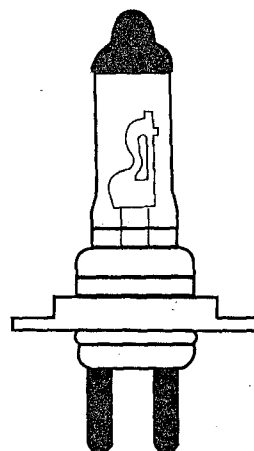


JAGAN LAMPS LTD.

*Manufacturer Automotive Halogen Bulbs
(An 100% Export Oriented Unit)*

Report  Junction.com

15TH ANNUAL REPORT 2006-2007



Jāgān *Lighting on the move.....*

Jagān *Lighting on the move* **JAGAN LAMPS LTD.**

BOARD OF DIRECTORS

MR. S.P. AGGARWAL
MR. ASHISH AGGARWAL
MR. ALOK AGGARWAL
MR. RAMESH CHAND
MRS. GEETA SINGLA
MRS. SHIKHA GUPTA

CHAIRMAN CUM MANAGING DIRECTOR
WHOLE TIME DIRECTOR
DIRECTOR PRODUCTION
DIRECTOR
DIRECTOR
DIRECTOR

AUDITORS

BHASIN RAGHAVAN & CO.
F-48, BHAGAT SINGH MARKET
NEW DELHI - 110001

SOLECITORS

C.S. AGGARWAL & CO.
R-519, NEW RAJINDER NAGAR
NEW DELHI - 110060

REGISTRAR & TRANSFER AGENT

MAS SERVICE PVT. LTD
AB-4, SAFDARJUNG ENCLAVE
NEW DELHI - 110029
TEL No. : 011-26104292

REGISTERED OFFICE

NARELA PIAO MANIHARI ROAD
KUNDLI, DISTT. SONEPAT (HARYANA)

BANKERS

1. AMERICAN EXPRESS BANK LTD
HAMILTON HOUSE, NEW DELHI
2. CITI BANK N.A.
PUNJABI BAGH,
NEW DELHI

CORPORATE/HEAD OFFICE

14, DDA TRANSPORT CENTER
ROHTAK ROAD, PUNJABI BAGH
NEW DELHI - 110035
TEL NO. : 011-28312342, 28312357
FAX NO. : 011-28312165
Email : halogenbulb@vsnl.com

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Jagan *Lighting on the move* JAGAN LAMPS LTD.

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the 15th Annual General Meeting of the Members of Jagan Lamps Ltd. will be held on Monday the 17th Day of September' 2007 at 10.00 A.M. at the Registered Office of the Company at JAGAN LAMPS LTD., Narela Piao Manihari Road, Kundli, Distt. Sonapat (Haryana) to transact the following business :

ORDINARY BUSINESS

- 1) To receive, consider and adopt the Audited Balance Sheet as at 31st March' 2007, Profit & Loss Account for the year ended on that date along with Reports of the Board of Directors and the Auditors thereon.
- 2) To re-appoint M/s Bhasin Raghavan & Co. Chartered Accountants, New Delhi, as the Statutory Auditors of the Company to hold Office from the conclusion of the ensuing Annual General Meeting untill the conclusion of the next Annual Genreal Meeting and to authorise the Audit Committee of Directors to fix their remuneration.
- 3) To appoint a Director in place of Mr. Ramesh Chand, who retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

For and On Behalf of the Board of Directors

For Jagan Lamps Ltd.

sd/-

(S.P. Aggarwal)

Mg. Director

Dated : 09/08/2007

Place : Kundli

NOTES

- 1) A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
- 2) Proxies In order to be effective, must be deposited either at the Registered Office or at the Corporate Office of the Company not less than 48 hours before the Commencement of the meeting.
- 3) The Register of Members and Share Transfer Books of the Company will remain closed from 07th day of September 2007 to 17th day of September 2007 (both days inclusive).
- 4) In case of Joint Holders, if more than one Holder intend to attend the meeting, they must obtain additional admission slip on request from the Registered Office of the Company. Only such Joint Holder who is higher in the order of names will be entitled to vote.
- 5) All documents refered to in the accompanying notice are opened for inspection at the Registered Office of the Company on all working days except Sunday's between 11:00 AM and 1:00 PM before Commencement of the Annual General Meeting.
- 6) To & Fro Transport facility will be provided to the Members/Proxy Holders only who submits their applications for this facility by 12/09/2007 at the Corporate office of the Company between 11:00 A.M. to 1:00 P.M.
- 7) The Conveyence will start at 7.30 A.M. on 17/09/2007 from the Corporate Office of the Company, for the Members / Proxy holders whose applications for availing the transport facility has been received within the stipulated time, for attending the Annual General Meeting.
- 8) Members/Proxies who are holding shares in Dematerialised form are requested to bring the Client ID and DPID numbers for easy identification of attendance at the Meeting.
- 9) Details about the Director to be re-appointed in the Annual General Meeting as per Clause 49 of the Listing Agreement is enclosed.
- 10) RE-APPOINTMENT OF DIRECTOR

