

18th

Annual Report 2010-11





MAYUR UNIQUOTERS LIMITED Annual Report 2010-11

Few Plant Pictures













Index

CONTENTS		Page No
1	Company to Information	2
1.	Corporate Information	2
2.	Corporate Vision	3
3.	Chairman's Statement	4
4.	Board of Directors	6
5.	Key Managerial Personnel	8
6.	Directors' Report	9
7.	Annexure to Directors' Report	15
8.	Management Discussion and Analysis	19
9.	Report on Corporate Governance	23
10.	General Shareholder Information	33
11.	CEO and CFO Certification	40
12.	Auditors Certificate on Corporate Governance	41
13.	Secretarial Compliance Report	42
14.	Auditors Report on Financial Statements	43
15.	Balance Sheet and Profit & Loss Account	46
16.	Significant Accounting Policies and Notes on Accounts	54
17.	Cash Flow Statement	64
18.	General Business Profile	66
19.	Notice of Annual General Meeting	68
20.	Attendance Slip and Proxy Form	72.

Annual Report 2010-11

Board of Directors

Suresh Kumar Poddar

Chairman & Managing Director & CEO

Manay Poddar

Executive Director

Arun Kumar Bagaria

Executive Director

Rameshwar Pareek

Independent & Non Executive Director

Kanwarjit Singh

Independent & Non Executive Director

Ratan Kumar Roongta

Independent & Non Executive Director $(w.e.f. :- 29^{th} May, 2010)$

Privavadan Raval

Independent & Non Executive Director (Upto 30th October, 2010)

Ashok Kumar Kejriwal

Independent & Non Executive Director (Upto 29th May, 2010)

Board Committees

Audit Committee

Rameshwar Pareek (Chairman) Kanwarjit Singh Suresh Kumar Poddar Ratan Kumar Roongta (w.e.f.: 17th January, 2011)

Priyavadan Raval (Upto 30th October, 2010)

Remuneration Committee

Rameshwar Pareek (Chairman) Kanwariit Singh Manay Poddar

Ratan Kumar Roongta (w.e.f.: 29th May, 2010) Ashok Kumar Kejriwal (Upto 29th May, 2010)

Shareholders'/Investors' Grievance Committee

Rameshwar Pareek (Chairman) Suresh Kumar Poddar Manay Poddar

Senior Management

Prahalad Sahay Jangid

Chief Financial Officer

Nikhil Saxena

Company Secretary and Compliance Officer

Statutory Auditors

Madhukar Garg & Company **Chartered Accountants** 24 Raj Apartment, Keshav Path, Ahinsa Circle,

C-Scheme, Jaipur - 302 001

Internal Auditors

Kalani & Company **Chartered Accountants** 5th Floor, Mile Stone, Tonk Road, Jaipur - 302 015 V.M. & Associates Company Secretaries 403, Royal World, Sansar Chandra Road, Jaipur - 302 001

Corporate Advisors

Registrar and Share Transfer Agent

M/s. Beetal Financial and Computer Services (P) Limited

"Beetal House" 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi - 110 062 Phone No.: 91-11-29961281, 29961282, Fax: 91-11-29961284, Website: www.beetalfinancials.com

E-mail: investors@beetafinancials.com

Principal Bankers

Canara Bank Andhra Bank IDBI Bank

Registered Office and Works

Village: Jaitpura, Jaipur Sikar Road, Tehsil: Chomu, Distt.: Jaipur - 303 704 (Rajasthan), India Phone No.: 91-1423-224001, Fax: 91-1423-224420, Website: www.mayuruniquoters.com

Correspondence Office

28, Fourth Floor, Laxmi Complex, M.I. Road, Jaipur - 302 001 (Rajasthan), India

Phone No.: 91-141-2361132, Fax: 91-141-2365423, Website: www.mayuruniquoters.com



To be a preferred supplier of artificial leather to the leading automotive O.E.M.'s in the World.

This will be achieved by:

- Aligning our formulations to key customer & segment needs.
- Excellence in operations.
- Timely delivery.
- Constant up-gradation of laboratories for desired product development and quality assurance.
- Total employee involvement through training programmes and welfare activities.
- Implementation of cost control plans throughout all functions of the organization to maintain competitive edge.





