



SUPERTEX INDUSTRIES LIMITED

25TH

**ANNUAL REPORT
2010-2011**

IMPORTANT COMMUNICATION TO MEMBERS

Dear Members,

The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by companies vide circular Nos. 17 and 18 dated April 21, 2011 and 29th April, 2011 respectively, stating that a company would have complied with section 53 of the Companies Act relating to dispatch of Annual Report and other Notices etc, if the service of document has been made through electronic mode. In such 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/ her email address and changes therein, if any, from time to time with the company

To support this green initiative, members holding shares in demat form are requested to provide their email ID to the depository through their concerned depository participant and members holding shares in physical form are requested to provide e-mail ID to the Company's RTA, M/s Sharex Dynamic India Pvt Ltd at unit no.1, Luthra Industrial Premises, Andheri Kurla Road, Safed Phool, Andheri (E), Mumbai-400072, and also update their e-mail addresses as and when there is any change.



BOARD OF DIRECTORS

S.S. MISHRA	..	Chairman
M.A. SHARMA	..	Director
G.R. TOSHNIWAL	..	Director
P.R. KAPADIA	..	Director
R.K. MISHRA	..	Managing Director & Company Secretary
S.K. MISHRA	..	Director -Finance

AUDITORS

M.B.AGRAWAL & CO.,
Chartered Accountants
N.G.THAKRAR & CO.,
Chartered Accountants

SOLICITORS

CRAWFORD BAYLEY & COMPANY
RAJANI ASSOCIATES

BANKERS

BANK OF BARODA

REGISTERED OFFICE

Plot No 45/46, Phase II
Piperia Industrial Estate
Silvassa, D & N H

HEAD OFFICE

Balkrishna Krupa, 2nd Floor
45/49 Babu Genu Road
Princess Street, Mumbai - 400002

WORKS

- Unit I & II : Plot No 45 & 46
Phase II, Piperia Industrial Estate
Silvassa, Dadra & Nagar Haveli
- Unit III : 213, Kharvel
Behind Kharvel Sub-station
Taluka Dharampur
Dist. Valsad, Gujarat

REGISTRARS AND SHARE TRANSFER AGENTS

SHAREX DYNAMIC (INDIA) PVT. LTD.
Unit No1, Luthra Industrial Premises
Andheri Kurla Road, Safed Phool
Andheri (E), Mumbai 400 072

**NOTICE**

The Twenty-fifth Annual General Meeting of members of **SUPERTEX INDUSTRIES LTD.** will be held on Tuesday, the 23rd August, 2011 at 10.30 a.m. at the Registered Office of the Company at Plot No. 45-46 Phase II, Piperia Industrial Estate, Silvassa (Dadra & Nagar Haveli) to transact the following business :

1. To receive and adopt the Audited Balance Sheet as at 31st March, 2011 and the Audited Profit & Loss Account for the year ended as on that date along with the Reports of the Auditors and the Directors thereon.
2. To appoint a Director in place of Shri S.S. Mishra, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri M.A. Sharma, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint auditors and fix their remuneration.

SPECIAL BUSINESS :**5. To consider and pass the following Resolution with or without modification as an Ordinary Resolution :**

"RESOLVED THAT Shri P.R. Kapadia, who was appointed as an additional Director of the Company on 23rd November, 2010 and who holds office under section 260 of the Companies Act, 1956 upto the date of this meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director be and is hereby appointed as a Director of the Company liable to retire by rotation".

6. To consider and pass the following resolution with or without modification(s) as an Ordinary Resolution:

"RESOLVED THAT pursuant to sections 198, 269, 309, 310 read with Schedule XIII of the said Act and other applicable provisions, if any, of the Companies Act, 1956 and/or guidelines for managerial remuneration issued by the Central Government from time to time, the consent of the Company be and the same is hereby accorded to the reappointment of Shri R.K. Mishra as Managing Director of the Company with effect from 26th March, 2011 for a period of 5 years upon the terms and conditions including remuneration as passed by the Remuneration Committee and as set out herein the Explanatory Statement under section 173 of the Companies Act, 1956 annexed hereto."

