in accordance with the provisions of Section 198, 269, 309, 310, 311, Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 (“the Act”) and subject to the approvals as are necessary, consent of the Company be and hereby accorded to increase the remuneration payable to Mr.Shiva Kabra, Wholetime Director of the Company, with effect from 1st April,2007 to 31st March,2010, by modifying the clause 5 of the Agreement dated 29th June,2006 and on terms and conditions as set out in the “Supplemental Agreement” dated 30th June,2007 (the “Supplemental Agreement”), entered into by the Company with Mr.Shiva Kabra, which Supplemental Agreement is placed before this meeting and is hereby specifically approved with liberty to the Board of Directors (“the Board”) of the Company to alter and vary terms and conditions of the said Supplemental Agreement.

A. Salary:

Rs.1,80,000/- (Rupees One lacs Eighty thousands only) per month with such increases as may be decided by the Board of Directors from time to time.

B. Perquisites:

- a) Housing: Furnished accommodation to be provided by the Company

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and if the Company's accommodation is not provided, the Wholetime Director shall be entitled to the House Rent Allowance subject to the ceiling of 60% of the salary. The expenditure incurred by the Company on gas, electricity, water and furnishing shall be valued as per the Income Tax Rules, 1962.

- b) Medical Reimbursement: Reimbursement of medical expenses incurred including premium paid on health insurance policies, whether in India or abroad, for self and family including hospitalization, surgical charges, nursing charges and domiciliary charges for self and family.
- c) Leave Travel Concession: For self and family every year, incurred in accordance with the Rules of the Company.
- d) Club Fees: Fees of clubs, subject to the maximum of two clubs.
- e) Personal Accident Insurance/Group Life Insurance: Premium shall be paid as per the Rules of the Company.
- f) Provident /Pension Fund: Contribution to Provident Fund and Pension Fund to the extent such contribution, either singly or put together are exempt under the Income Tax Act, 1961.
- g) Gratuity: Gratuity payable shall be in accordance with the provision of the Payment of Gratuity Act.
- h) Use of Car with Driver for Company's business.
- i) Telephone & Fax Facility at Residence: Telephone & Fax facility shall be provided at the Wholetime Director's residence.
- j) Leave and encashment of unavailed leave as per the rules of the Company.

C. Commission:

Such remuneration by way of commission in addition to the salary, perquisites and allowances payable, calculated with reference to the net profits of the Company in a particular financial year as may be determined by the Board of Directors of the Company at the end of each financial year subject to the overall ceilings stipulated in Sections 198 and 309 of the Companies Act, 1956.

The aggregate remuneration inclusive of salary, perquisites and commission payable to Wholetime Director shall always be subject to the overall ceiling



laid down in Sections 198 and 309 and other applicable provisions of the Companies Act, 1956.

D. Valuation of Perquisites:

Perquisites / Allowances shall be valued as per Income-tax Rules, wherever applicable and in the absence of any such rules, shall be valued at actual cost.

E. Minimum Remuneration::

The remuneration as determined aforesaid from time to time shall be paid and the perquisites provided to the Wholetime Director, as minimum remuneration in the event of loss or inadequacy of profit in any financial year, be subject to such limits as may be prescribed in Section II of the said Part II of the said Schedule XIII to the Companies Act, 1956, from time to time.

RESOLVED FURTHER that pursuant to the above mentioned provisions of the Companies Act 1956 and in particular to Section 198 thereof, if required, the remuneration aforesaid be paid and the perquisites be provided to Mr.Shiva Kabra as minimum remuneration in the event of loss or inadequacy of profits in any year subject to such limits as may be prescribed in Section II of the said Part II of the said Schedule XIII to the said Act from time to time.

RESOLVED FURTHER that all other terms and condition other than clause 5 as stated in the Agreement dated 29th June,2006, will remain unchanged.

AND RESOLVED FURTHER that the Board of Directors be and is hereby authorized to take all such steps as may be necessary or desirable to give effect to this resolution.

By Order of the Board of Directors

Piyush Shah
Company Secretary

Mumbai, 30th June 2007

Registered Office:

C-106, Hind Saurashtra Industrial Estate,
Andheri-Kurla Road, Marol Naka, Mumbai – 400 059.



Notes

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. A PROXY SO APPOINTED SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.
2. Proxy Form duly completed and stamped, to be effective, must be received by the Company at its Registered Office at least 48 (fortyeight) hours before the time appointed for the meeting.
3. The relevant Explanatory Statements pursuant to Section 173 (2) of the Companies Act, 1956, in respect of Item No.5 of the Notice as set out above, is annexed hereto and forms part of the Notice.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 13th September, 2007 to Monday, 24th September, 2007 (both days inclusive).
5. Final dividend on Equity shares as recommended by the Board of Directors for the financial year ended 31st March, 2007, when declared at the Annual General Meeting will be paid to those members whose names appear on the Register of Members of the Company and Statement of Beneficial Ownership furnished by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and to all shareholders in respect of shares held in physical form after giving effect to valid transfers in respect of transfer request lodged with the Company on or before the close of business hours on 13th September, 2007.
6. Under Section 205A of the Companies Act, 1956, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the unpaid dividend account of a company is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. Members who have not so far encashed the dividend warrants in respect of the Interim Dividend 2001-02 (10%), Interim Dividend 2002-03 (10%), Final Dividend 2002-03 (5%), Interim Dividend 2003-04 (12%), Final Dividend 2003-04 (6%), Interim Dividend 2004-05 (10%), Final Dividend 2004-05 (10%), Interim Dividend 2005-06 (10%) and Final Dividend 2005-06 (10%) are advised to submit their claim to the Company quoting their folio numbers / DP ID Client ID. Please note that as per section 205C of the Companies Act, 1956, no claim shall lie against the Company or the said Fund in respect of individual amounts, which remain unclaimed or unpaid for a period of seven years from the date they first became due