



## Saint-Gobain Sekurit India Limited



Annual Report  
2012-2013

## BOARD OF DIRECTORS

**MR. A.Y. MAHAJAN** (Chairman)

**MR. M.G. RAMAKRISHNA**

**MR. PADMANABHA SHETTY**

**A. DINAKAR** (Managing Director)

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## COMPANY SECRETARY

**MRS. MADHURA M. JOSHI**

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## AUDITORS

PRICE WATERHOUSE  
CHARTERED ACCOUNTANTS

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## BANKERS

BNP PARIBAS  
ROYAL BANK OF SCOTLAND (earlier ABN AMRO BANK NV)  
STANDARD CHARTERED BANK  
HDFC BANK LIMITED

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## REGISTERED OFFICE & BHOSARI WORKS

T-94, M.I.D.C., BHOSARI INDUSTRIAL AREA,  
PUNE-411 026. MAHARASHTRA  
TELEFAX : 020-66311600 FAX : 020-66311666

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## CHAKAN WORKS

PLOT NO. 621, VILLAGE KURULI,  
PUNE - NASHIK ROAD,  
CHAKAN, PUNE-410 501. MAHARASHTRA

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## REGISTRARS & TRANSFER AGENTS

LINK INTIME INDIA PVT. LTD.  
(formerly known as INTIME SPECTRUM REGISTRY LTD.)  
C-13, PANNALAL SILK MILLS COMPOUND,  
L.B.S. MARG, BHANDUP (WEST), MUMBAI 400 078.  
TEL.: 022-25963838

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## 40<sup>TH</sup> ANNUAL GENERAL MEETING

**ON SATURDAY, 27<sup>TH</sup> JULY 2013, AT 11.30 A.M.**  
**AT HOTEL KALASAGAR, P-4, M.I.D.C., KASARWADI,**  
**MUMBAI-PUNE ROAD, NEAR STATE BANK OF INDIA,**  
**PUNE-411 034**

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## CONTENTS

Notice .....	1
Directors' Report .....	3
Report on Corporate Governance .....	5
Auditor's Certificate on Corporate Governance.....	10
Management Discussion and Analysis Report.....	11
Report of the Auditors.....	13
Balance Sheet.....	16
Profit & Loss Account .....	17
Notes Forming Part of the Financial Statements .....	18
Cash Flow Statement.....	37

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## NOTICE

**NOTICE** is hereby given that the Fortieth Annual General Meeting of the Members of Saint-Gobain Sekurit India Limited will be held on Saturday, 27<sup>th</sup> day of July, 2013 at Hotel Kalasagar, P-4, MIDC, Kasarwadi, Mumbai-Pune Road, Near State Bank of India, Pune 411034 at 11.30 a.m., to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Directors' Report, the Auditors' Report and the Audited Balance Sheet and Profit and Loss Account together with Schedules and Cash Flow Statement of the Company for the year ended 31<sup>st</sup> March, 2013.
2. To appoint a Director in place of Mr. M. G. Ramakrishna, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. Price Waterhouse, Delhi (Registration No. 012754N) Chartered Accountants as 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.

May 13<sup>th</sup>, 2013

By Order of the Board

Registered Office :  
T-94, M.I.D.C.,  
Bhosari Industrial Area  
Pune – 411 026

Madhura Joshi  
Company Secretary

### NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF, AND A PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Register of Members and Share Transfer Books of the Company will be closed from Monday, 15<sup>th</sup> July, 2013 to Wednesday, 17<sup>th</sup> July, 2013 (both days inclusive).
3. Members desirous of seeking any information concerning the accounts and operations of the Company are requested to address their queries to the Company Secretary, at the Registered Office at least Ten days in advance of the meeting, so that the information, to the extent practicable, can be made available at the meeting.
4. Members holding shares in the same set of names under different Ledger Folios are requested to apply for consolidation of the Folios along with relevant share certificates to the Link Intime India Private Limited (previously known as Intime Spectrum Registry Limited)
5. Members are requested to immediately intimate the change, if any, in their registered address to the Link Intime India Private Limited.
6. Copies of the Annual Report will not be distributed at the Annual General Meeting. You are therefore, requested to bring copy of the Annual Report to the Meeting.

## ANNEXURE TO THE NOTICE

Notes on the Director seeking re-appointment as required under Clause 49 of the Listing Agreement, entered into with Stock exchange.

