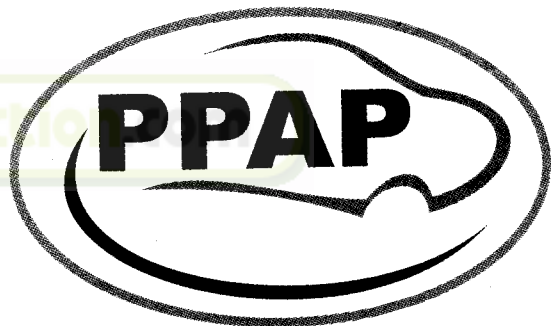


14th Annual Report 2008-2009

Report



Junction



New Heights Of Precision
New Benchmarks Of Performance.

Precision Pipes And Profiles Company Limited



CORPORATE INFORMATION

BOARD OF DIRECTORS

Chairman

Mr. Devendra Chandra Jain

Vice-Chairman

Mr. S. C. Jain

Managing Director

Mr. Ajay Kumar Jain

Whole Time Director

Mr. Rajeev Jain

Non-Executive Director

Mr. Anuj Jain

Whole Time Director

Mr. Abhishek Jain

Non Executive Independent Directors

Mr. Kaushal Kumar Mathur

Mr. Brij Behari Tandon

Mr. Satish Lal Tandon

Mr. Surender Kumar Tuteja

Mr. Sudarshan Kumar Duggal

Mr. Vinod Vaish

Chief Finance Officer, Company

Secretary & Compliance Officer

Mr. Dinesh Gupta

AUDIT COMMITTEE

Chairman

Mr. Kaushal Kumar Mathur

Member

Mr. Brij Behari Tandon

Member

Mr. S. C. Jain

REMUNERATION COMMITTEE

Chairman

Mr. Brij Behari Tandon

Member

Mr. Kaushal Kumar Mathur

Member

Mr. Vinod Vaish

Member

Mr. S. C. Jain

INVESTOR GRIEVANCES COMMITTEE

Chairman

Mr. Satish Lal Tandon

Member

Mr. Surender Kumar Tuteja

Member

Mr. S. C. Jain

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NOTICE

Notice is hereby given that the 14th Annual General Meeting of the members of PRECISION PIPES AND PROFILES COMPANY LIMITED will be held on Friday the 25th day of September, 2009 at 11.00 AM at The Executive Club, Dolly Farms and Resorts Pvt. Limited, 439, Village Shahoorpur, P.O. Fatehpur Beri, New Delhi -110074 to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2009, Profit & Loss Account for the year on that date together with the Reports of the Auditors and Directors thereon.
2. To declare Dividend for the financial year ended 31st March, 2009.
3. To appoint a Director in place of Mr. Devendra Chandra Jain, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. Kaushal Kumar Mathur, who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint a Director in place of Mr. Brij Behari Tandon, who retires by rotation and being eligible offers himself for re-appointment.
6. To appoint M/s Dharam Taneja Associates, Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 as amended or re-enacted from time to time, the reappointment of Mr. Ajay Kumar Jain, as Managing Director of the Company, as made by the Board of Directors, for the period of three years from 1st November, 2009 to 31st October, 2012, be and is hereby approved on terms of remuneration, perquisites and amenities set out as follows:

SALARY	: Rs.1, 25,000/- (Rupees One Lakh twenty five thousand only) per month.
BONUS	: As per the rules applicable to staff of the Company in accordance with the Bonus Act.

PERQUISITES : 1) Rent free accommodation.

- 2) Reimbursement of the medical expenses incurred, for himself and his family only on actual basis.
- 3) Any other perquisite or benefit as may be approved or allowed by the Board, from time to time, within the limits as per Schedule XIII of the Companies Act, 1956, subject to the condition that the monetary value of all perks shall not exceed Rs. 1, 25,000/- (Rupees One Lakh twenty five thousand only) Per Month.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Ajay Kumar Jain as Managing Director of the Company, shall pay him the remuneration as approved by the Remuneration Committee.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient, to give effect to this resolution including filing and verifying the documents, affidavits, affixing common seal of the Company wherever required in accordance with the provisions of the Articles of Association of the Company."

