



## **GOTHI PLASCON (INDIA) LIMITED**

Regd Office : New No.31, (Old No.26), Wallers Road, 1st Floor,  
Chennai - 600 002. Ph. No. : 32549611

**ANNUAL REPORT  
2009-2010**

BOARD OF DIRECTORS

Mr. Parasmal Gothi	-	Chairman
Mr. Sanjay Gothi	-	Managing Director
Mr. Prakash Chand Bohra	-	Director
Mr. Ajit Singh Nahata	-	Director
Mr. Desikan	-	Director

FIFTEENTH ANNUAL GENERAL MEETING

Date : 17th May 2010  
Day : Monday  
Time : 10-00 A.M  
Place : C.M. Palace  
273 & 274 G.S.T Road,  
Chrompet  
Chennai - 600 044.

Registrar & Transfer Agent

Cameo Corporate Service limited  
Subramaniam Building  
1, Club house Road,  
Chennai - 600 002.

Registered office:

New No.31(Old No.26) Wallers Road,  
First Floor,  
Chennai - 600 002.  
Ph: 32549611

Bankers

Bank of Baroda,  
80, Ritherton Road,  
Purasawakkam,  
Chennai -600 007  
Ph: 23454294.

Factory:

17/SB, Vazhudavur Road,  
Kurumbapet,  
Puducherry - 605 009.  
Ph: 2271151

Auditors:

Achha Associates  
Chartered Accountants  
Chennai - 600 079.

### NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 15th Annual General Meeting of the company will be held on **17th May 2010** at 10 a.m. at C.M.Palace, 273 & 274 GST Road, Chromepet, Chennai-44 for transacting the following business:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the profit & loss account of the company for the financial year ended 31-3-2010 and the balance sheet as at 31-3-2010 together with the director's report and auditor's report thereon.
2. To appoint director in the place of director who retires by rotation.
3. To appoint auditors and fix their remuneration.

Date : 22.04.2010

By Order of the Board  
for Gothi Plascon (India ) Limited

Chennai;

sd/- Sanjay Gothi

Managing Director

#### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED AND IF INTENDED TO BE USED, IT SHOULD BE RETURNED DULY COMPLETED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.
2. The Register of Members of the Company will remain closed on 17.05.2010
3. Shareholders / proxy holders are requested to bring their copy of the annual report with them at meeting and to produce at the entrance the attached admission slip duly completed and signed, for admission to the meeting hall.
4. Members desirous of getting any information about the accounts and operation of the company are requested to address their query to the company at the registered office of the company well in advance so that the same may reach at least seven days before the date of meeting to enable the management to keep the required information readily available at the meeting.
5. Member holding shares in physical form are requested to notify any change of address, bank mandates, if any, to the Registrar & Transfer Agent or to their respective depository participants if the shares are held in electronic form.
6. Members are requested to affix their signature at the space provided on the attendance slip annexed to the proxy form and to hand over the slip at the entrance to the meeting.
7. Profile of Mr.Ajit Singh Nahata, the director retiring by rotation:

**Details of Directors seeking appointment and re-appointment at the forthcoming Annual general meeting of the company.**  
Pursuant to Clause 49 of the Listing Agreement with the Stock Exchange.

Name of Director	Expertise in Specific	Qualifications	Director-Ship in	Chairman/ Member of Committee
	Functional Areas			
Mr.Ajit Singh Nahata	Finance	B Com	NIL	NIL

By Order of the Board  
for Gothi Plascon (India ) Limited  
sd/- Sanjay Gothi  
Managing Director

Date : 22.04.2010

Chennai;

**DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2010**

Dear Shareholders,

We have pleasure in presenting the 15th Annual Report and Audited Statements of Accounts of the Company for the year ended 31st March, 2010.

#### PERFORMANCE

The financial results for the year ended 31<sup>st</sup> March 2010 are as under:

	Rs. (In Lacs)	
	31.03.2009	31.03.2010
Income	125.41	251.20
Total Expenses	135.54	195.77
Loss / Profit before depreciation	(10.13)	55.43

Depreciation	13.30	7.92
Loss / Profit before Tax	(23.43)	47.51
Provision for taxation	0.03	0.02
Loss / Profit After Tax	(23.46)	47.49

#### **Business Outlook and Prospects:**

The company has total revenues for the financial year 2009-10 of Rs.251.20 lacs as compared to Rs.125.41 lacs in the Previous year. The profit of the company stood at Rs.47.49 lacs as compared losses of Rs.23.46 lacs in the previous year. The board had been trying to sell remaining plant and machinery and had sold some machinery during the year. However the company has to continue its production till that time to keep these remaining machineries in proper condition to get reasonable prices.