Mr. Ramesh Chand, who retires by rotation at the ensuing Annual General Meeting, and being eligible offers himself for re-appointment. Mr. Ramesh Chand aged 39 Years, has been associated with the Company and appointed as Director since 1995. He is not interested as director in any other company. He has experience

Jagān *Lighting on the move* JAGAN LAMPS LTD.

in the field of Business administration and planning. None of the Directors of your Company is disqualified as per Provisions of Section 274 (1)(g) of the Companies Act, 1956. Your Directors have made necessary disclosures as required under various provisions of the Companies Act, 1956 and Clause 49 of the Listing Agreement. Necessary Resolution is placed before the Shareholders for their approval.

For and On Behalf of the Board of Directors
For Jagan Lamps Ltd.

sd/-
(S.P. Aggarwal)
Mg. Director

Dated : 09/08/2007
Place : Kundli

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Fifteenth Annual Report on the Business and Operations of the Company for the year ended March 31, 2007 and the Audited Statement of Accounts of the Company along with Auditors Report thereon.

FINANCIAL HIGHLIGHTS

Year Ended 31/03/2007

Sales & Other Income	76779393
Total Expenditure	73034949
Profit before Interest & Depreciation	3744444
Interest	0
Depreciation	3535270
Net Profit	209174
EPS (Rs.)	0.00

PERFORMANCE HIGHLIGHT

I would like to share with you a few performance highlights of the company. The company has utilized its Full capacity of production. It has utilized about 8% more than the installed capacity in case of auto lamps and about 66.4% over and above its installed capacity in case of headlights.

The strengthening of Indian Rupee has impacted the export margins of the company.

Sales Turnover of the Company has declined by about 8.77% as compared to 2005-2006. This is due to strengthening of Rupee and also the competition in the International market.

BUSINESS

Your Company is mainly in the Business of Manufacturing Automotive Bulbs and Lights. The Company holds 100% EOU status.

OPPORTUNITIES

Increase in volumes of Automobiles world wide may increase the sales turnover of your company.

THREATS

Continous strengthening of Indian Rupee may impact profitability of the company. However, some percentage of it will be compensated from the imported raw materials and other items.

RISK AND CONCERN

The increase in raw material cost & other input costs are creating pressure on operating margins. It may not be possible for the company to recover the entire increase in raw materials & input costs from the customers.

SEGMENTWISE PERFORMANCE

As per the relative segment reporting requirements, The Company operates in Single Segment i.e. Automotive Bulbs and Lights.

Jagan *Lighting on the move* JAGAN LAMPS LTD.

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For and On Behalf of the Board of Directors

For Jagan Lamps Ltd.

sd/-

(S.P. Aggarwal)

Mg. Director

Dated : 09/08/2007

Place : Kundli

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For and On Behalf of the Board of Directors
For Jagan Lamps Ltd.

sd/-

(S.P. Aggarwal)

Mg. Director

Dated : 09/08/2007

Place : Kundli

DIRECTORS' REPORT

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LISTING OF SHARES ON STOCK EXCHANGES

The Equity Shares of the Company are listed on Bombay Stock Exchange Ltd., Mumbai, having Company Code 530711 and Delhi Stock Exchange Association Ltd. having Company Code 7355. The Listing Fees for the Financial Year 2007-08 has been paid.

International Securities Identification Number (ISIN)

The annual custodial fees for the Financial Year 2007-08 have been paid to National Securities Depository Limited (NSDL) and Central Depository Services Ltd.(CDSL). The ISIN Number is INE144C01014.

REGISTRAR AND SHARE TRANSFER AGENT

The Members are requested to correspond with company's Registrar and Share Transfer Agent "Mas Service Pvt. Ltd., AB-4, Safdarjung Enclave, New Delhi - 110029" for Demat, Share Transfer related matters etc.

INTERNAL CONTROL SYSTEM

Your Company has a proper adequate system of Internal Controls with its size which foster reliable financial reporting, safeguard assets, encourage adherence to management policies and to promote ethical conduct.

CONSERVATION OF ENERGY:

The Company Continues its policy of priority to energy conservation measures including regular review of energy conservation, consumption and effective control on utilisation of energy. After careful analysis and planning, measures are initiated to minimised the consumption of energy through the optimization of energy consuming machines.

QUALITY:

During the year, a number of Quality improvement initiatives were taken covering Customer, Process and Employee perspectives. Problem solving techniques, Cost of Quality and to cover employess right and trainee Engineers to Senior Managers. For the forthcoming year, the focus will be on realizing tangible and measurable savings and benefits out of improvements activities. The Company is ISO 9001-2000 Certified.