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 as amended or re-enacted from time to time, the reappointment of Mr. Rajeev Jain, as a Whole Time Director of the Company designated as Technical Director, as made by the Board of Directors, for the period of three years from 1st November, 2009 to 31st October, 2012, be and is hereby approved on terms of remuneration, perquisites and amenities set out as follows :-

SALARY	: Rs.1, 25,000/- (Rupees One Lakh Twenty Five thousand only) per month.
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PRECISION PIPES AND PROFILES COMPANY LIMITED

BONUS : As per the rules applicable to staff of the Company in accordance with the Bonus Act.

PERQUISITES :

- 1) Rent free accommodation.
- 2) Reimbursement of the medical expenses incurred for himself and his family only on actual basis.
- 3) Any other perquisite or benefit as may be approved or allowed by the Board, from time to time, within the limits as per Schedule XIII of the Companies Act, 1956, subject to the condition that the monetary value of all perks shall not exceed Rs. 1,25,000/- (Rupees One Lakh twenty five thousand only) Per Month.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Rajeev Jain as Whole Time Director of the Company designated as Technical Director, shall pay him the remuneration as approved by the Remuneration Committee.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient, to give effect to this resolution including filing and verifying the documents, affidavits, affixing common seal of the Company wherever required in accordance with the provisions of the Articles of Association of the Company."

9. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:-**

"RESOLVED THAT pursuant to the provisions of Sections 198, 309, 310 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, approval of the members of the Company be and is hereby accorded for the

increase in remuneration of Mr. Abhishek Jain , Whole Time Director of the Company, designated as Executive Director for remaining tenure of his office w.e.f. 1st November, 2009 set out as follows:

SALARY : Rs. 95,000/- (Rupees Ninety- Five Thousand only) per month.

BONUS : As per the rules applicable to staff of the Company in accordance with the Bonus Act.

PERQUISITES :

- 1) Rent free accommodation.
- 2) Reimbursement of the medical expenses incurred for himself and his family only on actual basis.
- 3) Any other perquisite or benefit as may be approved or allowed by the Board, from time to time, within the limits as per Schedule XIII of the Companies Act, 1956, subject to the condition that the monetary value of all perks shall not exceed Rs. 95,000/- (Rupees Ninety- five Thousand only) Per Month.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Abhishek Jain as Whole Time Director of the Company designated as Executive Director, the Company shall pay him the remuneration as approved by the Remuneration Committee.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient, to give effect to this resolution including filing and verifying the documents, affidavits, affixing common seal of the Company wherever required in accordance with the provisions of the Articles of Association of the Company."

By order of the Board of Directors
For **PRECISION PIPES & PROFILES COMPANY LIMITED**