### ITEM No. 2

Mr. M. G. Ramakrishna is 69 years old and has done his M.A. & LLB. From Bombay University. He is a veteran banker. He started his banking career with the State Bank of India & subsequently held top management position in foreign bank in India as well as in a new generation private sector bank. Presently he is a financial consultant and on the Board of other companies as Independent Director. Mr. M. G. Ramakrishna does not hold any equity shares in Saint-Gobain Sekurit India Limited.

May 13<sup>th</sup>, 2013

By Order of the Board

Registered Office :  
T-94, M.I.D.C.,  
Bhosari Industrial Area  
Pune – 411 026

Madhura Joshi  
Company Secretary

### REQUEST TO THE SHAREHOLDERS

1. Copies of the Annual Report will not be distributed at the Annual General Meeting. You are therefore, requested to bring this copy of the Annual Report to the Meeting.
2. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Head-Finance, at the Registered Office, so as to reach at least ten days before the date of the meeting, so that the information, to the extent practicable, can be made available at the meeting.
3. Members holding shares in the same set of names under different Ledger Folios are requested to apply for consolidation of the Folios along with relevant share certificates to the Company.
4. Members are requested to immediately intimate the change, if any, in their registered address to the Company.

## DIRECTORS' REPORT

The Members,  
**Saint-Gobain Sekurit India Limited**

Your Directors present the Fortieth Annual Report of your Company along with the Audited Accounts for the year ended 31<sup>st</sup> March, 2013.

### Financial Highlights:

(Rs. in lacs)		
Particulars	For the year ended March 31, 2013	For the year ended March 31, 2012
Sales	12230.35	11508.12
Operating Profit/(Loss)	220.22	1012.26
Profit/(Loss) before Tax	220.22	1012.26
Provision for Tax	155.49	328.26
Profit/(Loss) after Tax	64.72	684.00
Balance brought forward from previous year	(2992.10)	(3676.10)
Profit/(Loss) carried to Balance Sheet	(2927.37)	(2992.10)

### Responsibility Statement:

Your Directors confirm that:

- in the preparation of annual accounts, the applicable accounting standards have been followed;
- appropriate accounting policies have been selected and applied consistently and judgements and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2013 and of the profit of the Company for that year;
- 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;
- the annual accounts have been prepared on a going concern basis.

### Operations:

The automotive sector has witnessed a decline in growth for the year under review, due to a combination of adverse factors like high interest rates, high fuel prices and an inflationary economy, all of which have depressed the sentiment for new car purchases. During the year, your Company's sales increased

by 6%; this was achieved largely due to the increase in prices which were obtained from various OEMs. The operations at both Chakan and Bhosari plant continues to make progress in technical performance and manufacturing efficiencies. With significant inputs from the parent company's international technical assistance teams, your company expects to improve its operational efficiencies even more in the coming years. The year under review also witnessed very high input cost increases which adversely affected margins and profits of your Company.

### Environment, Health & Safety:

Your Company is committed to ensure a clean and green pollution-free environment as well as a healthy and safe work place at all its plant locations. Environment, Health and Safety is accorded the highest priority within Saint-Gobain. Strict adherence to all regulatory requirements and guidelines issued by the parent company from time to time is ensured at all times. Your Company's plants at Bhosari & Chakan are certified under ISO 14001 and OHSAS 18001.

### Corporate Governance Report and Management Discussion & Analysis Report:

- As per Clause 49 of the Listing Agreement with the Bombay Stock Exchange Limited, Corporate Governance Report and Management Discussion and Analysis Report are annexed and form part of the Directors' report. (Annexure A & C respectively)
- Certificate dated 13<sup>th</sup> May, 2013 of M/s. V.N. Deodhar & Co., Company Secretaries, regarding the compliance of the conditions of the Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchange, is enclosed. (Annexure B)

### Energy Conservation, Technology Absorption, Foreign Exchange Earnings & Outgo:

The Company is focused on energy conservation which is a key component of its overall strategy to remain competitive. The Company ensures that the energy is consumed in an efficient and productive manner. Energy consumption is closely monitored at both the plants and regular assessments are conducted to analyse energy consumption pattern, variances are rigorously scrutinised and accordingly continuous efforts are made towards to further improve efficiency and lower energy utilisation.

As required by the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, the relevant information pertaining to conservation of energy, technology absorption and foreign exchange earnings and outgo as required in the prescribed format is annexed (Annexure D) and forms part of this Report.

