

**Annual Report  
2006-2007**

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**SHAH FOODS LIMITED**

**An ISO : 22000 Certified Company**



*Regd. Office :*

Block No. 453/1, Kalol-Mehsana Toll Road, Chhatral-382729, Sub-Dist. Kalol, Dist. Gandhinagar.  
Phone : 2764-233931/932

ZERTIFIKAT ♦ CERTIFICATE ♦ 証書 ♦ CERTIFICADO ♦ CERTIFICAT



Management Service

# CERTIFICATE

The Certification Body  
of TÜV SÜD Management Service GmbH  
Trading as TÜV South Asia Private Limited  
certifies that

**SHAH FOOD LIMITED**  
BLOCK NO. 453/1,  
KALOL MEHSANA HIGHWAY, CHHATRAL,  
DISTRICT GANDHINAGAR – 382729, INDIA

has established and applies  
a Food Safety Management System for

**Manufacturing and Supply of Britannia Biscuits**

An audit was performed, Report No. 70717856

Proof has been furnished that the requirements  
according to

**ISO 22000: 2005**

are fulfilled. The certificate is valid until **2010-03-21**

Certificate Registration No. **12 510 30893 TMS**



*M. Nagel*

Munich, 2007-03-28



TGA-ZM-07-02

TÜV SÜD Management Service GmbH • Zertifizierstelle • Ridlerstraße 65 • 80335 München • Germany

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### BOARD OF DIRECTORS

MR. PRADIP P. SHAH	Chairman
MR. JANAK P. SHAH	Vice-Chairman
MR. VIRENDRA P. SHAH	Director
MR. SUSHIL P. SHAH	Director
MR. NIRAV J. SHAH	Director
MR. SHRICHAND R. KAHHA	Director Operations

### AUDITORS

ARVIND A. THAKKAR & CO.  
Chartered Accountants

### BANKERS

BANK OF BARODA  
HDFC BANK LTD.

### REGISTERED OFFICE & WORKS

CHHATRAL  
KALOL-MEHSANA HIGHWAY  
TALUKA KALOL, DISTRICT GANDHINAGAR  
GUJARAT - 382 729.

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**NOTICE**

NOTICE is hereby given that the Annual General Meeting of SHAH FOODS LIMITED will be held at the Registered Office of the company at Chhatral, Kalol-Mehsana Highway Road, Tal. Kalol, Dist. Gandhinagar, Gujarat - 382 729 on Saturday, September 29, 2007 at 11.00 a.m. to transact the following business :

**ORDINARY BUSINESS :**

1. To receive and adopt the Profit & Loss Account for the year ended March 31, 2007 and the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.
2. To declare dividend @ Re. 1 per share.
3. To appoint a Director in place of Mr. Janak P. Shah who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Virendra P. Shah who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

**The Register of Members and Transfer Books of the Company will remain closed from Saturday 29, 2007 to Friday, October 5, 2007, (Both days inclusive)**

**SPECIAL BUSINESS :**

To consider and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution

1. "RESOLVED THAT subject to Sections 198, 309, 310, 314 and other applicable provisions, if any, of the Companies Act, 1956 and subject to such other approvals as may be required or necessary, Mr. Shrichand R. Kahar, be and is hereby re-appointed as Manager of the company and occupier of the factory with the designation of Director - Operations for a period of five years from October 1, 2007 on the following terms :
  - A monthly Basic salary of Rs. 6000/- p.m. in the grade of Rs. 6000-500-8500.
  - DA. 50% of Basic
  - Conveyance 40% of Basic
  - HRA 40% of Basic
  - Reimbursement of medical expenses, including hospitalization and premium for medical insurance for self and family, subject to a ceiling of one month's Basic and DA salary in a year or three month's Basic & DA salary over a period of three years.

**SHAH FOODS LTD.**

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- a. Leave travel concession (within India) for self and family once in a year up to the maximum of one month Basic & salary.
- b. Personal accident insurance, the premium of which shall not exceed Rs. 2000 per annum.
- c. Company's Contribution to Provident Fund as per the rules. Gratuity payable shall not exceed half a month's salary for each completed year of service.
- d. Sick Leave and Annual Privilege leave entitlement shall be as per the rules of the Company.
- e. He will be paid Bonus within the meaning of Payment of bonus Act. If applicable or Superannuation @ 10% on annual salary whichever is applicable.

"RESOLVED FURTHER THAT where in any financial year during the currency of tenure of Mr. Shrichand R. Kahar, the Company has no profits or if the profits are inadequate, Mr. Shrichand R. Kahar shall be entitled to the Salary and perquisites not exceeding the above-mentioned limits."

"RESOLVED FURTHER THAT the appointment shall be terminable by three months notice by either party or by payment of three month's salary in lieu of notice by either party."

"RESOLVED FURTHER THAT necessary Agreement, recording the terms of remuneration as above, is executed between the Company and Mr. Shrichand Kahar."

"RESOLVED FURTHER THAT the aforesaid salary and the benefits, perquisites and amenities may be increased by the Board of Director as per the relaxation that may be made by the Government from time to time."