S. C. Jain
(Vice Chairman)

Place : Delhi
Dated : July 30th, 2009

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NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. **PROXY FORM, IN ORDER TO BE EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
3. Corporate members intending to send their Authorized Representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. The Register of Members and the Share Transfer Books of the Company will be closed from 21st September to 25th September, 2009 (both days inclusive).
5. The dividend for the financial year 2008-09 as recommended by the Board of Directors and if declared at the Annual General Meeting will be paid on or before 24th October, 2009 to those members whose name appear:
 - a. As a beneficial owner at the closure of business hours on 18th September, 2009 as per list furnished by NSDL and CDSL in respect of the shares held in electronic form and
 - b. As members in the registers of the members of the Company as at the closure of business hours on 19th September, 2009.
6. Members holding shares in physical segment are requested to notify changes in their address/ status, if any to the Company's registrar and transfer agent, M/s Link Intime India Private Limited, at the address A-40, 2nd Floor, Naraina Industrial Area, Phase-II, near Batra Banquet Hall. New Delhi-110028.
7. Members are entitled to make nomination in respect of shares held by them in physical form. Members desirous of making nomination are requested to send their requesting Form 2B (which will be made available on request) to the Registrar And Share Transfer Agent M/s Link Intime India Pvt. Ltd. or can be downloaded from the following URL <http://www.linkintime.com/site/downloads.asp>.
8. Members who hold shares in dematerialized form may kindly note their bank a/c detail as furnished by the depositories to the Company, will be printed on their dividend warrants as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for deletion of or change in such bank account details. Further, instruction, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic form. Members who wish to change such bank account details are therefore requested to advise their Depository Participants about such change with complete details of Bank Account.
9. The Securities And Exchange Board Of India (SEBI) and Reserve Bank of India (RBI) have advised all listed companies to mandatorily use the Electronic Clearing Services (ECS) facility wherever possible for dividend payment to the members. In view of this stipulation the Company proposes to implement the ECS facility. Members are requested to provide the Company with ECS mandate for crediting the future dividend payment directly to their respective bank accounts. The Company shall be able to co-ordinate with the bankers only on receipt of the necessary information. The main information required therein is the type of account, name of the bank and the account number. It should be signed by all the Members, as per the specimen signature recorded with the Company.
10. Explanatory statement pursuant to the provisions of section 173(2) of the Companies act, 1956 in respect of Special Businesses as set out above is appended hereto and forms part of this notice.
11. Members are requested to bring their Client ID and DP ID or Folio numbers as may be applicable, for easy identification of attendance at the meeting.
12. Members/proxies should bring their attendance slip duly filled for attending the meeting.
13. Members seeking further information on the accounts or any other matter contained in the notice are requested to write to the Company at least 7 Days before the meeting so that relevant information can be kept ready at the meeting.
14. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.
15. All documents referred to, in the accompanying notice and explanatory statement, are open for inspection at the registered office of the Company on all working days, during regular business hours and upto date of this meeting.

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 173(2) OF THE COMPANIES ACT, 1956.

ITEM NO. 7

The Board of Directors ('The Board') of the Company, at its meeting held on 30th July, 2009 decided to reappoint Mr. Ajay Kumar Jain as Managing Director of the Company



PRECISION PIPES AND PROFILES COMPANY LIMITED

for the period of three years commencing from 1st November, 2009. The Terms of the above appointment and payment of remuneration u/s 269 & 309 of the Companies Act, 1956 has been approved by the Board of Directors as recommended by the remuneration committee of the Company in their respective meetings held on 30th July, 2009.

Mr. Ajay Kumar Jain shall hold office as Managing Director for the period of Three years w.e.f. 1st November, 2009 till 31st October, 2012.

Except Mr. Devendra Chandra Jain, Mr. S. C. Jain, Mr. Rajeev Jain, Mr. Anuj Jain, Mr. Abhishek Jain and Mr. Ajay Kumar Jain(himself) who are interested in re-appointment and the remuneration payable to Mr. Ajay Kumar Jain, no other director is interested in the said resolution or payment of remuneration.

The resolution set out in item no. 7 may be considered accordingly and the Board of Directors recommends the same for your approval.

ITEM NO. 8

The Board of Directors ('The Board') of the Company, at its meeting held on 30th July, 2009, decided to reappoint Mr. Rajeev Jain as Whole Time Director designated as Technical Director of the Company for the period of three years commencing from 1st November, 2009. The Terms of the above appointment and payment of remuneration u/s 269 & 309 of the Companies Act, 1956 has been approved by the Board of Directors as recommended by the remuneration committee of the Company in their respective meetings held on 30th July, 2009.

Mr. Rajeev Jain shall hold office as Technical Director for the period of Three years w.e.f. 1st November, 2009 till 31st October, 2012.

Except Mr. Devendra Chandra Jain, Mr. S. C. Jain, Mr. Ajay Jain, Mr. Anuj Jain, Mr. Abhishek Jain and Mr. Rajeev Jain (himself) who are interested in re-appointment and the remuneration payable to him, no other director is interested in the said resolution or payment of remuneration.

The resolution set out in Item No. 8 may be considered accordingly and the Board of Directors recommends the same for your approval.

ITEM NO. 9

The shareholders in their 13th Annual General Meeting had appointed Mr. Abhishek Jain as Whole Time Director designated as Executive Director of the Company for a period of five years w.e.f. 3rd July, 2007. The Board of Directors as recommended by the remuneration committee of the Company in their meeting held on 30th July, 2009 has approved the Increase in Remuneration and Perquisites for the remaining term of their office w.e.f. 1st November, 2009, keeping in view his performance and present industry norms. Shareholders approval by way of an ordinary resolution is required as per provisions of Schedule XIII of the Companies Act, 1956, hence the resolution.

