



**SAMPRE NUTRITIONS LTD**

***EIGHTEENTH ANNUAL REPORT***  
***2008 - 2009***

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# CANDY FILLED WITH HEALTH



Hon'able Chief Minister **Shri Y. S. RAJASEKHAR REDDY**  
enjoying taste of **CANDY NUTRI**

## FIRST TIME IN INDIA

## **BOARD OF DIRECTORS**

SRI B K GURBANI	:	Chairman and Managing Director
SMT MEERA B GURBANI	:	Director
SRI HARANAM R BHATIJA	:	Director
SRI B JAYAPRAKASH REDDY	:	Director
SRI ANIL SIDHANI	:	Director
SRI GEORGE KURIAN	:	Director

## **AUDITORS:**

T P Rao & Co.  
Chartered Accountants  
Plot No.32, Flot No. 114  
HUDA Complex,  
SaroorNagar Hyderabad -35

## **BANKERS:**

State Bank of India  
AXIS Bank Limited

## **REGISTERED OFFICE:**

100, Sarojini Devi road,  
Secunderabad – 500 003  
Andhra Pradesh, India  
Phone: 040 – 27841778  
Fax: 040-27813931  
E-Mail: [gurbani@satyam.net.in](mailto:gurbani@satyam.net.in)  
Website: [www.gurbanigroup.com](http://www.gurbanigroup.com)

## **WORKS:**

133, APIIC Industrial Estates,  
Medchal-500 401, Ranga Reddy Dist  
Andhra Pradesh.  
Phone: 08418 22427/28  
Fax: 08418 22429

## **REGISTRARS & TRANSFER AGENTS:**

M/s. Big Share Services Private Ltd  
G-10, Left Wing, Amrutha Ville,  
Opp. Yashoda Hospital,  
Raj Bhavan Road, Somajiguda,  
Hyderabad – 500 082.

## **NOTICE**

NOTICE is hereby given that the 18<sup>th</sup> Annual General Meeting of the members of the company will be held on **TUESDAY, 29<sup>TH</sup> SEPTEMBER, 2009 at 10.00 AM** at Lions Bhavan Trust, Behind LIC Office, Paradise Circle, Secunderabad – 500 003 to transact the following items of business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2009 and Profit & Loss Account for the financial year ended on that date together, with the report of the Board of Directors and Auditors thereof.
2. To appoint a director in place of Smt. Meera B Gurbani who retires by rotation and being eligible offer herself for re-appointment.
3. To appoint auditors to hold the office from conclusion of the Annual General Meeting to conclusion of the next Annual General Meeting and to fix their remuneration.

**For and on behalf of the Board  
For SAMPRE NUTRITIONS LIMITED**

Place: Hyderabad  
Date: 26.08.2009

Sd/-  
**B K GURBANI**  
Chairman and Managing Director

### **NOTES:**

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. The proxy in order to be effective must be deposited at the Registered Office of the company not less than 48 hours before the commencement of the meeting.
- 2) The Register of Members and Share Transfer Books of the Company will remain closed from **FRIDAY, 25<sup>TH</sup> SEPTEMBER, 2009 TO TUESDAY, 29<sup>TH</sup> SEPTEMBER, 2009** (both days inclusive).
- 3) Members are requested to quote ledger folio number in all their correspondence to avoid delay in communication.
- 4) Members are advised to consolidate their ledger folios where they are holding shares in different folios in the same name.

**DIRECTORS' REPORT**

To

The Members,

Your Directors have pleasure in presenting herewith the 18<sup>th</sup> Annual Report of Company together with the Audited Accounts for the financial year ended 31<sup>st</sup> March, 2009.

**FINANCIAL RESULTS:**

(Rs.in lakhs)

<b>PARTICULARS</b>	<b>YEAR ENDED 31.03.2009</b>	<b>YEAR ENDED 31.03.2008</b>
Income Received	471.42	429.81
Expenditure	352.55	354.72
Profit before depreciation and Income tax	118.87	75.09
Depreciation	72.58	58.01
Net profit before tax	46.29	17.08
Provision for taxation		
a. Current tax	3.63	4.67
b. Deferred tax	3.38	1.07
c. Fringe Benefit Tax	1.92	1.27
Profit after tax	37.36	10.07
Brought forward from previous year	179.26	169.19
Transfer to General Reserve	-	-
Balance carried to balance sheet	204.56	179.26

**DIVIDEND**

Due to insufficiency of profits your directors do not recommend any dividend for the financial year 2008-2009.

**OVERALL PERFORMANCE OF THE COMPANY:**

During the year under review your company has achieved a turn over of Rs. **471.42** lakhs compared to last year turnover of Rs. **429.81** lakhs and earned profit of Rs. **46.29** lakhs compared to last year profit of Rs. 17.08 lakhs. Major contribution is from contract manufacturing orders from M/s. Cadbury's India Limited and M/s. The Himalaya Drug Company Ltd. around Rs. **4.00** crores and partly own sales. The company is focused towards working on the loan license system and reduce their own sales %age due to high input cost of Raw Materials especially "SUGAR, MILK POWDER & VANASPATHI".

**DIRECTORS:**

Smt. Meera B Gurbani retire by rotation at this Annual General Meeting and being eligible offer herself for re-appointment.

Board recommends their reappointment.