Chairman's Statement



Dear Shareholder,

Indian economy has shown remarkable growth during the Financial Year 2010-11(FY11) and the growth hovered around 8.5%. The aspirations of Indians will continue to rise. With the financial crisis loosening its hold on the world economies, all the economies including ours are moving towards economic stability. Expectations of the rapid economic recovery in 2010-11 were by and large fulfilled because of the inherent strengths of Indian economy, coupled with positive stimulatory measures introduced by the government. Despite the gradual withdrawal of the stimulus measures introduced in the fiscal year 2009, private consumption and investment, two important domestic demand drivers recovered strongly in FY11 as the confidence of the customer and investor was restored.

Your Company, MUL has shown an exemplary performance during the current financial year that is FY11 by surpassing several different performance parameters of its own. The financials of the Company for FY11 shows a significant growth both in terms of domestic and export sales. MUL has moved on to a high growth trajectory. The modification of the first coating line and commissioning of the fourth coating line will increase the production capacity from 1.3 million linear meters per month to 1.85 million linear meters per month. The fourth coating line will be installed and commissioned by July, 2011. The production has increased from 11.98 million linear meters to 14.13 million linear meters in the financial year 2010-11 showing a growth of 17.95%. The total income of the company has also increased to Rs. 25,068.86 Lacs in FY11 from Rs.16,692.46 Lacs in the year 2009-10. During the current fiscal year, the PAT is Rs. 2,527.18 Lacs registering a phenomenal increase of 55.85% and has delivered a decent return to the shareholders. Accordingly, we are glad to announce total dividend of Rs. 10/- per equity share of Rs. 10/- each (Rs. 5.50 interim and a final dividend of Rs. 4.50) for FY11. The final dividend will be payable on the equity shares of the Company subject to approval of shareholders in the ensuing Annual General Meeting. We expect exports to go up steadily over the next few years largely driven by sales to overseas

automobile OEMs. MUL is supplying to US auto major's i.e. Ford and Chrysler. The Company is in the process of developing the products for GM, Toyota, BMW & Mercedes Benz. Supplies to these auto majors are high quality products. Besides auto OEMs, general exports would continue to grow to different region and countries like Middle East, UK, Russia, Sri Lanka, Bangladesh, Nepal, China, Mexico, Kuwait.

MUL has established its presence in the leading automotive OEMs across different continents. The progressive relationship with customers is a reflection of the value proposition we bring to the table and the high degree of confidence that is bestowed by the clients.

The endeavor of your company is to become a preferred supplier to all the leading automobile OEM's in the world. To achieve the high standard of quality and the international standards, MUL has appointed the eminent personalities of the automotive sector. Mr. Ramdas U Acharya has joined MUL as a Senior Vice President (Technical). He has to his credit over 30 years experience in the US synthetic leather industry, specializing in the automotive OEM Segment. His key emphasis will be in the field of product development, research etc.

Dr. V.K Khanna has also joined MUL as a Senior Vice President (Operations). He will be laying emphasis on quality improvement, reducing rejections, total productive maintenance (TPM) and total quality management (TQM). He is having an experience of over 38 years in the industry. I am confident that MUL will greatly benefit with the association of these two renowned personalities from their respective fields and MUL will be surpassing itself, to touch the new heights in the years ahead.

MUL acknowledges and appreciates the sincere efforts of employees at all levels who have given their heart and soul to the organization and have worked day in and day out to yield impressive results. I also take this opportunity to express sincere appreciation for assistance, support and co-operation received from the bankers, governments, local authorities, clients, vendors, advisors etc.

I would once again like to thank all those who work for or are associated with MUL especially the bankers i.e. Canara Bank, IDBI Bank and Andhra Bank for their continued support and confidence, which they have reposed in us. MUL growth strategy will throw up many challenges but I am confident that they will stand up with us. They have been instrumental in taking MUL to where it is today and they will define its future path.

I thank you for your continuous support and look forward for a bright future ahead.