Except Mr. Devendra Chandra Jain, Mr. S. C. Jain, Mr. Ajay Jain, Mr. Rajeev Jain, Mr. Anuj Jain and Mr. Abhishek Jain (himself), no other director is interested in the said resolution or payment of remuneration.

The resolution set out in Item No 9 may be considered accordingly and the Board of Directors recommends the same for your approval.

Information to Shareholders in pursuance of Clause 49(IV) (G) of Listing Agreement with reference to Appointment/ Reappointment of Directors.

1. Mr. Devendra Chandra Jain

Date of Birth

4th August, 1941

Qualification

Commerce Graduate from Delhi University

Expertise in Specific Functional area

He is associated with the Company since its establishment 1978 (as partnership Firm) and carried the company to a pioneer position in the field of Extruded Profiles and Door Sealing System for Indian White Goods Industries. With the 48 years of Experience in manufacturing filed, act as an Instrumental implementation of other ventures in the Group Companies and assiduous for an entire functional responsibility.

Directorship in other Company

1. Ajay Industrial Corporation Ltd.

Membership in other board/ committee/ board corporate

Nil

Shareholding in the Company

29,70,000 {Holding as karta of D.C.Jain(HUF)}

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2. Mr. Kaushal Kumar Mathur

Date of Birth

12th October, 1937

Qualification

Science Graduate from Delhi University with Post graduation in Economic planning, Economic Development Financial Management Human Resource from Princeton University, USA. He has done senior Executive Fellow Course from JF Kennedy School of Government relating to Issue Governance, Havard University.

Expertise in Specific Functional area

He is having varied experience of over 37 years in policy formulation management, planning, coordination and development in diverse fields with particular specialization in industrial management. He is a senior public administrator and Member of the Indian Administration Services (IAS) was heading India Trade Promotion Organization (ITPO) as its Chairman and Managing Director till November 1997. He had also worked as secretary to the Government of India in the Department of Chemical and Petrochemicals. He has worked at the level of secretary to the Government of India in the Department of Home, Power and Ministry of Health and Family Welfare and also as Chief Secretary of Delhi and Goa.

Directorship in other Company

1. Max Healthcare Institute Ltd.

Membership in other board / committee/
board corporate

2. Bas Investment Ltd.

Max Healthcare Institute Ltd. – Audit Committee – Chairman

Shareholding in the Company

Max Healthcare Institute Ltd. – Remuneration Committee – Member
NIL

3. Mr. Brij Behari Tandon

Date of Birth

30th June, 1941

Qualification

M.A Economics and LLB in Delhi University.

Expertise in Specific Functional area

He is an associate Member of Indian Institute of Bankers. He has been a member of Indian administrative Services from 1965-2001, Election Commissioner of India from 2001-2005, Member of Dilimination Commission from 2002-2005 and Chief Election Commissioner of India 2005-2006.

Directorship in other Company

1. Bhushan Steel Limited

2. Birla corporation limited

3. Cosmo Ferrites Limited

4. Dhampur Sugarmills Limited

5. Filatex India Limited

6. Jaiprakash Hydro – Power Limited

7. Nagarjuna Fertilizers and Chemical Limited

8. Oriental carbon and Chemical Limited

9. Vikas Profin limited

10. VLS Finance Limited

11. Exicom Telesystem Limited

12. Adani Power Limited

13. Jaiprakash Power ventures limited

Chairmanship/Membership in other board /
committee/ board corporate

1. Cosmo ferrites Limited – Share Transfer & Investor Committee – Chairman

Cosmo ferrites Limited – Audit Committee – Member

2. Adani Power Limited- Audit Committee – Member

3. Oriental Carbon and Chemical Limited – Audit Committee – member

4. Birla corporation Limited - Audit Committee – member

5. Filatex India Limited - Audit Committee – member

6. VLS Finance Limited- Share Transfer & Investor Committee – Chairman

Shareholding in the Company

NIL



PRECISION PIPES AND PROFILES COMPANY LIMITED

4. Mr. Ajay Kumar Jain

Date of Birth

3rd December, 1954

Qualification

Bachelor in Commerce from Delhi University.