As stated earlier, the board was not able to sell land and building in the previous year as it was not able to fetch right prices. The company had constructed few sheds / building and leased out the same. The company is planning in future also to construct few more sheds/building which may generate income for the company. The Company is still open with the option of selling land/building if it gets good prices for the same.

#### **Fixed Deposit:**

The company has not accepted any fixed deposit during the year.

#### **DIVIDEND**

The Directors do not recommend any dividend for the financial year ended 31st March 2010.

#### **DIRECTORS**

Mr.Ajit Singh Nahata retires by rotation and being eligible, offer for re-appointment.

#### **AUDITORS**

The auditors of the Company M/s. ACHHA & ASSOCIATES. Chartered Accountants retire at the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. Accordingly a resolution is being submitted to the members for their re-appointment and to fix their remuneration for the current year.

#### **STATUTORY DISCLOSURES:**

The company had no employee covered by the provisions of section 217(2A) of the Companies Act, 1956. The company has consumed Power of Rs. 7.88 lacs as compared to Rs. 9.60 lacs. The company had no foreign exchange inflow or outflow during the year.

#### **DIRECTORS' RESPONSIBILITY STATEMENT:**

Directors hereby declare

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- that 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 at the end of the financial year and of the profit or loss of the company for that period ;
- that the directors had 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 subject to the inherent limitations that should be recognized in weighing the assurance ;
- That the directors had prepared the annual accounts on a going concern basis.

#### **INDUSTRIAL RELATIONS:**

Industrial Relation continued to be cordial during the year.

#### **CORPORATE GOVERNANCE :**

Pursuant to clause 49 of the Listing Agreement, a report of compliance of corporate governance as on 31/03/2010 duly certified by the auditors of the company is annexed.

#### **ACKNOWLEDGEMENTS**

Your directors wish to place on record their sincere appreciation to the bankers, customers, vendors and Investors for their continued support. Your direction also pleased to record their appreciating for dedication and contribution made by employees at all levels and look forward to their support in future as well.

Date: 22.04.2010  
Chennai

For and on behalf of the Board  
for Gothi Plascon (India) Ltd.

sd/-  
Directors

#### **MANAGEMENT DISCUSSION AND ANALYSIS - SCENARIO**

The Future Disposable Plastic is very bleak . The industry doesn't seem to be prospective at all . The company is trying to reduce its losses by using land and building essciently.

#### **DETAILED FINANCIAL AND OPERATIONAL ANALYSIS**

##### **Financial Analysis**

The overall situation of disposable plastic Industry remained same during the year. Total revenues for the financial year 2009-10 stood at Rs.251.20 lacs from Rs.125.41 lacs in the previous year. The Profit of the company stood at Rs.47.49 lacs as compared losses to Rs.23.46 lacs in the previous year.

##### **Operational analysis**

The scope of disposable plastic industry is not that prospective .Your company continuing its efforts to improve profitability in operations, The new approach of building sheds and letting it out is able to control losses of the company .

#### **CORPORATE GOVERNANCE**

Long-term shareholders' value is inextricably linked to good corporate governance, which, in turn is linked to transparency and accountability. The Company remains committed to good corporate governance and has been consistently improving transparency and accountability to all its stakeholders. The Company's policies and practices are also unequivocally targeted towards this aim

#### **BOARD OF DIRECTORS**

##### **I. Composition and Category of Directors**

The board comprises 5 members – 2 executive director and 3 non-executive directors, of which 2 are independent.

The chairman of the board is a non-executive director. The company is in the process of appointing another independent director as per the new amendment in the listing agreement.

II Six board meetings were held during the year on 14/04/2009 , 28/04/2009, 20/07/2009,15/10/2009 , 18/01/2010 AND 20/03/2010.

III Attendance in the board meeting :

Name of Director	Number of meetings held during his tenure	Number of meetings attended	AGM attendance
Mr.Parasmal Gothi	6	6	Yes
Mr.SanjayGothi – M.Director	6	6	Yes
Mr.Prakash Bohra	6	6	Yes
Mr.Ajithsinghji Nahata	6	6	Yes
Mr.Desikan	6	6	Yes