Yours Sincerely, **Suresh Kumar Poddar**Chairman and Managing Director & CEO

Jaitpura (Jaipur) 19th May, 2011



Annual Report 2010-11

Board of Directors



Mr. Suresh Kumar Poddar, Age 64, popularly known for his excellent entrepreneurial skills, is the Chairman and Managing Director of MUL. A science graduate, Mr Poddar is widely recognized for his path breaking and visionary contributions as promoter of the Company. In early nineties, he took it upon himself to spearhead synthetic leather business and through his pioneering role transformed the segment by setting new standards.

His stewardship has led MUL to splendid success, from one coating line with production of just 2.19 Lacs Linear Meters to three coating line with aggregate production of 141.26 Lacs Linear meters.

His visionary efforts were crowned with success and today MUL is a known for its quality products globally. He is also widely credited with conceptualizing the unique and innovative business models for the Company.



Mr. Manav Poddar, Age 36, a commerce graduate, joined the company as an Executive Director on 01st November, 2002. He has 16 years of work experience in overall business management. During the initial years of his career he spent considerable amount of time in each industry function in group companies.

His focus after that initial period shifted strongly towards TQM and Quality Management. Lot of work has been done in various processes in the company during his initial 4-5 years here, which now act as the basic building blocks for all the growth the company has.

He is a Key Management Personnel and a Key Member of the Board.



Mr. Arun Kumar Bagaria, Age 39, joined the board of MUL in June, 2007. and since then he is on the board of MUL with immense contributions to the Company's growth.

He is a Key Management Personnel and a Key Member of the Board. He has a rich and varied 12 years of experience in trading business with exposure to all commercial activities.

A commerce graduate Mr. Bagaria did his Master in Business Administration from University of Strathclyde Graduate Business School, UK. With experience in various field i.e. marketing, purchase and management during his business career span over a decade, he is known for multi-tasking with perfection.



Annual Report 2010-11

Board of Directors

Shri Rameshwar Pareek, Age 67, is M.A in Economics and has extensive experience of more than 35 years in implementation of Govt. policies & their governance.

He being a former Senior Executive of Rajasthan Financial Corporation, Jaipur, has industrial exposure and in-depth knowledge as he served on deputation to Bureau of Industrial Promotion (BIP), Jaipur.

He is fully conversant with Govt. Departments and reputed corporate houses working. He is also director on the Board of M/s Genus Power Infrastructures Limited, Genus Electrotech Ltd., M/s. Kailash Vidyut & Ispat Limited, M/s. K G Petro Chem Limited, M/s. Genus Prime Infra Limited, M/s. Genus Paper Products Limited and M/s. Virtuous Infra Limited.



Mr. Kanwarjit Singh, Age 70, has been serving MUL as an Independent and Non-Executive Director since June 30, 2007. A retired Indian Revenue Service officer, Mr. Singh is a post graduate in Mathematics from Hindu college, Delhi University and in Fiscal studies from Bath University, UK.

He was associated with reports on such diverse subjects as direct expenditure taxation, presumptive taxation, taxation of e commerce, non-profit organisations in India, etc. He has been advisor to Punjab National Bank for six years and Central Bank for 2 years after his retirement from the Indian Revenue Service as Chief Commissioner.

Globetrotter Mr. Singh has got wide international exposure professionally and academically. He has travelled USA, UK, France, UAE, Singapore, Hong Kong and Israel. Apart from being a keen golfer, he enjoys badminton.



Mr. Ratan Kumar Roongta, Age 63, is an Independent and Non Executive Director of MUL since May 29, 2010.

Mr. Roongta, M. Com (Financial Management) and JAIIB, has successfully handled diverse and challenging assignments in State Bank of Bikaner & Jaipur for over three decades at various levels.

He is also an Independent Director on the Board of State Bank of Bikaner & Jaipur (SBBJ) since August, 2008 and serves its Remuneration, Investors/ Shareholders Grievance and other committees as member too. His contributions in the field of Corporate Advances, International Banking, Risk Focused Audit & Inspection, Corporate Governance and information technology in the banking sector are enormous. He is also on the board of Gujarat State Energy Generation Limited (Nominee of IFCI Ltd. as an Alternate Director to SBI Nominee).





