



# 2012

ANNUAL REPORT

**CONTROL  
PRINT**   
An ISO 9001:2008 Company

## 21st Annual Report|2011 - 2012

### Board of Directors

Mr. Basant S. Kabra (Chairman & Managing Director)  
Mr. S.S. Jangid  
Mr. Gaurav Himatsingka  
Mr. Rakesh Agrawal  
Mr. Shiva Kabra (Wholetime Director)

### Management Team

Mr. Basant S. Kabra (Managing Director)  
Mr. Shiva Kabra (Wholetime Director)

### Company Secretary and Chief Financial Officer

Ms. Saroj Agarwal

### Auditors

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

### Registered Office

C-106, Hind Saurashtra Industrial Estate, Andheri-Kurla Road, Marol Naka,  
Andheri (East), Mumbai 400059, India

### Registrar & Share Transfer Agent

Sharepro Services (India) Private Limited  
13AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane,  
Off. Andheri Kurla Road, Sakinaka, Mumbai - 400072.

### Legal Advisor

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

### Works

Village Bhatian, Near TVS Factory, Bharatgarh Road,  
Nalagarh - 174 101, Dist. Solan, Himachal Pradesh

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## About us

Seamlessly integrating precision, reliability, and cost-effectiveness, Control Print's abilities stem from our leadership, in association with our partners, in hard-core technology and product engineering. Augmenting these capabilities is our expertise across applications and industries. Combined with an extensive support infrastructure, we provide the highest quality products and services in the Coding & Marking Industry across the Indian Subcontinent.

Utilizing our close to two decades of experience in the Coding & Marking Industry, Control Print has developed a philosophy that consists of partnering with the leading global players technologically. We utilize our unsurpassed local manufacturing infrastructure and highly motivated skilled workforce to provide the best engineered and most cost effective products and solutions for the entire range of manufacturing industries which include Automotive, Agro-Chemicals, Metals, FMCG, Pharmaceutical, Food & Beverage, Wire & Cable, Pipe, Construction Materials, and Commercial Printing.

Enabling our customers in production line reliability, flexibility, cost efficiencies, or other myriad ways, Control Print's solutions can impact directly or subtly, but always leaving a mark of excellence in their wake.

## Vision

To be India's leading Coding and Marking Solutions Provider.

## Mission

To provide our customers, shareholders, employees and society with the highest value through:

- Market Leadership
- Continuous Innovation
- Maintaining superior standards in our products and performance
- Developing consistently superior technology
- Working alongside the company values

## Company Values

As a Company, Control Print is committed to upholding its core values of:

- Integrity
- Reliability
- Innovation
- Excellence
- Precision

## Financial Highlights

(₹ in lakhs)

FINANCIAL YEAR	2011-12	2010-11	2009-10	2008-09	2007-08
Gross Revenue	7064.69	6290.36	4753.87	3793.51	4296.91
Profit before Tax	1101.67	767.58	224.71	85.56	767.35
Profit After Tax	840.94	587.74	208.68	19.62	626.45
Dividend	173.46	NIL	NIL	NIL	150.37
Funds Employed	7658.45	7434.75	5590.32	4775.29	4328.99
Net Worth	6003.94	5326.77	4606.77	4312.75	4216.22
Borrowings	331.85	1010.33	856.53	315.65	NIL
Debt: Equity Ratio	0.05:1	0.19:1	0.15:1	0.07:1	0.00:1
Net Worth Per Equity Share (₹ 10/- each)	69.23	61.42	57.14	58.99	56.07
Earning Per Equity Share (₹ 10/- each)	₹ 9.70	₹ 7.09	₹ 2.59	₹ 0.26	₹ 8.47
Dividend Per Equity Share (₹ 10/- each)	₹ 2.00	NIL	NIL	NIL	₹ 2.00
Promoters Shareholding in %	46.05	45.76	43.59	41.34	38.20
Paid up Capital	867.32	867.32	824.38	784.58	766.03