7. To consider and pass the following Resolution with or without modification(s) as an Ordinary Resolution :

"RESOLVED THAT subject to the provisions of section 198, 269, 309 and 310 read with schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 and/or guidelines for managerial remuneration issued by the Central Government from time to time, the consent of the Company be and the same is hereby accorded to the reappointment of Shri S.K. Mishra as Whole time Director – Finance of the Company with effect from 1st April, 2011 for a period of 5 years upon the terms and conditions including remuneration as passed by the Remuneration Committee and as set out herein the Explanatory Statement under section 173 of the Companies Act, 1956 annexed hereto."

8. To consider and pass the following Resolution with or without modification(s) as an Ordinary Resolution :

"RESOLVED THAT subject to the provisions of section 16, 94 and other applicable provisions, if any, of the Companies Act, 1956, the Securities and Exchange Board of India and the provisions of the Listing Agreement entered into by the Company, guidelines issued by competent authorities in this behalf and the provisions of Article 55 of the Articles of Association of the Company and subject to the approvals, consents, permissions and sanctions as may be necessary from the appropriate authorities or bodies, the consent of the members be and is hereby accorded for consolidation of Authorized Equity Share capital of the Company consisting of 50,00,00,000 Equity Shares of Re. 1/- each into 5,00,00,000 equity shares of Rs. 10/- each AND THAT Clause V (being Capital clause) of the Memorandum of Association of the Company relating to Equity shares be altered accordingly".

"RESOLVED FURTHER THAT the Board of Directors of the Company ("the Board", which expression shall also include a Committee thereof) be and are hereby authorized to issue new Share Certificates representing the consolidated Equity Shares with new distinctive numbers, consequent to the consolidation of shares as aforesaid and/or credit the shareholders' accounts maintained with the Depositories, subject to the rules as laid down in the Companies (Issue of Share Certificates) Rules, 1960, and the Articles of Association of the Company and to inform the Depositories and the Registrar and Transfer Agents of the Company and execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of the powers herein vested in the Board, to any Committee thereof or to any Director(s) or Company Secretary, to give effect to the aforesaid resolution."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to finalise and modify the terms and conditions for issue of shares on consolidation as mentioned above and all matters relating to the same, to agree to such conditions or modifications that may be imposed, required or suggested by the Securities and



Exchange Board of India (SEBI), Stock Exchange and other competent authorities, without being required to seek any further consent or approval of the Members in General Meeting and to settle all questions or difficulties that may arise with regard to the aforesaid in such manner as it may determine in its absolute discretion and to take such steps and to do all such acts, deeds, matters, and things as may be required, necessary and expedient to give effect to this resolution”.

- 9. To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Ordinary Resolution :**
 “RESOLVED THAT pursuant to the provisions of Section 16, 94 and all other provisions, if any, of the Companies Act, 1956, the existing Clause V of the Memorandum of Association of the Company be deleted and substituted with the following new Clause:

V) “The Authorized Share Capital of the Company is Rs. 50,00,00,000/- (Fifty Crores) divided into 5,00,00,000 (Five Crores) Equity Shares of Rs. 10/- each.”

By Order of the Board

R.K. Mishra
Managing Director &
Company Secretary

Mumbai, the 29th July, 2011
 Registered Office:
 Plot No. 45-46, Phase II
 Piperia Industrial Estate
 Silvassa, Dadra & Nagar Haveli.

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF ON A POLL AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The Register of Members and Share Transfer Books of the Company shall remain closed from Monday 1st August, 2011 to Tuesday 2nd August, 2011 (both days inclusive).
3. M/s. Sharex Dynamic (India) Pvt. Ltd., Unit – I, Luthra Indl. Premises, Andheri Kurla Road, Safed Phool, Andheri (East), Mumbai – 400 072 are the Share Transfer Agents of the Company for transfer of shares. You are requested to forward all your share transfer applications or any correspondence relating to the shares of the Company to them directly at the aforesaid address.
4. Members are requested to promptly notify any change in their address to the Share Transfer Agents.
5. Vide SEBI Circular No. SMDRP/POLICY/CIR-23/2000 dated 20th May, 2000, it has been made mandatory for all investors in your Company to settle the trade in demat form with effect from 25th September, 2000.
6. In terms of provision of Section 109A of the Companies Act, 1956, nomination facility is available to individual shareholders. The shareholders who are holding shares in physical form and are desirous of availing this facility may kindly write the Company's Share Transfer Agent, M/s. Sharex (Dynamic) India Pvt. Ltd., for nomination form quoting their folio number. Shareholders holding shares in dematerialized form should write to their Depository Participant for the purpose.

