
Book - Post
18th Annual Report
2011-12

***Integrated
Thermoplastics
Limited*** 

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***Integrated
Thermoplastics
Limited*** 

Corporate Office :
Plot No.188, Phase-II, Kamalapuri Colony,
Hyderabad - 500 073.

***18th Annual Report
2011 - 2012***

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BOARD OF DIRECTORS :

- | | |
|---------------------------------|-------------------|
| 1. Sri. S.P.Y. REDDY | Chairman |
| 2. Dr. V. CHANDRA SEKHARA REDDY | Managing Director |
| 3. Sri. SHEIK CHAND BASHA | Director |
| 4. Sri. A. SREENIVASULU REDDY | Director |
| 5. Sri. T. RAVI KUMAR REDDY | Director |

**REGISTERED OFFICE
& WORKS :**

Survey No. 375,
Manoharabad (V)
Toopran (M)
Medak (District) - 502 334
Andhra Pradesh

ADMN., & CORPORATE

OFFICE :
188, Phase-II,
Kamalapuri Colony,
Srinagar Colony,
Hyderabad - 500 073.
Andhra Pradesh

STATUTORY AUDITORS :

M/s.L.B.Reddy & Co.,
Chartered Accountants
Hyderabad - 500 082.

BANKERS :

Andhra Bank
Nandyal

REGISTRARS & SHARE TRANSFER AGENTS :

XL SOFTECH SYSTEMS LTD.
PLOT No. 3, SAGAR CO-OPERATIVE SOCIETY,
ROAD No. 5, BANJARA HILLS, HYDERABAD - 34
PH.No. 040-23545913 / 14 / 15



NOTICE :

Notice is hereby given that the 18th Annual General Meeting of the members of INTEGRATED THERMOPLASTICS LIMITED will be held on Saturday, the 29th September 2012 at 11.30 A.M at the Registered Office of the Company situated at Survey No.375, Manoharabad Village, Toopran Mandal, Medak District - 502 334, Andhra Pradesh to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Statement of Profit & Loss Account for the financial year ended March 31, 2012 and the Balance Sheet as at that date and the Directors' and Auditors' reports thereon.
- To appoint a director in place of Mr. Shaik Chand Basha, who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint a director in the place of Mr. Tamidala Ravi Kumar Reddy, who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS:

- To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

RESOLVED that pursuant to Section 257 of the Companies Act, 1956, Dr. Vangala Chandra Sekhara Reddy, who was appointed by the Board as an Additional Director of the Company to hold office up to the date of Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

- To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

RESOLVED THAT pursuant to the provision of Sections 198, 269, 309 and 310 and other applicable provisions, if any of the Companies Act, 1956, approval of members be and is hereby accorded for appointment of Dr. Vangala Chandra Sekhara Reddy, who fulfills the conditions specified in Part I and Part II of Schedule XIII to the Companies Act, 1956 as Managing Director of the company, for a period of three years with effect from 15.05.2012, on the following remuneration as recommended/ approved by the Remuneration Committee and Board of Directors of the company in their respective meetings. The details of salary, allowance and other perquisites as below:

- Salary : Rs.50,000/- per month.
- Perquisites : All the Perquisites stated in PART - I will be restricted to amount equivalent to the 50% of Annual Salary or Rs.3,00,000/- whichever is less to be reckoned on the basis of actual expenditure or liability incurred by the company as provided under explanation to Section 198, of the Companies Act, 1956. Expenditure incurred by the Company under Part - 2 will not be considered



for computation of ceiling on perquisites to the extent they are not taxable under the Income Tax Act. Expenditure incurred by the Company under Part -3 will not be considered as perquisites. Subject to the above, the Managing Director will be allowed the following.

PART - 1

- i) Housing including Gas, Electricity, Water and furnishings (Non interchangeable):
 - a) Expenditure incurred by the company on hiring accommodation is limited to 20% of his salary over and above 10% payable by the Managing Director.
 - b) Expenditure incurred by the company on Gas, Electricity, Water and furnishings will be evaluated as per the Income Tax Act, Rules 1962 and will be subject to a ceiling of 10% of the salary.
 - c) In case, no accommodation is provided, House Rent allowance at 20% of the salary will be payable. In case the accommodation is in a Company owned House, he shall pay by way of rent an amount equivalent to 10% of his salary.
- ii) Medical benefits for self and family:

Reimbursement of expenses actually incurred, the total cost per annum of which to the company shall not exceed one month's salary or 3 month's salary in a block of 3 years.
- iii) Leave Travel Concession: Leave Travel concession for self and family once in a year in accordance with the rules of the company.
- iv) Personal Accident Insurance: Actual premium not to exceed Rs.6000/-
- v) Fees of clubs: Subject to a maximum of 2 years. No admission fee or life membership fee is paid by the company.