## NOTICE

Notice is hereby given that the Twentyfirst Annual General Meeting of the Members of CONTROL PRINT LIMITED will be held on Friday, 14<sup>th</sup> September, 2012 at Mirage Hotel, International Airport Approach Road, Marol Naka, Andheri (East), Mumbai – 400 059 at 2.30 p.m. to transact the following business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2012 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 final dividend of ₹2/- (Rupees Two Only) per Equity Shares of the face value of ₹10/- each for the Financial Year ended 31<sup>st</sup> March, 2012.
3. To appoint a Director in place of Mr. Rakesh Agrawal, who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

"RESOLVED that pursuant to Section 224 and other applicable provisions of the Companies Act, 1956, M/s. Dosi & Jain, Chartered Accountants, having Firm Registration No. FRN112435W, the retiring Auditors of the Company, having offered themselves for re-appointment, be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of the 21<sup>st</sup> Annual General Meeting up to the conclusion of the 22<sup>nd</sup> Annual General Meeting of the Company at a remuneration to be fixed by the Board & reimbursement of out of pocket expenses, if any incurred in connection with the audit."

By Order of the Board of Directors  
**For CONTROL PRINT LIMITED**

Saroj Agarwal  
Company Secretary

Mumbai, 27<sup>th</sup> June, 2012

**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/HERSELF 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 (forty eight) hours before the time appointed for the Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 1<sup>st</sup> September, 2012 to 14<sup>th</sup> September, 2012 (both days inclusive).
4. 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 Final Dividend 2004-05 (10%), Interim Dividend 2005-06 (10%) , Final Dividend 2005-06 (10% ) Final Dividend 2006-07 (20%) and Final Dividend 2007-08 (20%) are advised to submit their claim to the Company quoting their folio numbers / DP ID Client ID. Dividend declared on 13<sup>th</sup> September, 2005 is due for transfer to Investor Education and Protection Fund (IEPF). Members who have not encashed their dividend warrant pertaining to the aforesaid years may approach the Company/its Registrar, for obtaining payments thereof.
5. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. to 1.00 p.m. up to the Annual General Meeting.
6. Investor Grievance Redressal: The Company has designated an exclusive e-mail id viz. [companysecretary@controlprint.com](mailto:companysecretary@controlprint.com) to enable investors to register their complaints, if any.
7. Details as required under Clause 49 VI A of the Listing Agreement with the Stock Exchange in respect of the Director seeking appointment/re-appointment at the Annual General Meeting, is separately annexed hereto.
8. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialised form with their respective Depository Participants and in respect of shares held in physical form with Sharepro Services (India) Private Limited.

9. Members may avail themselves of the facility of nomination in terms of Section 109A of the Companies Act, 1956 by nominating in the prescribed form a person to whom their shares in the Company shall vest in the event of their death. The members holding shares in physical form and desiring to avail of this facility may send their nomination in Form No. 2B duly filled in to the Company's Registrar and Transfer Agent. Members holding shares in demat form may contact their respective depository participants for recording of nomination.
10. Members/Proxies should bring the attendance slip sent herewith duly filled in for attending the meeting.

**Details Of Directors Seeking Appointment/ Re-appointment At The  
Forthcoming Annual General Meeting**  
(pursuant To Clause 49 Of The Listing Agreement)

Particulars	Mr. Rakesh Agrawal
Date of Birth	8th June, 1947
Date of Appointment	30th October, 2010
Qualifications	Master of Engineering (Chemical)
Expertise in Specific Functional areas	He has made pioneering efforts in manufacturing and developing the market of Engineering Thermoplastics in India.
Directorship held in other public Companies (excluding foreign and private companies)	1.STYROLUTIONABS (INDIA)LIMITED 2.SHIVAPHARMACHEM LIMITED 3.SHRI DINESH MILLS LIMITED
Chairmanships / Memberships of committees across public companies	Member - Audit Committee - • Control Print Limited Member-Shareholders Grievance Committee • StyrolutionABS (India) Ltd
Shareholding of Non - Executive Director	NIL
Relationships between Directors inter-se	NIL



## DIRECTORS' REPORT

To,

**The Members of Control Print Limited**

### 1. CORPORATE OVERVIEW:

Your Company is India's Leading player in coding and marking solutions business having its corporate headquarters in Mumbai.