### **Employee Relations:**

The Company continues to place significant importance on its human resources and enjoys cordial and peaceful relations with the employees' unions at both its Bhosari and Chakan Plants. The Company concluded a wage settlement with the employees union at Bhosari for 3 years effective 1<sup>st</sup> December, 2012.

The Directors are pleased to place on record their appreciation of the services rendered by the employees at all levels. As at 31<sup>st</sup> March, 2013, there were 185 employees.

### **Fixed Deposit:**

The Company has not accepted any Fixed Deposits from the public under Section 58A of the Companies Act, 1956.

### **Insurance:**

The Company's assets and insurable interests continue to be adequately insured against the risk of fire, riot and earthquake among other perils.

### **Listing:**

The Equity Shares of your Company are currently listed on the Bombay Stock Exchange Limited (BSE). The Company had obtained an in principle approval from the Bombay Stock Exchange on 10<sup>th</sup> May, 2012, for going ahead with its desire to delist the company from the BSE. The total number of equity shares tendered by the public shareholders in the Delisting Offer at or below the discovered price was less than the minimum number of equity shares required to be acquired by the acquirer in order for the Delisting Offer to be successful in terms of Regulation 17 of the Delisting Regulations. The Delisting Offer was thus deemed to have failed in terms of Regulation 19(1) of the Delisting Regulations. Accordingly, the acquirer did not acquire any equity shares tendered by the Public Shareholders in the Delisting Offer and the Equity Shares of the Company continued to remain listed on the Bombay Stock Exchange. The equity shares tendered by the Public Shareholders in the Reverse Book Building Process were returned to the public shareholders.

### **Scheme of Amalgamation**

The Board of Directors, at its meeting held on 19th April, 2013, has considered and approved the Scheme of Amalgamation under Section 391 to 394 of the Companies Act, 1956, envisaging, inter alia, amalgamation of the Company, along with two other companies belonging to the Saint-Gobain group in India (the "Transferor Companies") with Grindwell Norton Limited (the "Transferee Company") with the appointed date being 1<sup>st</sup> April, 2013.

The proposed Scheme is however, subject to the requisite approvals of the respective shareholders/creditors of the Company, other Transferor Companies and Transferee Company, other statutory/regulatory authorities in the respective jurisdictions and subject to the sanction/confirmation by the concerned High Court and/or any other appropriate authority as may be necessary.

### **Particulars of Employees:**

There are no employees whose information is required to be given as per Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended.

### **Directors:**

As per the provisions of the Companies Act, 1956 and Articles of Association, Mr. M. G. Ramakrishna retires by rotation and being eligible offers himself for reappointment.

### **Auditors:**

M/s Price Waterhouse, Delhi (Firm Registration No. 012754N) Chartered Accountants, Auditors of the Company, retire at the conclusion of 40<sup>th</sup> Annual General Meeting of the Company and have expressed their willingness to continue as Auditors of the Company. M/s. Price Waterhouse, (Firm Registration No. 012754N) Chartered Accountants, have conveyed that, if appointed, they would be eligible to act as Auditors of the Company.

You are requested to appoint Auditors for the current financial year and fix their remuneration.

### **Acknowledgements:**

Your Directors wish to place on record their sincere appreciation for the continuous support and co-operation received from customers, dealers, suppliers, and bankers. Your Directors also wish to place on record their deep sense of appreciation for the committed services of employees. Your Directors also acknowledge with gratitude the encouragement and support extended by our valued shareholders.

**On behalf of the Board of Directors,**

**A.Y. MAHAJAN                      A. DINAKAR**  
Chairman                      Managing Director

Place : Mumbai  
Date : May 13<sup>th</sup>, 2013

## ANNEXURE 'A' TO THE DIRECTORS' REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2013.

### Report on Corporate Governance

(As required under Clause 49 of the Listing Agreement entered into with the Bombay Stock Exchange Limited)

#### A. MANDATORY REQUIREMENTS

##### 1. CORPORATE GOVERNANCE AT SAINT-GOBAIN SEKURIT INDIA LIMITED (SGSIL)

Saint-Gobain Sekurit India Limited (SGSIL) is a member of the transnational 'Saint-Gobain' group and is committed to the highest standards of Corporate Governance. It strives to monitor and ensure compliance with all applicable Laws and Regulations. It has always been SGSIL's philosophy on the code of Corporate Governance, to ensure that adequate control systems are devised and implemented and are put in place to enable optimum returns to the stakeholders. SGSIL has always held itself to high standards of accountability, auditing, disclosure and reporting. These standards continue to define your Company's Corporate Governance philosophy of transparency and accountability, built on strong systems and procedures. The Compliance Report of the Company vis-à-vis the Stock Exchange Listing Agreement is presented below.