Annual Report 2010-11

Key Managerial Personnel



A professional known for his fresh initiatives, Ramadas U. Acharya is Senior Vice President (Technical) of MUL since March 2011. With MS, Chemical Engineering and MBA degrees from Michigan State University, USA, he started his carrier with a very promising note. He has vast and varied 30 years of experience particularly in automotive sector and R&D management.

In previous engagements, span over nearly three decades, he served among others three premium vinyl manufacturers in USA with joint ventures with top German and Japanese vinyl producers with more than \$ 500 million in sales. He has managed joint venture relations with three leading German & Japanese Companies and has year after year generated cost savings of millions of dollar in raw materials, process improvements and yield increase.

His professional excellence as R&D scientist, R&D & QC VP, and Business Manager for Flexible Vinyl, Low-density PVC/Rubber foam and adhesive divisions in the US synthetic leather Industry market, specializing in the automotive OEM segment was widely recognized domestically and internationally. He managed Transplant and Air Bag business and increased business by \$30 million per year as business manager.

Acharya has been extensively associated with product development in automotive seating, door trim, head liner, console box, instrument panel, head liner etc. in PVC, TPO, PP foam

composites for GM, Ford, Chrysler, Honda, Toyota, Nissan & Mazda; Moldable PVC products with & with out backing, vertical flame retardant complying contract market products, non phthalate green products; many specialty products for various markets.

He possesses formulation expertise in flexible cast, calendar and extrusion PVC compounding; water based and solvent top coat systems. Acharya is a Key Managerial Personnel and is responsible for R&D, product development, process improvement. He also holds the certification for QS-9000, ISO 9001, TS 16949 Quality system training. As R &D and product development expert, he is widely credited for reforming and revitalizing the sector through new innovations which propelled growth of the segment. He developed many specialty products for various markets as well.



A prominent tech professional **Dr. V K Khanna** is Senior Vice President (Operations) of MUL since April 18, 2011 and is laying emphasis on quality improvement, reducing rejections, total product management (TPM). Dr Khanna has varied experience of 38 years in the field of engineering, particularly in the automotive industry. As a key managerial and tech person, his expertise has been widely recognised by various professional, academic and autonomous

With Bsc. Engineering (Mech) with Honours from Institute of Technology (IT), BHU and M. E. (Production Engineering) from IIT, Roorkee, he started his career with Public Sector Company Heavy Engineering Corporation (HEC), Ranchi and then worked for Escorts Ltd., Faridabad as head of its Shock Absorber division.

Apart from engineering degrees, Dr Khanna got his Post graduate diploma in Business Management from Xaviers Institute of Social Service, Ranchi and Ph.D (TOM) from IIT, Delhi.

Dr Khanna served in various capacity for several corporate houses like Escorts Ltd; Hero Honda Motors Ltd; Mark Auto Industries Ltd., (Maruti Joint venture company). While working with Stallion Shox, Surajpur and Hero Honda Motors Ltd as head of plant operations, Dr Khanna has visited the U.S.A., Canada and Japan to attend various training programmes.

He has also served on the board of various renowned educational institutes like IMT, Ghaziabad; QEMS, Delhi and GIMT, Greater Noida. While working as a Director in Quality Enhancement Management Services (QEMS), Delhi, he had provided consultancy to various organizations like Hero Honda Motors Ltd., Mark Auto Industries Ltd., Mayur Uniquoters Ltd. and several others. He has to his credit more than 30 research papers published in various journals of national and international repute and has presented many papers at international conferences. A recipient of prestigious award for the paper titled 'Managing the transition phases in the TQM journey: a system dynamics approach' from Emerald Literati Club in 2005, Dr Khanna is also credited with best Ph.D Thesis Award from Prestige Institute of Management and Research, Indore. His book on TQM published by New Age International (P) Ltd. was very well received by industry and academics.

He has rich experience in implementing world class practices like 5 'S', Kaizen, TPM, TQM, TPS, Poka-Yoke, TS-16949, ISO 9001, ISO 14001 and OHSAS-18001 in various organizations.