Your Company prepares its financial statements in compliance with the requirements of the Companies Act, 1956 and the Generally Accepted Accounting Principles (GAAP) in India. Overall the financial statements have been prepared on historical cost basis. The estimates and judgments relating to the financial statements are made on a prudent and reasonable basis, so as to reflect in a true and fair manner the form and substance of transactions and reasonably present your Company's state of affairs, profit and cash flows for the year ended March 31, 2012.

### 2. FINANCIAL RESULTS:

The Directors have pleasure in presenting the Twentyfirst Annual Report of your Company along with the Audited Statement of Accounts for the year ended 31st March, 2012. (₹In lacs)

	Current Year 2011 - 2012	Previous Year 2010 - 2011
Sales & Service Income	6654.35	5797.20
Other Income including Exceptional Income	410.34	493.16
Total Income	7064.69	6290.36
Profit before Depreciation & Tax	1190.66	866.86
Less: Depreciation	88.99	99.28
Net Profit before Taxation	1101.67	767.58
Less: Provision for Taxation	170.00	155.00
Deferred Tax (Assets) / Liability	90.73	24.84
<b>Net Profit</b>	<b>840.94</b>	<b>587.74</b>
Earlier years adjustment	15.73	7.12
Balance brought forward	1797.65	1259.91
Balance available for appropriation	2638.59	1847.65
Proposed Dividend	173.46	---
Tax on Dividend	28.14	---
Transferred to General Reserve	90.00	50.00
Balance carried to Balance Sheet	<b>2346.99</b>	<b>1797.65</b>

**3. FINANCE AND ACCOUNTS:**

The observations made by the Auditors in their Report have been clarified in the relevant notes forming part of the Accounts, which are self-explanatory. The Schedule VI of the Companies Act, 1956 has been revised by the Ministry of Corporate Affairs vide its notification dated February 28, 2011. The notification is in force and is applicable for all Balance Sheets and Statement of Profit and Loss to be prepared for the financial year commencing on or after April 1, 2011. Therefore, the previous period figures have been regrouped/recast wherever necessary.

**4. DIVIDEND:**

Your directors have recommended the payment of final dividend of ₹ 2/- (Rupees Two Only) per Equity Shares of the face value of ₹ 10/- each for the Financial Year ended 31st March, 2012.

**5. CONSOLIDATED ACCOUNTS:**

In accordance with the requirements of Accounting Standard (AS) 21 prescribed by The Institute of Chartered Accountants of India, the Consolidated Accounts of the Company and its Subsidiary is annexed to this Report.

**6. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Management Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange, is presented in a separate section forming part of the Annual Report.

Your Company continues to closely track the developments in the packaging industry and particularly in Coding and Marking segment in order to optimize its business model to cope with the threats and promises these developments hold.

**7. DIRECTORS:**

During the year, no director has been appointed or resigned from the Board of Directors of the Company.

Mr. Rakesh Shivbhadwan Agrawal retires from the Board by rotation and is eligible for re-appointment at the forthcoming Annual General Meeting. The Notice convening the Annual General Meeting includes the proposals for re-appointment of Directors.

**8. TRANSFER TO INVESTOR EDUCATION & PROTECTION FUND:**

The Company sends letters to all shareholders whose dividends are unclaimed so as to ensure that they receive their rightful dues. Efforts are also made in co-ordination with the Registrar to locate the shareholders who have not claimed their dues.

During the year, the Company has transferred a sum of ₹ 6,79,351.34 to Investor Education & Protection Fund, the amount which was due & payable and remained unclaimed and unpaid for a period of seven years, as provided in Section 205C(2) of the Companies Act, 1956. Despite the reminder letters sent to each shareholder, this amount remained unclaimed and hence was transferred.