Expertise/Experience in Specific Functional area

Mr. Ajay Kumar Jain aged 54 years has an experience of more than three decades. He started his career as partner in Ajay Industrial Corporation in 1972. He is one of the promoter director of our Company and appointed as a Managing Director of the Company. He has the responsibility to handle the Production, Marketing, International operations of all the automobiles unit of our group Companies.

Chairmanship/Directorship in other Company

He also holds directorship in Ajay Industrial Corporation Ltd

Membership in other board / committee/
board corporate

NIL

Shareholding in the Company

3,00,000

5. Mr. Rajeev Jain

Date of Birth

3rd April, 1968

Qualification

Bachelor in a science from Delhi University.

Expertise/Experience in Specific Functional area

Mr. Rajeev Jain aged 40 years, possesses nearly 20 years experience in Plastic Extrusion field. He is one of the promoter director of our Company and appointed as Director in 1996. He has the responsibility to handle management of Production, research and development and quality control for the refrigeration division.

Chairmanship/Directorship in other Company

He holds directorship in Ajay Industrial Corporation Ltd.

Membership in other board / committee/
board corporate

NIL

Shareholding in the Company

7,500

6. Mr. Abhishek Jain

Date of Birth

24th September, 1981

Qualification

Bachelor in science in Industrial Engineering from Purdue University, West Lafayette, USA.

Expertise/Experience in Specific Functional area

Mr. Abhishek Jain aged 26 years, had joined our Company in 2003 as work manager and become Director of our Company in 2006. He has the responsibilities to handle Production, Planning and Control & HR.

Chairmanship/Directorship in other Company

NIL

Membership in other board / committee/
board corporate

NIL

Shareholding in the Company

3,00,000

Note: directorships do not include Directorships of Private Limited Companies, Section 25 Companies and of Companies incorporate outside India.

By order of the Board of Directors
For **PRECISION PIPES & PROFILES COMPANY LIMITED**

S. C. Jain
(Vice Chairman)

Place : Delhi

Dated : July 30th, 2009

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Abstract and Memorandum of interest pursuant to Section 302 of the Companies Act, 1956

The Board of Directors, in exercise of the authority granted by the Members' Vide Resolution dated 10th September, 2003 at the 8th Annual General Meeting, pursuant to the policy of the Company and on the recommendation of the Remuneration Committee, has in its meeting held on 30th July, 2009 increased/ revised the remuneration of the following managerial personnel for their remaining tenure w.e.f. 1st November, 2009.

Mr. Ajay Kumar Jain Managing Director	Mr. Rajeev Jain Whole Time Director Designated as Technical Director	Mr. Abhishek Jain Whole Time Director Designated as Executive Director
a) Basic Salary: From Rs. 1,00,000 to Rs. 1,25,000 per month:	a) Basic Salary: From Rs. 1,00,000 to Rs. 1,25,000 per Month.	a) Basic Salary: From Rs. 75,000 to Rs. 95,000 per Month
b) Bonus: As per the rules applicable to staff of the Company in accordance with the Bonus Act.	b) Bonus: As per the rules applicable to staff of the Company in accordance with the Bonus Act.	b) Bonus: As per the rules applicable to staff of the Company in accordance with the Bonus Act.
c) Perquisites:	c) Perquisites:	c) Perquisites:
i) Rent free accommodation.	i) Rent free accommodation.	i) Rent free accommodation.
ii) Reimbursement of the medical expenses incurred for himself and his family only on actual basis.	ii) Reimbursement of the medical expenses incurred for himself and his family only on actual basis.	ii) Reimbursement of the medical expenses incurred for himself and his family only on actual basis.
iii) Any other perquisites or benefits as may be approved or allowed by the Board, from time to time, within the limits as per Schedule XIII of the Companies Act, 1956, subject to the condition that the monetary value of all perks shall not exceed Rs. 1,25,000 per month.	iii) Any other perquisites or benefits as may be approved or allowed by the Board, from time to time, within the limits as per Schedule XIII of the Companies Act, 1956, subject to the condition that the monetary value of all perks shall not exceed Rs. 1,25,000 per month.	iii) Any other perquisites or benefits as may be approved or allowed by the Board, from time to time, within the limits as per Schedule XIII of the Companies Act, 1956, subject to the condition that the monetary value of all perks shall not exceed Rs. 95,000 per month.

