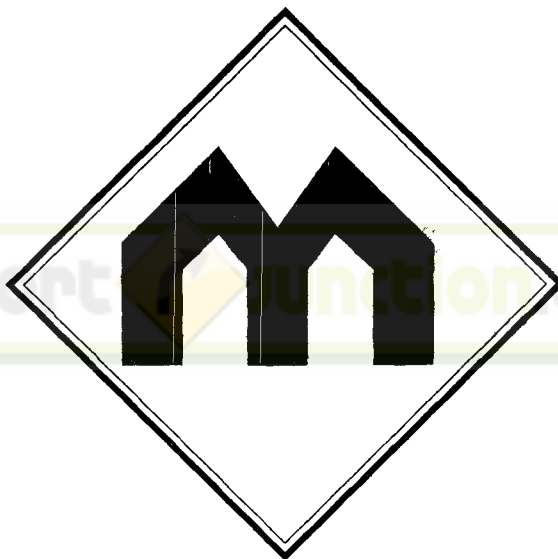


43RD ANNUAL REPORT

2010 - 2011



MALTEX MALSTERS LIMITED

**Regd. Office :
RAUNI, PATIALA**



Maltex Malsters Limited

43rd Annual Report

2010-2011

ANNUAL REPORT

Year Ended March 31, 2011

Board of Directors :

KANTA LABROO (Managing Director)
B.M. LABROO
LOVELEENA LABROO
SANJAY LABROO
KALYAN GANGULY
AJAY LABROO
TEJ BHADUR SARAF
P.A. MURALI

Auditors :

A. SHARMA & CO.
(CHARTERED ACCOUNTANTS)
NEW DELHI

Regd. Office :

MALTEX HOUSE
VILL. RAUNI, PATIALA

Bankers :

STATE BANK OF INDIA, THE MALL, PATIALA.

43rd Annual Report**2010-2011****Maltex Malsters Limited**

Notice is hereby given that the Forty third Annual General Meeting of the Members of Maltex Malsters Limited will be held on Tuesday 27th September 2011 on 11.30 Hours at Maltex House, Rauni, Patiala to transact the following business:

- 1) To receive consider and adopt the Directors' Report, Auditor's Report and the Audited Balance Sheet and Profit and Loss Account for the year ended 31st March 2011.
- 2) To declare a dividend on Equity Shares.
- 3) To Appoint Director in place of Mr. B M Labroo who retires by rotation and is eligible for re-appointment.
- 4) To Appoint Director in place of Mr. P A Murali who retires by rotation and is eligible for re-appointment.
- 5) To Appoint Director in place of Mr. Tej Bahadur Saraf who retires by rotation and is eligible for re-appointment.

SPECIAL BUSINESS:

- 6) To Appoint Auditor and to fix their remuneration, and to pass, with or without modification, the following resolution, which will be proposed and **ORDINARY RESOLUTION**.

"**RESOLVED** that M/s A Sharma & Co. Chartered Accountants, be and are hereby appointed as Auditors of the Company from the conclusion of the this Annual General Meeting until the conclusion of the next annual General meeting of the Company at a remuneration to be fixed by the Board of Directors of the Company or a Committee thereof"

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

"**RESOLVED** that M/s Anil Jindal & Associates, Company Secretaries be and are hereby appointed to obtain the Secretarial Compliance certificates for the year ending 31.3.2012. They will hold the office from the conclusion of the Annual General Meeting till the conclusion of the next AGM of the Company at remuneration fixed by the Board of Directors of the Company or a Committee thereof.

BY ORDER OF THE BOARD OF DIRECTORS

PLACE : NEW DELHI
DATE : 27th JULY, 2011

B M LABROO
Director

KANTA LABROO
Managing Director

**Maltex Malsters Limited****43rd Annual Report****2010-2011****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 to himself, Such proxy need not be a member of the Company, Proxies in order to be effective must be received by the Company not less than 48 Hours before the time for holding the meeting.
- 2) Members are requested to notify immediately and change in their address to the Company.
- 3) In all correspondence with the Company, members are requested to quote the folio numbers.
- 4) Consequent upon amendment in Section 205A of the Companies Act, 1956, the amount of Dividend remaining unpaid or unclaimed for a period of Seven years shall be transferred to the Investors Education and protection fund of the Central Government. Members who have not yet encashed their dividend warrant (s) for the financial year 31.3.2004 or for any subsequent years are requested to make their claims to the Company.
- 5) The explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of the special business stated above is annexed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 :

Item No.7: As per provisions of Section 383A read with the companies (Appointment & Qualification of Secretary) Rules, 1988 lays down that every company having a paid up share capital of Rs.5 Crores and above shall have a whole time Secretary. The Section now provides further that where a Company is not required to have whole time Secretary and having a paid up shares capital of Rs.10 lacs or more shall file with the Registrar of Companies a certificate from a Secretary in whole time practice as to whether the Company has complied with all the provision of the Act and a copy of such certificate shall be attached with the Director's Report. M/s Anil Jindal & Associates is a Company Secretary in whole time practice . Accordingly this resolution is placed before the members of the Company for their consent and commend passing of this resolution.

None of the Director are interested in the above resolution.

BY ORDER OF THE BOARD OF DIRECTORS

PLACE : NEW DELHI
DATE : 27th JULY, 2011

B M LABROO
Director

KANTA LABROO
Managing Director

43rd Annual Report**2010-2011****Maltex Malsters Limited****DIRECTORS'S REPORT**

Dear Shareholders,

Yours Directors have pleasure in presenting the Forty third Annual Report together with the Audited Accounts of the Company for the year ended March 31, 2011.

