



My Dear Shareholder,

I take this opportunity to share with you, with immense satisfaction, your Company's performance. The enclosed Annual Report provides you the detailed financials and relevant information highlighting the operations of the Company.

The consolidated sales grew to Rs. 37917.22 lakhs from Rs. 26578.78 lakhs, an increase of 42.66%. The profit after tax grew to Rs. 3330.11 lakhs from Rs. 2216.92 lakhs, an increase of 50.21%. This indeed is a robust performance, immediately following an eventful Silver Jubilee Year. On a consolidated basis, your Company sold over 100 million cables. The total length of cables sold is equivalent to embracing the Earth three times over! May I add, with all humility, that this is marching ahead with confidence!!

You would have noticed that your Company has had three years of significant growth and profitability, surpassing the auto industry's performance. However, I must caution you that boom years have a lifetime as well. I do expect the current year will be a good growth year albeit at a lower rate. With significant monetary tightening by the RBI, increased inflation and rising commodity prices, the growth in the Indian automotive industry is expected to be in line with the historic average. With a strong customer focus and rapid growth in non automotive exports and after market, your Company is poised to perform well during the current year.

Your Company is continuing its expansion plans at various locations as you would note from the Directors' Report. This will raise your Company's overall cable capacities to 150 million cables per year, making it one of the top 5 cable manufacturers in the world. Your Company has a strong customer loyalty and brand image with domestic customers making it a preferred supplier.

Your Company's effort to become a global brand is taking steady and measured steps forward. To serve the customers globally, a supply chain footprint is

a requirement, with presence in major automotive geographies. Your Company is assessing various avenues, including acquisition, to develop this footprint to serve these global customers.

I may recapitulate that initiatives were taken to de-risk the business with focus on two new areas i.e. non-automotive exports and aftermarket sales which have shown robust growth of 90% and 65% respectively. I expect this growth to continue. We have now started to develop new products in-house, which are in an advanced stage of introduction in the market.

Your Company's subsidiaries have performed well and have added to the consolidated growth and profitability. Gills Cables Ltd, our wholly owned UK subsidiary will be renamed as Suprajit Europe Limited, effective 1st June, 2011.

I am also happy to inform you that your Company is strengthening its CSR initiatives by forming Suprajit Foundation, a Charitable Trust. A portion of the profit of your Company will be channeled to Suprajit Foundation to undertake certain socially relevant projects for the needy, particularly in the areas of healthcare, education and rural development.

Mr. M R B Punja, who was Chairman of your Company since 14th April 1995, stepped down from the Board during the year, citing advancing age. Your Company has greatly benefited from his advice and wisdom. I am extremely thankful to him for his many years of association with your Company.

Our strategies to have a diversified customer mix, new focus areas for our products along with continued focus on cost effective manufacturing and customer satisfaction gives me the confidence that Team Suprajit will continue to perform well in the years ahead.

As we march ahead with confidence, I seek in abundance, the blessings of the Lord Almighty and your continued support and good wishes.

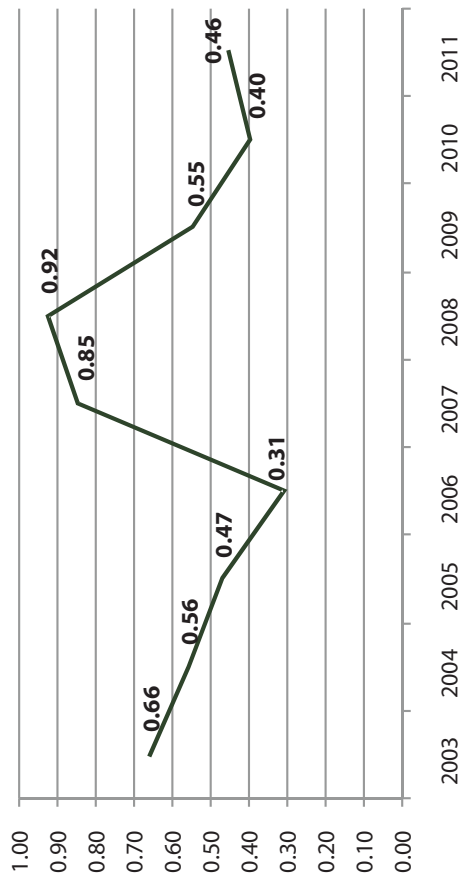
With warm personal regards,

Yours sincerely,

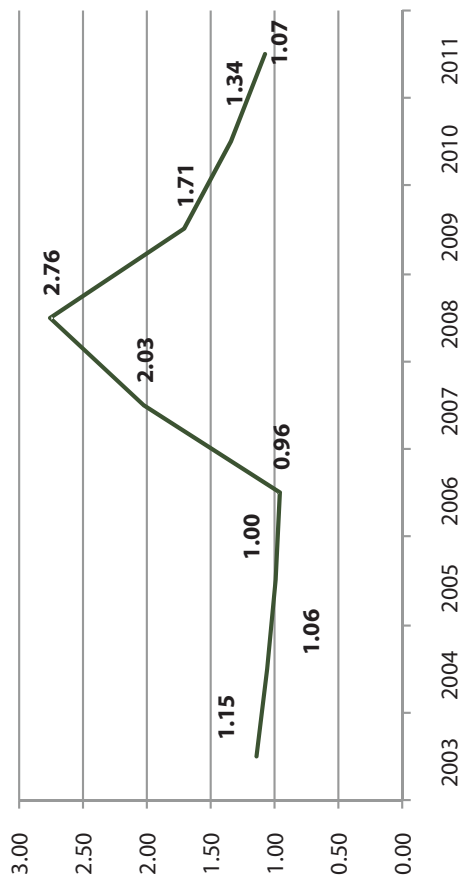
K. Ajith Kumar Rai
Chairman & Managing Director