#### 2. BOARD OF DIRECTORS

The present strength of the Board is Four Directors. The Board comprises of one Executive Director and Three Non-Executive Directors. Out of the Three Non-Executive Directors, two are Independent Directors.

During the year 2012-2013, four Board meetings were held. The dates on which the said meetings were held are as follows:-

18<sup>th</sup> May, 2012    28<sup>th</sup> July, 2012    22<sup>nd</sup> October, 2012  
22<sup>nd</sup> January, 2013

Details of attendance of each Director at the Board Meetings, the last AGM, directorships held by them in other Indian Companies and committee memberships are as follows:

Name of the Director	Category of Directorship	No. of Board Meetings attended	Attendance at the last AGM held on 28 <sup>th</sup> July, 2012	No. of Directorships held as on 31 <sup>st</sup> March, 2013 in other Public Companies (excluding Foreign Companies)	No. of Committee positions held as on 31 <sup>st</sup> March, 2013 in Companies (including SGSIL)*
Mr. A. Y. Mahajan	Chairman (Non-Executive)	04	Yes	09	**05
Mr. M. G. Ramakrishna	Non-Executive (Independent)	04	Yes	01	02
Mr. Padmanabha Shetty	Non-Executive (Independent)	04	Yes	01	02
Mr. A. Dinakar	Managing Director	04	Yes	Nil	02

\* Committee positions include positions held only in Audit Committee and Shareholders/Investors Grievance Committee.

\*\* Mr. A.Y. Mahajan is a Chairman of 3 Committees.

#### 3. AUDIT COMMITTEE

The Companies Act, 1956 and the Listing Agreement with Bombay Stock Exchange Limited provide for constitution of Audit Committee. The terms of reference of the Audit Committee are wide enough to cover the matters specified for Audit Committee under the Listing Agreement as well as under the provisions of the Companies Act, 1956. The Audit Committee comprises of Mr. M.G. Ramakrishna, Chairman of the Committee, Mr. Padmanabha Shetty and Mr. A. Dinakar, Managing Director of the Company. Head Finance and the Statutory Auditors are invitees to the Meeting. The Company Secretary acts as the Secretary of the Committee.

During the year 2012-2013, four Audit Committee meetings were held. The dates on which the said meetings were held are as follows:-

18<sup>th</sup> May, 2012    28<sup>th</sup> July, 2012    22<sup>nd</sup> October, 2012    22<sup>nd</sup> January, 2013

The attendance of each Member of the Committee is given below:

<b>Name of Director</b>	<b>No. of Meetings attended</b>
Mr. M.G. Ramakrishna	04
Mr. Padmanabha Shetty	04
Mr. A. Dinakar	04

The terms of reference of the Audit Committee are in consonance with the Clause 49 of the Listing Agreement as well as Section 292 A of the Companies Act, 1956, which are as under:

1. Oversee the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (2AA) of Section 217 of the Companies Act, 1956.
  - b. Changes, if any, in accounting policies and practices and reasons for the same.
  - c. Major accounting entries involving estimates based on the exercise of judgement by Management.
  - d. Significant adjustments made in the financial statements arising out of audit findings.
  - e. Compliance with listing and other legal requirements relating to financial statements.
  - f. Disclosure of any related party transactions.
  - g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- 5A. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue etc.) the statement of funds utilised for purposes other than those stated in the offer document/prospectus /notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
6. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.

7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
8. Discussion with internal auditors, any significant findings and follow up there on.
9. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
10. Discussion with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
11. Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.
12. To review the functioning of the Whistle Blower mechanism, in case the same is existing.
- 12A. Approval of appointment of CFO (i.e. the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
13. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee. Minutes of the Audit Committee meetings are circulated to the members of the Board, which are discussed and taken note of.

#### **4. REMUNERATION COMMITTEE**

The Remuneration Committee comprises of Mr. M.G. Ramakrishna, Chairman of the Committee, Mr. Padmanabha Shetty and Mr. A.Y. Mahajan. The terms of reference of Remuneration Committee is to recommend/review the remuneration package of the Managing Director/Executive Directors based on the performance and defined criteria. The remuneration policy is directed towards rewarding performance based on review of achievements on a periodical basis. During the year 2012-13, there was no need to hold meeting of the Remuneration Committee.