ADDITIONAL INFORMATION ABOUT DIRECTORS SEEKING RE-APPOINTMENT AT THE TWENTY FIFTH ANNUAL GENERAL MEETING :

1. Shri M.A. Sharma (69) is a M.Sc., from Mumbai University and a fellow of the Institute of Environmental Engineers (India). He has varied experience of teaching Textile-Chemistry and allied subjects at Victoria Jubilee Technical Institute for eight years. He has served with Century Textile & Industries Ltd., Mumbai in senior positions for more than twenty years. The Board commends his re-appointment.
2. Shri S.S. Mishra (81) is a B. Com., L.L.B. and F.C.S., has been Director of the Company right from its inception. He has varied experience and is well-versed in law and business administration. He has worked with the Company right from its inception for last many years as Company's Executive Chairman. He has now retired from the Company as an Executive Director and continues as Non-executive Chairman from 26.3.2011. Looking to his vast experience in various fields, the Board commends his re-appointment.
 Shri S.S. Mishra himself, Shri S.K. Mishra and Shri R.K. Mishra being relatives are interested/concerned in the resolution.
3. Shri P.R. Kapadia (53) is a B.Com., F.C.A. He practices in Direct and Indirect taxes. He is the proprietor of P.R. Kapadia & Associates, Chartered Accountants and senior partner at KAP & Co. He was also involved with the educational



committee of the Institute of Chartered Accountants of India. He has been a member of the managing committee of the Sales Tax Practitioners Association of Maharashtra for last 7 years.

ANNEXURE**EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956.****ITEM NO.5**

The Board of Directors of the Company (the Board) under Section 260 of the Companies Act, 1956 (the Act) appointed Shri P.R. Kapadia as an Additional Director of the Company with effect from 23rd November, 2010.

In terms of Section 260 of the Act, Shri P.R. Kapadia holds office upto the date of this Annual General Meeting.

The Company has received a notice in writing from a member proposing the candidature of Shri P.R. Kapadia for the office of Director of the Company under Section 260 of the Act.

Shri P.R. Kapadia is not disqualified from being appointed as Director under section 274(1)(g) of the Act and has complied with the requirement of obtaining the Director Identification Number in terms of Section 266A of the Act.

Except Shri P.R. Kapadia, no Director of the Company is, in any way, concerned or interested in this resolution.

ITEM NO. 6

Shri R.K. Mishra, B.Com., F.C.A., A.C.S., M.B.I.M.(Lond.), age 51 years, is a dynamic entrepreneur having about 33 years experience in profession, trade and industry. He joined the Company in 1987 as a director and was appointed Dy. Managing Director and Company Secretary in 1992. He was instrumental in the various expansions undertaken by the Company in the years following its formation, including the public issue of shares of the Company in 1993. He was promoted as Managing Director in the year 2005 to take up the task of reviving the Company. This task, he has been performing appreciably and the Company is in the process of revival mainly due to his efforts.

The remuneration payable to Shri R.K. Mishra is as follows :

(A) Remuneration :**(1) Salary :**

Rs. 78,500/- per month in the scale of Rs.78,500-3,500-92,500/- per month.

(2) Commission :

Commission as may be decided by the Board of Directors based on the net profit of the Company in each year, not exceeding 1% of Net Profits.

(3) Perquisites :

a) House Rent Allowance of Rs.20,000/- per month.

b) Medical Reimbursement : Reimbursement of actual medical expenses incurred in India and/or abroad for self and family.

c) Leave Travel Concession : For self and family once in a year incurred in accordance with the rules of the Company.

d) Personal Accident Insurance for which Premium shall not exceed Rs. 5,000/- per annum.

e) Company's contribution towards Provident Fund, Superannuation Fund or annuity as per the Rules of the Company.

f) Gratuity : Not exceeding one half month's salary for each completed year of service.

g) Provision of car for use on Company's business and telephone at residence which will not be considered as perquisites. However, the use of office car for personal purpose and personal long distance calls on telephone will be billed by the Company to the Managing Director.

h) Mediclaim Policy : For self and family, premium not exceeding Rs.40,000/- per annum.

i) Reimbursement of servant's(s) salary upto Rs. 2,500/- per month.