**NOTES :**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead and such proxy need not be a member of the Company. Proxies, in order to be effective, must be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the meeting.
2. The Register of Members and Transfer Books of the Company will remain closed from Saturday, September 29, 2007 to Friday, October 5, 2007, both days inclusive.
3. Members are requested to notify any change in their addresses to the Corporate office of the company or as our Register and Transfer Agent M/s Pinnacle Shares Registry Pvt. Ltd. Near Ashoka Mills, Naroda Road, Ahmedabad-380025.
4. If any member has queries regarding audited accounts, please send the same in writing to the registered office of the company so as to reach at least seven days before the date of AGM.

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**EXPLANATORY STATEMENT U/S 173(2) THE COMPANIES ACT. 1956.****ITEMS 5**

Mr. Shrichand R. Kahar was appointed as Manager of the company and occupier of the factory with the designation of Director - Operation for a period of five years from October 1, 1997 on the terms and conditions as approved by the shareholders at the Annual General Meeting held on September 13, 1997. After that Mr. S. R. Kahar was reappointed as Manager of the company and occupier of the factory with the designation of Director - Operation respectively for a period of five years from October 1, 2002 on the terms and conditions as approved by the shareholders at the Annual General Meeting held on August 31, 2002

It may be mentioned that on October 1, 2002, they were appointed on a monthly salary in the grade of Rs. 3750-400-5750. Their remuneration is sought to be fixed at Rs. 6000 per month in the grade of Rs. 6000-500-8500.

In compliance with the provisions of the Companies Act, 1956, the terms of the appointment of Mr. Shrichand R. Kahar is placed before the members at the General Meeting for their approval. This may be treated as an abstract of the draft agreements between the Company and Mr. Shrichand R. Kahar respectively. The drafts are available for inspection by the members of the Company and the registered office between 11.00 a.m. and 1.00 p.m. on any working day of the Company.

None of Directors is interested in this resolution except Mr. Shrichand R. Kahar

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By Order of the Board

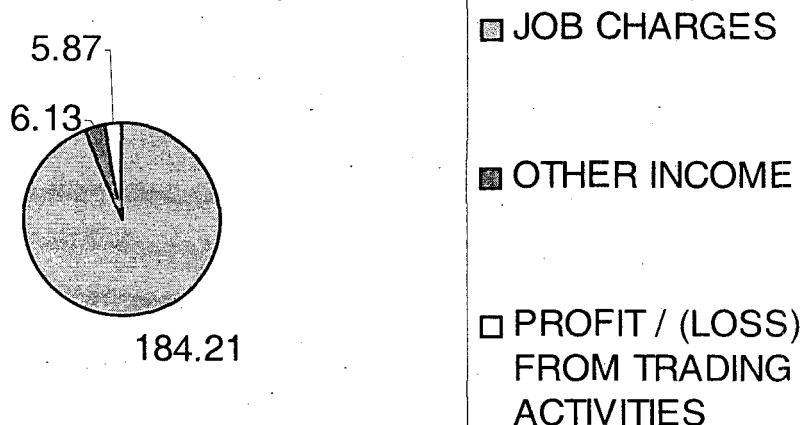
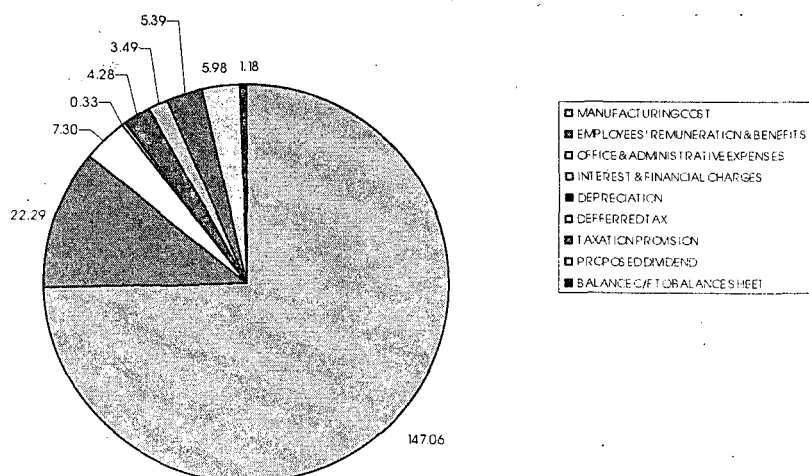
Dated : 11-08-2007