EMPLOYEES

Human Resources is the most valuable asset of the company. Your Company strongly recommends that employees are the key pillar in our success. It is our belief that employees have to be given the right environment for their talents to bloom and they need to be nurtured as one of our most important assets. Our constant endeavor has therefore been to provide them with an enabling atmosphere where they are motivated to deliver their best. Initiatives has been taken to become a performance driven organization by retaining talent and developing leadership potential.

FIXED DEPOSIT / PUBLIC DEPOSITS

The Company has not accepted any Fixed Deposits U/s 58A of the Companies Act during the year under Review.

PUBLIC ISSUE

The Company has neither floated any Public Issue nor any Right Issue during the year under Review.

AUDITORS

M/s Bhasin Raghavan & Co., Chartered Accountants, New Delhi, Auditors of the Company, retires at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

AUDITOR'S REPORT

The observation of the Auditors contained in the Auditors Report, read with Notes on Accounts are self explanatory and do not call for any further clarifications.

ACKNOWLEDGEMENT

The Board of Directors takes this opportunity to express its sincere appreciation for the excellent support and co- operation extended by shareholders, customers, suppliers, bankers and other business associates.

Your Directors place on record their deep appreciation for exemplary contribution of the employees at all levels. Their dedicated efforts and enthusiasm has been integral to your Company's impressive growth.

On Behalf of the Board of Directors
For Jagan Lamps Ltd.

sd/-

(S.P. Aggarwal)
Chairman

Dated : 09/08/2007
Place : Kundli

Jagān *Lighting on the move* JAGAN LAMPS LTD.

CORPORATE GOVERNANCE

Corporate Governance stands for responsible and value creating management and control of the company. The companies policies and practices are not only consistent with the statutory requirement but it also commites to operate in the best interest of the shareholders.

Corporate principles :

Our success depends on the success of our customers. We provide our customers with our comprehensive experience and solutions so they can achieve their objectives fast and effectively. We keep them competitive. Innovation is our lifeblood. We empower our employees to gain knowledge and learning. We are committed to be good corporate citizenship and healthy environment. Integrity guides our conduct towards our employees, busniess partners and shareholders.

BOARD OF DIRECTORS

(A) Composition of Board

The Board of Directors of the company has an optimum combination of three Executive Directors and three Non-Executive Independent Directors, which is in conformity with the requirements of Clause 49 of the listing Agreement . The gap between two Board Meetings did not exceed four months. The Non Executive Directors with their knowledge, experience and expertise brings in their independent judgement to the deliberations and decisions of the Board. The powers and terms of reference of the Audit Committee are as mentioned in the Clause 49 II (C),(D) & (E) of the listing agreement and section 292A of the Companies Act,1956. Apart from the Sitting Fees paid for attending either Board or Committee Meetings, the Non-Executive Directors did not have any material pecuniary relationship or transactions with the company during the year 2006-2007.

(B) Non-Executive Directors Compensation and Disclosures

The Non-Executive Directors of the Company are paid Sitting Fees as fixed by the Board of Directors within the limits prescribed under the Companies Act, 1956. No stock options were granted to Non-Executive Independent Directors during the year under the review.

(C) Other Provisions as to Board and Committees

During the Year 2006-2007, Seven Meetings of the Board of Directors were held on 31st May 2006, 31st July 2006, 12th August 2006, 30th September 2006, 30th October 2006, 31st January 2007 & 4th March 2007.

The 14th Annual General Meeting of your Company was held on 30th September 2006. The Details about the Directors, Attendance in the Board Meetings and Annual General Metting are given below :

Name	Catagory	Board Meetings attended during the year
1 Mr. S.P.Aggarwal	Promoter - Chairman cum Mg. Director	7
2 Mr. Ashish Aggarwal	Promoter & Executive Director	7
3 Mr. Alok Aggarwal	Promoter & Executive Director	7
4 Mrs. Geeta Singla	Independent & Non Executive	7
5 Mr. Ramesh Chand	Independent & Non Executive	3
6 Mrs. Shikha Gupta	Independent & Non Executive	4

None of the Director is a Member of more than 10 Committees and chairman of more than 5 committees, across all public limited companies in which he/she is a Director.

(D) Code of Conduct:

The basic statement constitutes the foundation of the company's Business Conduct Guidelines (BCGs.) which are globally binding uniform rules of conduct that apply to every employee of the company.

Further the Company has adopted BCGs as the Code of Conduct for Directors and Senior Management of the Company, as per the requirements of Clause 49 I D of the Listing Agreement. Accordingly, the application of BCGs has also been extended to the Non-executive Directors of the Company.