(B) Minimum Remuneration :

Subject to the limit specified in Schedule XIII to the Act, the salary and perquisites specified above shall be payable as minimum remuneration notwithstanding that in any financial year during the currency of the tenure, the Company has no profits or its profits are inadequate.

(C) Leave :

Earned/Privilege leave on full pay and allowance as per rules of the Company, but not exceeding one month's leave for every 11 (eleven) months of service. Unavailed leave at the end of the tenure will be allowed to be encashed.

(D) The appointment will be subject to termination by three months notice in writing by either side.



- (E) Subject to such approval(s) as may be required, the terms and conditions of the above appointment may be altered, enhanced or varied from time to time by the Board as it may, in its discretion, deem fit, within the limits specified and in accordance with the provisions of the Companies Act, 1956 or otherwise as may be permissible at law.

Shri R.K.Mishra, Shri S.K.Mishra and Shri S.S.Mishra are relatives and are interested / concerned in this resolution.

ITEM NO. 7

Shri S.K. Mishra, 44, is a B.Com., from Mumbai University and a Chartered Accountant, and has been working with the Company since 1991 as Sr. Executive – Finance. Since then he has worked in various positions and at present looks after the financial accounts and taxation of the Company. He is well versed in corporate finance, taxation and office administration. Looking to his vast experience in various fields, he was promoted as a Whole-time Director – Finance from 1st April, 2008. This task he has been performing appreciably well. He has been reappointed as Whole-time Director of the Company by the Board at its meeting held on 24th March, 2011 for a period of 5 years as Whole-time Director-Finance.

The remuneration payable to Shri S.K.Mishra is as follows :

(A) Remuneration :

- (1) Salary :**
Rs. 60,000/- per month in the scale of Rs.60,000-3,000-72,000/- per month.
- (2) Commission :**
Commission as may be decided by the Board of Directors based on the net profit of the Company in each year, not exceeding 1% of Net Profits
- (3) Perquisites :**
 - a) House Rent Allowance of Rs.15,000/- per month
 - b) Medical Reimbursement: Reimbursement of actual medical expenses incurred in India and/or abroad for self and family.
 - c) Leave Travel Concession: For self and family once in a year incurred in accordance with the rules of the Company.
 - d) Personal Accident Insurance for which premium shall not exceed Rs.5,000/- per annum.
 - e) Company's contribution towards Provident Fund, Superannuation Fund or annuity as per the Rules of the Company.
 - f) Gratuity: Not exceeding one half month's salary for each completed year of service.
 - g) Provision of car for use on Company's business and telephone at residence which will not be considered as perquisites. However, the use of office car for personal purpose and personal long distance calls on telephone will be billed by the Company to the Whole-time-Director Finance.
 - h) Mediclaim Policy: For self and family, premium not exceeding Rs.40,000/- per annum.

(B) Minimum Remuneration :

Subject to the limit specified in Schedule XIII to the Act, the salary and perquisites specified above shall be payable as minimum remuneration notwithstanding that in any financial year during the currency of the tenure, the Company has no profits or its profits are inadequate.

(C) Leave:

Earned/Privilege leave on full pay and allowance as per rules of the Company, but not exceeding one month's leave for every 11 (eleven) months of service. Unavailed leave at the end of the tenure will be allowed to be encashed.

- (D) The appointment will be subject to termination by three months notice in writing by either side.

- (E) Subject to such approval(s) as may be required, the terms and conditions of the above appointment may be altered, enhanced or varied from time to time by the Board as it may, in its discretion, deem fit, within the limits specified and in accordance with the provisions of the Companies Act, 1956 or otherwise as may be permissible at law.

Shri R.K.Mishra, Shri S.K.Mishra and Shri S.S.Mishra are relatives and are interested / concerned in this resolution.