#### **5. REMUNERATION OF DIRECTORS**

- (A) Mr. A. Dinakar, Managing Director is not drawing any remuneration.
- (B) The details of sitting fees paid for the year 2012-2013 are given below:

<b>Non-Executive Directors</b>	<b>Sitting Fees (Rs.)</b>
Mr. M.G. Ramakrishna	80,000
Mr. Padmanabha Shetty	80,000

- (C) Criteria of making payment to Non-Executive Directors:

The nominee of Compagnie de Saint-Gobain (CSG), the ultimate holding company is not paid any sitting fees. Mr. A.Y. Mahajan is nominee of CSG. The Non-Executive Independent Directors are paid sitting fees of Rs. 10,000/- per Board and Committee meeting.

- (D) Pecuniary relationship or transaction of Non-Executive Directors vis-à-vis the Company:

Apart from receiving Director's sitting fees, the Non-Executive Independent Directors of the Company do not have any pecuniary relationship or transaction with the Company.

- (E) Equity shareholding of the Non-Executive Directors in the Company as on 31<sup>st</sup> March, 2013:

Name of the Non-Executive Director	No. of Shares held
Mr. A. Y. Mahajan	Nil
Mr. M.G. Ramakrishna	Nil
Mr. Padmanabha Shetty	Nil

## 6. INVESTORS / SHAREHOLDERS GRIEVANCE COMMITTEE

The Company's Investors/Shareholders Grievance Committee comprises of Mr. A. Y. Mahajan – Chairman of the Committee and Mr. A. Dinakar, Managing Director of the Company. The Committee met twice during the year ended 31<sup>st</sup> March, 2013 on 18<sup>th</sup> May, 2012 and 22<sup>nd</sup> October, 2012. The Company had NIL transfers pending at the year ended 31<sup>st</sup> March, 2013.

## 7. GENERAL BODY MEETINGS

Details of the last three Annual General Meetings of the Company:

Particulars	Date	Timing	Venue
37 <sup>th</sup> AGM	31 <sup>st</sup> July, 2010	11.30 a.m.	Hotel Kalasagar, P-4, MIDC, Kasarwadi, Mumbai-Pune Road, Near State Bank of India, Pune 411 034
38 <sup>th</sup> AGM	30 <sup>th</sup> July, 2011	11.30 a.m.	Same as above.
39 <sup>th</sup> AGM	28 <sup>th</sup> July, 2012	11.30 a.m.	Same as above.

No Special Resolution was passed in any of the above three Annual General Meetings.

## 8. DISCLOSURES

- a) **Related party transactions:**

Besides the transactions reported in Note No. 25 of the Annual Accounts of the Company, there are no other related party transactions with the promoters, directors and management that had potential conflict with the interest of the Company at large.

- b) **Compliances by the Company**

The Company has not complied with the provisions of Clause 40(A) of the Listing Agreement in respect of minimum Public Shareholding in the Company. The Company had made a voluntary offer for delisting of shares to the shareholders and the Company had also applied to the Bombay Stock Exchange for obtaining in principal approval. The Company was granted In-Principal approval from the Bombay Stock Exchange on 10<sup>th</sup> May, 2012. The total number of equity shares tendered by the public shareholders in the Delisting Offer at or below the discovered price was less than the minimum number of equity shares required to be acquired by the acquirer in order for the Delisting Offer to be successful in terms of Regulation 17 of the Delisting Regulations. The Delisting Offer was thus deemed to have failed in terms of Regulation 19(1) of the Delisting Regulations.

- c) **Scheme of Amalgamation**

The Board of Directors at its meeting held on 19<sup>th</sup> April, 2013 has considered and approved the Scheme of Amalgamation under Section 391 to 394 of the Companies Act, 1956, envisaging, inter alia, amalgamation of the Company along with two other companies belonging to the Saint-Gobain group in India (the "Transferor Companies") with Grindwell Norton Limited ("Transferee Company") with the appointed date being 1<sup>st</sup> April, 2013.

The proposed Scheme is however, subject to the requisite approvals of the respective shareholders/creditors of the Company, other Transferor Companies and Transferee Company, other statutory/regulatory authorities in the respective jurisdictions and subject to the sanction/confirmation by the concerned High Court and/or any other appropriate authority as may be necessary.

## 9. MEANS OF COMMUNICATION:

### Half Yearly Report

Whether Half-yearly report sent to each household of Shareholders – No.