Place : Ahmedabad

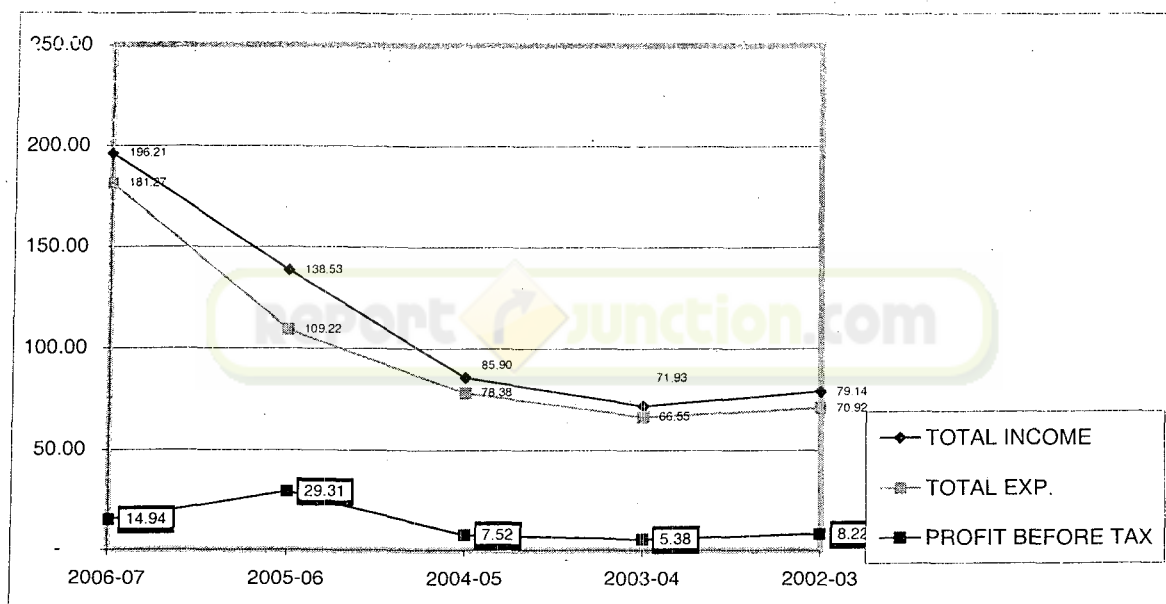
**Pradip P. Shah**

Chairman

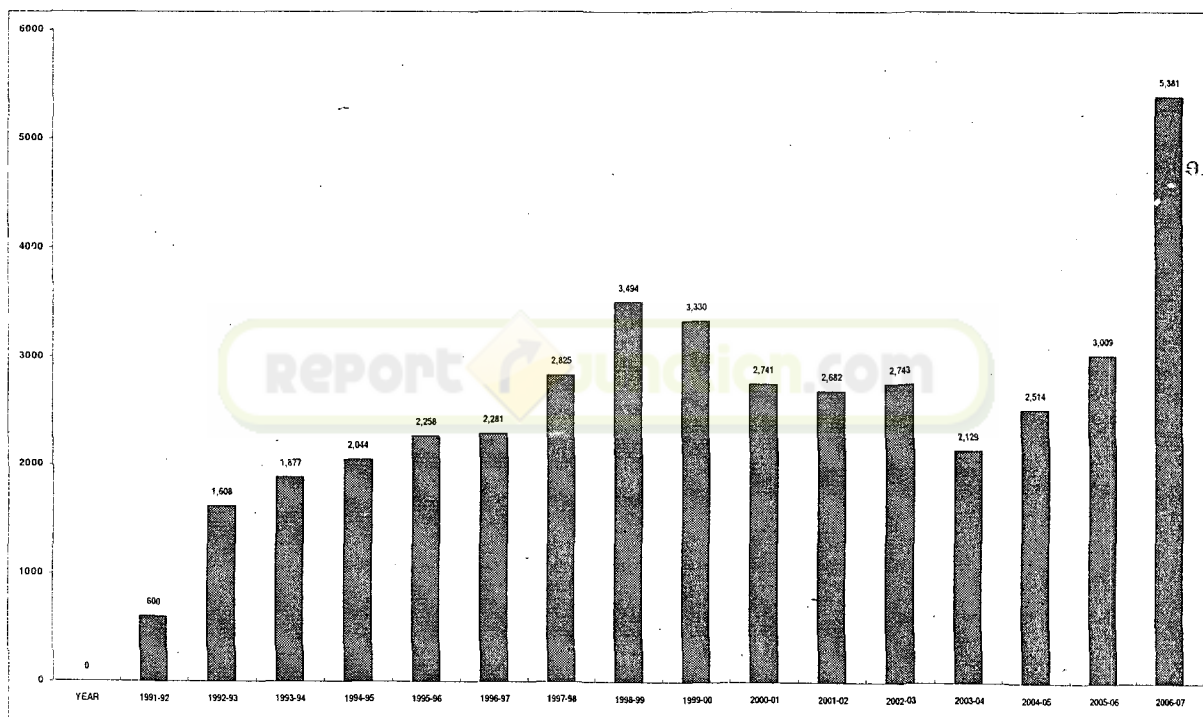
## SHAH FOODS LTD.

**INCOME - Rs. in Lacs - FY 2006-07****EXPENDITURE Rs. In Lacs - FY 2006-07**

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**SHAH FOODS LTD.****PRODUCTION SUMMARY in M.T.**

Note : Production in FY 2006-2007 only for 9 Months- Due to Plant Replacement and Modernization .