ITEM NO. 8

Presently the face value of Company's equity share is Re. 1/- (Rupee One) each. The present authorized share capital of the company is Rs. 50,00,00,000 (Rupees Fifty Crores only) divided into 50,00,00,000 (Fifty Crore) equity shares of Re.1/- each. Having regard to the anticipated growth of the Company in future, it is proposed to reorganize the capital structure by consolidating the equity shares from Re. 1/- (Rupee One) each to Rs.10/- (Rupees Ten) each. The reorganizing will generate interest of institutional investors who are showing interest in investment in the Company.

The authority is sought to be given to the Board of Directors to fix the Record date and that in consolidation of 10 equity shares of Re.1/- (Rupee One) each fully paid up into one equity share of Rs.10/- (Rupees Ten) each fully paid up, the Board



shall not issue any fractional shares/ certificates but the total number of equity shares representing such fractions shall be transferred to a person or persons appointed by the Board as trustee/trustees for and on behalf of such fractional equity shareholders, who would, otherwise have been .entitled to such fractional shares/certificates. The trustee(s) shall be provided with details of the persons entitled for fractional shares/certificates so as to enable the trustees to distribute the sale proceeds to the persons entitled for the same and such sales be completed within stipulated period as may be prescribed, the shares vesting with the trust and after payment of all expenses of the sale, to distribute the net proceeds of such sale amongst the members/shareholders in proportion to their respective fractional entitlements thereto.

The proposed resolution as set out in the notice is intended to give effect to the above proposal and seeks approval of the shareholders of the Company for consolidation of share capital. The Directors of the Company are deemed to be interested in the said resolution to the extent of their shareholding in the Company.

ITEM NO. 9

Consequent to the consolidation of the face value of the Equity Shares of the Company (as per Item no. 8 of the notice), it is necessary to alter the Capital clause of the Memorandum of Association of the Company.

Section 16 read with Section 94 of the Companies Act, 1956 , provides inter- alia, that subject to the provision of the Companies Act, 1956 and the conditions contained in its Memorandum, the Company may alter its Memorandum by passing an Ordinary Resolution at a general meeting. Accordingly, the Ordinary Resolution for item no. 9 is placed before the meeting to approve the corresponding amendments in clause V of the Memorandum of Association in the manner set out in the text of the respective resolutions, so as to reflect the alteration in the Authorized Share Capital of the Company.

The Board of Directors recommends the resolution for approval of the members.

A copy of the Memorandum and Articles of Association of the Company is open for inspection by any member of the Company between 4.30 p.m. and 6.30 p.m. at the Registered Office of the Company.

The Directors of the Company are deemed to be concerned or interested in the resolution only to the extent of shares held by them in the Company.

By Order of the Board

R.K. Mishra
Managing Director &
Company Secretary

Mumbai, the 29th July, 2011



DIRECTORS' REPORT

Dear Members,

The Directors are pleased to present herewith the twenty-fifth Annual Report together with the audited statement of accounts of your Company for the year ended 31st March, 2011.

Financial Results

		Year ended 31.03.2011 Rs.in lacs	Year ended 31.03.2010 Rs.in lacs
Turnover	::	4,099.81	4,845.09
Income from Operations	::	174.19	149.88
Profit on sale of Fixed Assets (net)	::	9.09	-
Profit before Interest and Depreciation	::	183.28	149.88
Interest	::	21.87	22.98
Profit before Depreciation	::	161.41	126.90
Depreciation	::	100.48	107.07
Profit Before Tax	::	60.93	19.83
Deferred Tax	::	(55.19)	48.27
Profit After Tax	::	5.74	68.10
Loss brought forward	::	(424.45)	(492.55)
Loss carried forward	::	(418.71)	(424.45)

The directors regret their inability to recommend any dividend on account of inadequacy of profits.

Working

The production improved during the year and was higher by 12.50 % at 2,201 M.T. as against 1,956 M.T. last year. The turnover was lower at Rs 4,100 lacs as against Rs 4,845 lacs as the Company entered into an agreement for processing speciality yarns for a large reputed spinner, consequently, the processing charges went up from Rs 10 lacs last year to Rs 96 lacs. This also exposed the Company to newer products which are being manufactured by very few in the market. The products were well received by the market and the management has worked out a medium to long term tie-up for manufacture of the same.