PART-2

- i) Company's contribution towards Provident Fund:

As per the rules of company, but not to exceed 12% of salary or such higher rate as is not taxable under the Income Tax Act, 1961.
- ii) Company's contribution towards Pension/Superannuation Fund

As per the rules of the Company, but it shall not, together with the company's contribution to Provident Fund, exceed 25% of the salary as laid down in the Income Tax Act, 1961 or such higher rate as is not taxable under the Income Tax Act, 1961.
- iii) Gratuity: Not to exceed half month's salary for each completed year of service, subject to ceiling as per the payment of the Gratuity Act.
- iv) Privilege Leave: On full pay and allowances, as per the rules of the company but not exceeding one month's leave for the every 11 months of service subject further to the condition that leave accumulated but not availed of will not be allowed to be encashed.



PART - 3

- i) Car: Use of Car for Company's business is provided, however, the Managing Director shall pay use of the Car for personal purpose.
- ii) Telephone & Cell phone: Telephone facility at residence and cell phone connectivity will be provided. All long distance personal calls shall be logged and paid by the Managing Director.
- iii) Others: Reimbursement of actual entertainment expenses, actual traveling and hotel expenses for the company's business and/or allowances as per the company's rules.

//By Order of the Board//
for Integrated ThermoPlastics Limited

Place: Hyderabad
Date: 14.08.2012

Sd/-
S.P.Y REDDY
CHAIRMAN

NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY INSTEAD OF HIMSELF / HER SELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORMS TO BE VALID SHALL BE LODGED WITH THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**
2. The Register of Members and Share Transfer books of the Company will be closed from 22nd September to 29th September 2012 (both days inclusive).
3. 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.
4. Members/Proxies are requested to fill in the enclosed attendance slip and deposit the same at the entrance of the meeting hall.
5. The Register of directors' shareholdings will be open for inspection to any member of the company during the period beginning 14 days before the date of company's annual general meeting and ending 3 days after the date of its conclusion. The said register will also remain open and accessible during the annual general meeting to any person having right to attend the meeting.
6. The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circulars on April 21, 2011 and April 29, 2011 inter-alia stating that a company would have complied with Section 53 of the Companies Act, 1956, if the service of document has been made through electronic mode. In that case, the company is required to obtain email addresses of its members for sending the notice/documents through email by giving an advance opportunity to every shareholder to register his email address and changes therein, if any, from time to time with the company.

Therefore, in view of the above, the members are requested to update your email ids with the depository participants with whom the client had demat account, if the



shares are in Demat mode and Registrars and Transfer Agents M/s. XL SOFTECH SYSTEMS LIMITED of the Company, in case the shares are in physical mode.

7. Explanatory Statement pursuant to section 173(2) of the Companies Act, 1956 for the special business is annexed.

EXPLANATORY STATEMENT

Item No. 5 : Appointment of Director

Dr. Vangala Chandra Sekhara Reddy have been appointed by the Board as an Additional Directors of the company pursuant to Section 260 of the Companies Act, 1956 to hold office up to the date of the ensuing Annual General Meeting of the Company.

In order to continue in office as Director, he needs to be appointed as Director at the ensuing Annual General Meeting of the Company

In accordance with the provisions of Section 257 of the Companies Act, 1956, notice have been recieved from members of the company proposing the above said Director as candidate for the office of Director liable to retire by rotation. The company has also received the required deposit amount.

Dr. Vangala Chandra Sekhara Reddy, aged about 60 years is a post graduate in Medicine. Dr. Vangala Chandra Sekhara Reddy has vast experience in the administration which will benefit the company to grow.

Hence, the Board recommends the Resolution for your approval.

Except Mr. S.P.Y. REDDY no other directors are interested or concerned for the appointment of Dr. Vangala Chandra Sekhara Reddy.

Item No.6: Appointment of Managing Director

Dr. Vangala Chandra Sekhara Reddy, was appointed as Managing Director of the Company for a period of 3 years with effect from 15th May 2012 with a remuneration as detailed in the resolution.

Dr. Vangala Chandra Sekhara Reddy, is a post graduate in Medicine, and he has vat experience in administration. Your board of directors recommends his appointment as Managing Director for a period of 3 years with effect from 15th May 2012.

As per section 269 of the Companies Act, 1956 read with schedule XIII of the Companies Act if the Managing Director is appointed by the Board under Schedule XIII, the same shall be approved by members of the Company in the General Meeting. Hence the resolution is being placed for your approval.

Except Mr. S.P.Y. Reddy no other directors are interested or concerned for the appointment of Dr. Vangala Chandra Sekhara Reddy

//By Order of the Board//
for Integrated Thermoplastics Limited

Sd/-
S.P.Y REDDY
CHAIRMAN

Place: Hyderabad
Date: 14.08.2012



DIRECTORS REPORT

To,
The Members of
INTEGRATED THERMOPLASTICS LIMITED

We hereby present the 18th Annual Report and the Audited Statement of Accounts for the Financial Year ended 31st March, 2012.