FINANCIAL RESULTS :

The working results of your Company for the year under review may be summarized as under:-

	31.3.2011	31.3.2010
	Rs.	Rs.
Profit Before Depreciation	65,99,050	57,93,960
Less: Depreciation	29,33,769	36,64,325
Profit for the year	36,65,281	21,29,635
Less : Provision for Income Tax	1,358,617	(Nil)
Less : Provision for MAT	—	(2,19,352)
Profit/(Loss) for the year	—	19,10,283
(Less)/Add: Provision for Deferred Tax Asset	(2,99,563)	57,015
Profit/(Loss) for the year	20,07,101	19,67,298
Add : Balance Brought forward from Previous Year	9,94,828	(9,72,470)
Amount available for appropriation :	30,01,929	9,94,828
APPROPRIATION		
Proposed Dividend	4,50,000	—
Tax on Dividend	73,001	—
Transfer to General Reserve	4,01,400	—
Balance Carried to Balance Sheet	20,77,528	9,94,828

DIVIDEND

Considering the Company's financial performance, the Directors have recommended a dividend @10% i.e. Rs.10/- per share for the year ended 31st March, 2011. The said dividend, if approved by the members, would involve cash outflow of Rs 5.23 Lacs (Including Corporate Dividend Tax).

OPERATIONS:

Operations of the Company during the period under review remain satisfactory.

**Maltex Malsters Limited****43rd Annual Report****2010-2011****DEMATERIALISATION OF SHARES**

Your Company has entered into agreement with Central Depository Services (India) Limited (CSDL) for the purpose of dematerialisation of Company's equity shares in accordance with the provisions of Depositories Act, 1996. The Registrars are Alpha Systems Private Limited, 30, Ramana Residency, 4th Cross, Sampige Road, Maileswaram, Bangalore -560003

FUTURE PROSPECTS

Barring unforeseen circumstances your Director expects the prospects for the current year to be satisfactory.

DIRECTORS

In accordance with the provisions of Section 256 of the Companies Act, 1956, read with the provisions in the Articles of Association of the Company Mr. B M Labroo, Mr. P A Murali & Mr. Tej Bahadur Saraf due to retire by rotation and being eligible, offer themselves for re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2A) of the Companies Act, 1956 the Directors Confirm that

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating the material departures, if any;
- ii) The accounting policies selected had been applied consistently and judgments and estimates made were 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 on 31st March, 2011 and of the profit and loss of the Company for that period.
- iii) proper and sufficient care had 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; and
- iv) the annual accounts had been prepared on a 'going concern' basis.

SECRETARIAL COMPLIANCE CERTIFICATE

Yours Directors would like to inform the members that they appointed M/s Anil Jindal & Associates, Company Secretaries to obtain compliance certificate for the financial year ended 31st March, 2011 in last AGM. M/s Anil Jindal & Associates submitted have submitted their certificate for the period under report.

Further Your Directors propose to re-appoint M/s Anil Jindal & Associates to obtain Secretarial Compliance Certificate for the year ending 31st March, 2012

43rd Annual Report**2010-2011****Maltex Malsters Limited****INDUSTRIAL RELATIONS**

Industrial Relations during the year under review continued to be cordial.

AUDITORS REPORT

The Notes to the Accounts, referred to in the Auditor's report are self-explanatory and, therefore, do not call for any further comments.

AUDITORS

M/s A Sharma & Co the present auditors of the Company retire at the ensuing Annual General meeting and being eligible offer themselves for re-appointment.

CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION

Particulars as required to be disclosed as per the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are set out in the statement attached hereto in Annexure B and form part of this report.

FOREIGN EXCHANGE EARNING & OUTGO

There is no direct outgo of foreign exchange; Your Company has no Income in foreign exchange.

PARTICULARS OF EMPLOYEES

There are no employees who are in receipt of the Gross Annual remuneration which require disclosure under Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules 1975 as amended.

ACKNOWLEDGEMENT

Yours Directors express their gratitude to the Shareholders for the trust placed in the Company, Your Director would like to express their appreciation for Co-operation guidance and support received from the Bankers and Government authorities, The Board also takes this opportunity to place its appreciation for the contribution made by the employees at all levels.

FOR AND ON BEHALF OF THE BOARD.

PLACE : NEW DELHI
DATE : 27th JULY, 2011

B M LABROO
Director

KANTA LABROO
Managing Director

**ANNEXURE****STATEMENT UNDER SECTION 217(1) (e) OF THE COMPANIES ACT, 1956**

- A. Conservation Of Energy :**
Energy conservation measures taken by the Company.
- (a) **Electrical Energy :** Focus on Optimal work in process during the winter Months -reducing refrigeration load-savings on energy consumption. We have installed and successfully commissioned Vapor Absorption Machine which consume lesser power viz .a viz earlier mode of Ammonia Compressors.
- (b) **Fuel Oil Consumption :** We have installed Rice Husk Fired Thermo Pack which is indirect heating System ensuring saving in Fuel as earlier we were using HSD/FO
- (c) **Water Conservation :** We are consuming minimum possible water for the production of malt.
- B. Technology Absorption :**
We are working to bring technology in the germination boxes in order to have better quality malt
- C Research and Development :**
The Company has continued its Research & Development (R & D) programmed in the area of development of two row malting variety of Barley.
- D Foreign Exchange Inflow and outflow**
- | | | |
|-------------------------|---|--------|
| Foreign Exchange earned | : | Rs NIL |
| Foreign Exchange Used | : | Rs NIL |