The profits improved at Rs 61 lacs as against Rs 20 lacs in the year ago. The Company had upgraded its facilities for manufacture of yarn in its units and this improved the overall performance of the Company during the year. The management is working hard to improve the capacity utilization further.

The draw warping and sizing activity remained steady although the demand remained under pressure in the second half of the year due to volatility in the prices of finished goods and the rising prices of raw material.

A lot of capacity is building up in this industry segment with the Company's products as their basic inputs. In order to remain competitive, the management is trying to look into the possibility of building more capacity and consolidating its activities in relation to its manufacturing facilities and for the same has raised Rs 5.31 crores by issuing share warrants. It is also applying for bank finance for the purpose.

Directors

Shri S S Mishra and Shri M A Sharma, Directors of the Company retire by rotation and being eligible offer themselves for reappointment.

Shri S S Mishra, Chairman and Whole-time Director, whose tenure as Whole-time Director came to end on 25th March, 2011 has opted not to be reappointed as a Whole-time Director on reasons of health. However, he continues to remain on the Board as Chairman. The Board placed on record its appreciation for the valuable contribution made by Shri S S Mishra during his tenure as a Whole-time Director.

Shri R K Mishra, Managing Director and Shri S K Mishra, Whole-time Director-Finance, appointed for a period of three years which ends on 25th March, 2011 and 31st March, 2011 respectively, have both been reappointed by the Board in their



respective capacities for a period of five years from 26th March, 2011 and 1st April, 2011 respectively at a Board meeting held on 24th March, 2011. Necessary resolutions in respect of both of them will be placed before the members for their approval in the ensuing Annual General Meeting.

Shri P.R. Kapadia was appointed as a Director with effect from 23rd November, 2010 and holds office until the date of ensuing Annual General Meeting. Notice proposing his candidature at the ensuing General Meeting has been enclosed.

The Board commends the above resolutions for your approval.

Shri N.N. Puri, a Director of the Company resigned with effect from 25th March, 2011. The Board records its appreciation for the valuable contribution made by him during his tenure as Director of the Company.

Auditors

The auditors M/s. M.B. Agrawal & Co., and M/s. N.G. Thakrar & Co., retire at the conclusion of the ensuing Annual General Meeting. They have furnished certificates of their eligibility for re-appointment.

Cost Auditors

The Cost Account records maintained by the Company are subject to yearly audit. M/s. N. Ritesh & Associates, the existing Cost Accountants retired. Your Company has appointed M/s. Talati & Associates, Cost Auditors for the year 2011-12.

Corporate Governance

Your Company attaches considerable significance to compliance with the conditions of Corporate Governance under Clause 49 of the Listing Agreement with the Stock Exchange. A report on Corporate Governance is hereto annexed.

Industrial relations

The Company's industrial relations have been satisfactory and cordial.

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) that in the preparation of the annual accounts for the year ended March 31, 2011 the applicable Accounting Standards have been followed along with proper explanation relating to material departures, if any ;
- ii) that such accounting policies have been selected and applied consistently, and judgments and estimates have been made 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, 2011 and of the Profit of the Company for the year ended on that date ;
- iii) that 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) that the accounts have been prepared on a going concern basis.

Particulars of Employees (Section 217(2A) of the Companies Act, 1956)

The Company had no employee who was in receipt of remuneration during the year under report, which in the aggregate was equal to or more than such sum as is prescribed under Section 217(2A) of the Companies Act, 1956.

Section 217(1)(e) of the Companies Act, 1956.

As required under Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the report of the Board of Directors) Rules, 1988, the relevant information is given below :

A) Conservation of energy

The Company is engaged in the process of energy conservation continuously through improved operational and maintenance practices.

a) Energy conservation measures taken :

- 1) Optimisation of air compressors for low pressure applications.
- 2) Limiting the use of air-conditioning in the plants to need based minimum.
- 3) The Company ensures minimal power consumption at its plant by constantly maintaining the power factor within the specified limits. The power factor has been improved by installing necessary capacitors, thereby reducing energy losses.