**PERSONNEL :**

None of the Employees of the Company is drawing remuneration exceeding limits prescribed U/s 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

**DEPOSITS:**

Your company has not accepted any deposits falling under Section 58A of the Companies Act, 1956 read with Companies (Acceptance of Deposits) Rules 1975 during the year.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 217(2AA) of the Companies Act, 1956 the directors of your company hereby confirm that:

- i. In preparation of annual accounts for the financial year ended 31<sup>st</sup> March, 2009, the applicable accounting standards have been followed along with proper explanation relating to material departure, if any, there from;
- ii. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year ended 31<sup>st</sup> March 2009 and of the profit and loss of the company for that period;
- iii. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- iv. The directors have prepared the annual accounts on a going concern basis.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

As required under Section 217 (1) (e) of the Companies Act, 1956 read with Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988, the information is given in Annexure attached hereto which forms a part of this report.

**D. Foreign Exchange Earnings & Outgo: (In Rs.)**

	2008-09	2007-08
Foreign Exchange earnings	Nil	Nil
Foreign Exchange outgo	Nil	Nil

**CORPORATE GOVERNANCE:****A) REPORT ON CORPORATE GOVERNANCE:**

Report on Corporate Governance including Auditor's Certificate on Compliance with the code of Corporate Governance under Clause 49 of the listing agreement is enclosed as **Annexure – II** to this report.

**B) MANAGEMENT DISCUSSION & ANALYSIS REPORT:**

Aspects of Management Discussion and Analysis are enclosed as **Annexure - I** to this report.

**AUDITORS:**

M/s. T. P. Rao & Co, Chartered Accountants, Statutory Auditors of the Company retire at the ensuing Annual General Meeting and expressed their unwillingness for re-appointment due to the pre-occupations.

Further company is in receipt of confirmation from M/s. Dendukuri Associates, Chartered Accountants expressing their willingness for appointment as statutory auditor of the company and confirmed that in the event of their appointment as Statutory Auditor at the ensuing Annual General Meeting, such appointment will be in accordance with the limits specified in Section 224 (1B) of the Companies Act, 1956.

Board recommend their appointment as approved by Audit Committee of the company.

**ACKNOWLEDGEMENTS:**

Your Directors take this opportunity to place on record their gratitude for the continued support received from its Principals – Cadbury India Limited, Himalaya Drug Company, Harshey's & Dr. Morpen. Your Directors also acknowledge with deep sense of appreciation the continued support from Shareholders, Investors, Suppliers, Bankers – State Bank of India, AXIS Bank Limited and various Departments of Central and State Governments.

Your Directors also wish to convey their thanks and place on record their appreciation for the sincere efforts put in by the employees at all levels for the progress of the company.

**for and on behalf of the Board  
For SAMPRE NUTRITIONS LIMITED**

Place: Hyderabad  
Date: 26.08.2009

Sd/-  
**B K GURBANI**  
Chairman and Managing Director





**FORM - "A"**

**[ PARTICULARS UNDER THE COMPANIES (DISCLOSURES OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1998. ]**

**A. CONSERVATION OF ENERGY**

<b>A. POWER AND FUEL CONSUMPTION</b>	<b>Current Year 2008-09</b>	<b>Previous Year 2007-08</b>
<b>1. Electricity</b>		
<b>a) Purchased Unit(Kwh)*</b>	<b>5,65,088</b>	<b>5,04,612</b>
Total Amount Rs.	<b>23,78,622</b>	<b>21,68,178</b>
Rate/Unit Rs.	<b>4.21</b>	<b>4.30</b>
<b>b) Own Generation</b>		
i. <u>Through Diesel Generator:</u>		
Units Generated (Kwh)	<b>25176</b>	<b>21705</b>
Total Cost	<b>7,65,404</b>	<b>6,87,173</b>
Cost/Unit Rs.	<b>30.40</b>	<b>31.66</b>
ii. <u>Through steam turbine/generator</u>	<b>-</b>	<b>-</b>
<b>2. Fire Wood ( for Boiler)</b>		
Used for Generation of Steam in Boiler		
- Quantity                      - Tons	<b>2054.125</b>	<b>1,371.57</b>
- Total Amount                - Rs.	<b>38,59,817</b>	<b>18,78,853</b>
- Average Rate/ton           - Rs.	<b>1879</b>	<b>1370</b>
<b>3. Furnace Oil</b>		
- Quantity                      - Liters	<b>Nil</b>	<b>-</b>
- Total Amount                - Rs.	<b>Nil</b>	<b>-</b>
- Average Rate                - Rs.	<b>Nil</b>	<b>-</b>
<b>4. Other/internal generation</b>	<b>-</b>	

**B. CONSUMPTION PER KG OF PRODUCTION**

<b>Particulars</b>		
<b>Total Production (Kgs.)</b>	<b>40, 92,000</b>	<b>30,31,533</b>
Electricity (Kwh)	<b>0.58</b>	<b>0.72</b>
Furnace Oil		<b>-</b>
Fire Wood(Kgs)	<b>0.94</b>	<b>0.62</b>
Diesel (ltrs)	<b>0.19</b>	<b>0.23</b>

**FORM - "B"**

**PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION**

- |           |   |   |     |
|-----------|---|---|-----|
| <b>A.</b> | RESEARCH AND DEVELOPMENT (R&D)                  | - | NIL |
| <b>B.</b> | TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION: | - | NIL |