MEMORANDUM OF CONCERN OR INTEREST

None of the Directors, except Mr. Ajay Kumar Jain, the appointee, Mr. Devendra Chandra Jain, Mr. S. C. Jain, Mr. Rajeev Jain, Mr. Abhishek Jain & Mr. Anuj Jain.	None of the Directors, except Mr. Ajay Kumar Jain, Mr. Devendra Chandra Jain, Mr. S. C. Jain, Mr. Rajeev Jain, the appointee, Mr. Abhishek Jain & Mr. Anuj Jain.	None of the Directors, except Mr. Ajay Kumar Jain, Mr. Abhishek Jain, the appointee, Mr. Devendra Chandra Jain, Mr. S. C. Jain, Mr. Rajeev Jain & Mr. Anuj Jain.
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By order of the Board
For **PRECISION PIPES & PROFILES COMPANY LIMITED**

S. C. Jain
(Vice Chairman)

Place : New Delhi
Dated : 30th July, 2009



PRECISION PIPES AND PROFILES COMPANY LIMITED

DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting their Report together with the Audited Accounts of your Company for the year ended March 31, 2009.

Our Financial Highlights:-

The Company's performance during the year is summarized below:-

(Rs. in Lacs)

Particulars	Year ended March 31, 2009	Year ended March 31, 2008
Total Income	12925.59	12741.96
Profit before Depreciation, Interest and Taxation (PBDIT)	2939.48	3795.21
Less: Depreciation	953.31	586.50
Less: Interest	132.49	159.06
Profit Before Tax	1853.68	3049.64
Less: Income Tax Paid & Provision Made	699.93	1111.01
Profit after Tax	1153.75	1938.63
Add : Profit brought forward from previous year	4304.84	3057.59
Profit available for appropriation	5458.58	4996.22
Less: - Transfer to General Reserve	100.00	200.00
- Dividend	280.00	420.00
- Dividend Tax	47.58	71.38
Profits carried forward to the following year	5031.00	4304.84

PERFORMANCE REVIEW:-

PPAP is the principal manufacturer of Specialized Profiles and Extruded Products in India. The Company is single biggest supplier of Automotive Sealing Systems, Profiles And Extrusions to Maruti Suzuki India Limited (The Biggest Automobile Manufacturer in India), Honda SIEL Limited, Krishna Maruti, Toyota Kirloskar, TS Techson, Fiat India And General Motors India Limited. The automotive product range includes Weather-strips, Body Side Moldings, Roof Trims and Moldings, Windshield Moldings, Quarter Window Trims, Door Opening Trims and Fuel Hoses.

Your Company derives around 92% of turnover from automobile customers, nearly 4% from white goods products and the remaining from other segments including electrical and construction.

Your Company has achieved Total Sales of Rs. 12736.49 Lacs as against Rs. 12582.36 Lacs in the previous year

2007-08. For the fiscal 2008 and 2009 our EBIDTA has been Rs. 3795.21 Lacs and Rs. 2939.48 Lacs respectively. EBIDTA margin for the fiscal 2008 and 2009 has been 29.78% and 22.74% respectively. Profit after tax for the Financial Year 2008-09 is Rs. 1153.75 lacs as compared to Rs. 1938.63 Lacs for the Financial Year 2007-08. PAT margin for the fiscal 2008 and 2009 has been 15.21% and 8.93% respectively.

APPROPRIATION AND RESERVES:-

DIVIDEND

Taking into consideration the profits for 2008-09 and positive outlook for future. The Board is pleased to recommend a dividend of Rs. 2.00 per equity share, being 20% on the par value of Rs.10 per share), to be appropriated from the profits of the Company for the financial year 2008-09 subject to the approval of the shareholders at the ensuing Annual General Meeting.