The results of the Company are published in the Newspapers.

### Quarterly results

In which newspapers the financial results are normally published

- (i) Financial Express, Mumbai edition and Loksatta, Pune edition

### Email Id for Investors Grievances:

[sekurit.investors@saint-gobain.com](mailto:sekurit.investors@saint-gobain.com)

**Whether it also displays the official news releases; and the presentations made to Institutional Investors and Analysts:** No.

**Whether Management Discussion and Analysis is a part of annual report or not:** Yes.

## 10. GENERAL SHAREHOLDER' INFORMATION

<b>AGM</b>	: 40 <sup>th</sup> Annual General Meeting
<b>Date</b>	: <b>27<sup>th</sup> July, 2013</b>
<b>Time</b>	: 11.30 a.m.
<b>Venue</b>	: Hotel Kalasagar, P-4, MIDC, Kasarwadi, Mumbai-Pune Road, Near State Bank of India, Pune 411 034

Financial Calendar for 2013-14	Date(s)
(i) First Quarter Results	– 27 <sup>th</sup> July 2013
(ii) Second Quarter and Half-yearly Results	– 25 <sup>th</sup> October, 2013
(iii) Third Quarter Results	– January, 2014
(iv) Results for the year ending 31 <sup>st</sup> March, 2014	– May, 2014

### Date of Book Closure

Monday 15<sup>th</sup> July, 2013 to Wednesday, 17<sup>th</sup> July, 2013  
(both days inclusive)

### Date of Payment of Dividend

Not Applicable

### Listing on Stock Exchange

Bombay Stock Exchange Limited

The Annual listing fees of Bombay Stock Exchange Limited have been paid for the financial year 2013-2014.

### BSE-Stock Code

Physical - 515043

### ISIN No for NSDL & CDSL

INE068B01017

### Market Price Data: High, Low during each month in the last financial year

Please see Annexure '1'

### Performance in comparison to BSE Sensex, (broad based index)

Please see Annexure '1'

### Registrars and Transfer Agents

Link Intime India Private Limited  
(formerly known as Link Intime Spectrum Registry Limited)  
C-13, Pannalal Silk Mills Compound  
L.B.S. Marg, Bhandup (West)  
Mumbai 400 078  
Tel : 022- 25963838

### Share Transfer System

All transfers are processed by R & T Agents and approved by the Share Transfer Committee of Directors.

## Distribution of Shareholding and Shareholding Pattern as on 31<sup>st</sup> March, 2013.

Please see Annexure '2'

### Dematerialisation of Shares and liquidity

37.49% of the Paid-up capital has been dematerialised as on 31<sup>st</sup> March, 2013. 62.51% (including 61.26% of the paid-up capital held by the Foreign Promoter) has not been dematerialised.

### Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity

Not issued

### Plant Locations

- 1) Bhosari, Pune, Maharashtra
- 2) Chakan, Pune, Maharashtra

### Promoters

#### I. a) Foreign Promoter

Saint-Gobain Sekurit, S.A., France

#### b) Indian Promoter

Saint-Gobain Glass India Limited

#### II. Other Saint-Gobain Group Companies

- a) Saint-Gobain Glass, France
- b) Saint-Gobain Seva, France
- c) Grindwell Norton Limited
- d) Saint-Gobain Sekurit (Thailand) Co. Limited, Thailand
- e) Saint-Gobain Seva Engineering India Limited, India
- f) Saint-Gobain Sekurit Deutschland Gmbh & Co. KG, Germany
- g) Saint-Gobain Hanglass Clfg Qingdao Glass Co. Ltd., China
- h) Saint-Gobain Sekurit Italia, Italy
- i) Saint-Gobain Hanglass Sekurit, Shanghai
- j) Hankuk Sekurit Limited, Korea
- k) CDI Saint –Gobain Glass, France
- l) Saint-Gobain Research (Shanghai) Co.

### Compliance Officer:

Mrs. Madhura Joshi  
Company Secretary  
T-94, M.I.D.C, Bhosari Industrial Area,  
Pune – 411 026. Maharashtra  
Tel. : (020) 66311600  
Fax : (020) 66311666  
Email id for Investors: [sekurit.investors@saint-gobain.com](mailto:sekurit.investors@saint-gobain.com)  
Website of the Company:  
[www.sekuritindia.com/Investor\\_Information.html](http://www.sekuritindia.com/Investor_Information.html)