1. FINANCIAL RESULTS:

Amount (Rs)

PARTICULARS	31-03-2012	31-03-2011
Revenue from Operation	842012587.10	825086997.62
Other Income	986031.00	1665766.00
Total Revenue	842998618.10	826752763.62
Total Expenditure	830261281.41	815675287.87
Profit/(Loss) Before Tax	12737336.69	11077475.75
Less: Current Tax	3417967.00	3717311
Less: Deferred Tax	924135.00	270746.11
Add: Tranfer from Reserve	--	128190.21
Net Profit/(Loss)	8395234.69	7759101.07

2. REVIEW OF OPERATIONS

Your Company turnover recorded a marginal growth as compared to the previous year and the performance of the company for the year ended 31.03.2012 has resulted in a net profit of Rs.8395234.69 which is higher than last year net profit of Rs.7759101.07.

The marketing of products are very competitive and your company is able to sell the products at a best and competitive price.

3. FUTURE OUTLOOK

The Board expects that the Company would maintain the same level of operations in future also.

4. DIRECTORS

In accordance with the requirement of the Companies Act, 1956 Mr. Shaik Chand Basha and Mr. Tamidala Ravi Kumar Reddy, who retire by rotation and the board, recommend their reappointment.

Mr. Raghu Shriramshetty, Mrs. Sujala Sajjala, Mrs. Parvathi Reddy Sannapureddy and Kakarla Rami Reddy resigned from the Board of Directors of the Company and the Board accepted their resignation in the Board meeting held on 15th May 2012 and filed the required forms with Registrar of Companies, Andhra Pradesh.



Dr. Vangala Chandra Sekhara Reddy, was appointed as Additional Director of the Company to hold the office up to the date of ensuing the Annual General Meeting and he shall be appointed as director at the ensuing Annual General Meeting in order to continue in the office. The Board recommends his appointment.

Mrs. Sujala Sajjala resigned from the position of Managing Director of the Company and in her place Dr. Vangala Chandra Sekhara Reddy was appointed as Managing Director of the company with effect from 15.05.2012, by the Board of Directors in their Meeting held on 15th May 2012 with a remuneration not exceeding Rs.1,00,000 - per month and recommended the appointment to the shareholders for approval. The appointment was already intimated to the members of the company under section 203 of the Companies Act, 1956.

5. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them your directors make the following statement in terms of Section 217 (2AA) of the Companies Act, 1956:

- (i) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- (ii) Appropriate accounting policies have been selected and applied consistently and have 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 at March 31, 2012 and of the Profit of the company for the year ended on that date.
- (iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (iv) The annual accounts have been prepared on a going concern basis.

6. CORPORATE GOVERNANCE

- (a) Management Discussion and Analysis Report is enclosed.
- (b) As per Clause 49 of the Listing Agreement with the Stock Exchange, a separate section on Corporate Governance Practices followed by the Company together with a certificate from the Company's Auditor confirming compliance is set out in the Annexure forming part of this report.

7. FIXED DEPOSITS

The Company has not invited and raised any fixed deposits as on 31st March, 2012 in terms of the provisions of Section 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, 1975 as amended from time to time. There are no outstanding or unclaimed deposits as on 31st March, 2012.



8. PARTICULARS OF EMPLOYEES:

During the year under review, no employee of the company was in receipt of remuneration for the whole year which in the aggregate was Rs. 60,00,000/- or more per annum nor was any employee in receipt of remuneration Rs.5,00,000/- or more per month for any part of the year in accordance with the provisions of Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended.

During the year under review, industrial relations of the company continued to be cordial and peaceful.

9. PARTICULARS REGARDING ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Details of Energy Conservation, Research & Development, Technology Absorption, Foreign Exchange Earnings and Outgo as required under section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, are given in Annexure "A" to the Directors Report.

10. AUDITORS

M/s. L.B.REDDY & Co., Chartered Accountants, the Company's Auditors, hold office till the conclusion of this Annual General Meeting. They have signified their willingness to accept their re-appointment and have further confirmed their eligibility under section 224 (1B) of the Companies Act, 1956.

11. LISTING AT STOCK EXCHANGES

The Equity Shares of the company are listed on Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.

Listing fees to the Bombay Stock Exchange Limited has been paid up-to-date.

12. ACKNOWLEDGEMENTS:

Your directors wish to place on record their sincere gratitude to the Government of India, Government of Andhra Pradesh, Bankers, Shareholders, Dealers, Suppliers, Customers and employees and workers of the Company for their whole hearted co-operation extended to the Company during the year.

//By Order of the Board//
for Integrated Thermooplastics Limited

Sd/-

Sd/-

Place: Hyderabad
Date : 14.08.2012

V.CHANDRA SEKHARA REDDY
MANAGING DIRECTOR

S.P.Y REDDY
CHAIRMAN