Group Financials

Debt Equity Ratio



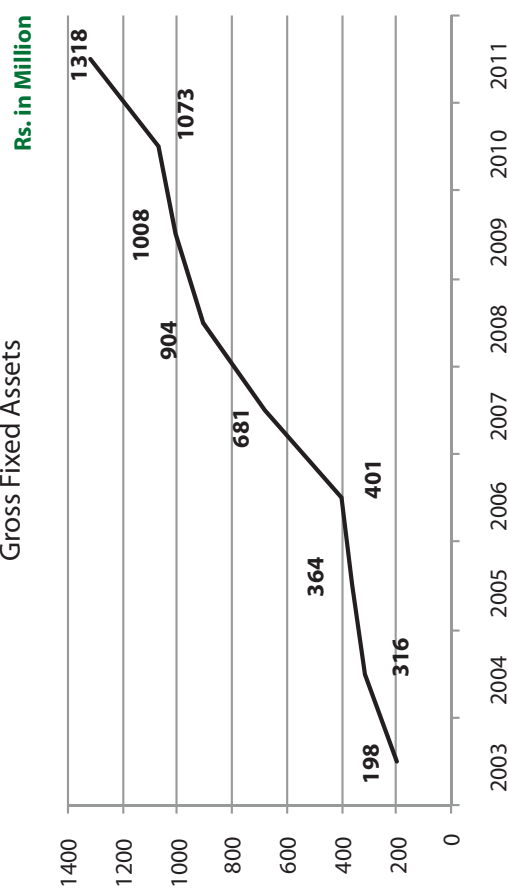
Debt EBIDTA Ratio



ROCE %



Gross Fixed Assets



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BOARD OF DIRECTORS**M R B Punja**

Chairman (Upto 31st January, 2011)

K Ajith Kumar Rai

Chairman & Managing Director

Diwakar S Shetty

Director

Ian Williamson

Director

B S Patil, IAS (Retd.)

Director

Surendra Kumar N Shah

Director

M Jayarama Shetty

Director

Suresh Shetty

Director

COMPANY SECRETARY

Medappa Gowda J

STATUTORY AUDITORS

Varma & Varma

Chartered Accountants

INTERNAL AUDITORS

K S Aiyar & Company

Chartered Accountants

STOCK EXCHANGES

The Stock Exchange Mumbai (BSE)

The National Stock Exchange (NSE)

REGISTRARS AND SHARE**TRANSFER AGENTS**

Integrated Enterprises (India) Limited

No. 30, Ramana Residency,

4th Cross, Sampige Road,

Malleswaram, Bangalore 560 003.

Phone: 080-23460815-18, Fax: 080-23460819,

E-mail : alfint@vsnl.com

BANKERS

State Bank of India

Syndicate Bank

Citi Bank N.A.

REGISTERED OFFICE

Plot No. 100, Bommasandra Indl. Area,
Bangalore - 560 099.

Phone: 080 - 43421100 Fax: 080 - 27833279

E-mail: info@suprajit.com

Investors@suprajit.com

MANUFACTURING FACILITIES AT:**Unit - 1**

Plot No. 100, Bommasandra Indl. Area,
Bangalore - 560 099.

Unit - 2

Plot No. 132, Bommasandra Indl. Area,
Bangalore - 560 099.

Unit - 2A

No. 189/A, Bommasandra Indl. Area,
Bangalore - 560 099.

(Under implementation)

Unit - 3

No. 26 & 27A (Part), Doddaballapur Indl. Area,
Bangalore - 561 203.

Unit - 4

No. 164 & 165, Sector - 3,
IMT Manesar, Gurgaon District, Haryana - 122 001.

Unit - 5

Plot No. B-13, MIDC,
Chakan Industrial. Area,
Pune, Maharashtra - 410 501.

Unit - 6

A-1/5411, IV Phase, G.I.D.C., VAPI,
Gujarat - 396 195.

Unit - 7

Plot No. 14, Sector 10, IEE-SIDCUL, Pantnagar,
Rudrapur, Udham Singh Nagar Dist.
Uttarakhand - 263 153.

Unit - 9 (100% EOU)

Plot No. 101, Bommasandra Industrial Area,
Bangalore - 560 099.

Unit - 10

Plot No. 04, Industrial Park – IV,
Begumpur Village, Roorkee, Haridwar – 249403
Uttarakhand.

Unit - 11

Plot no: D-11, TATA Vendor Park, Sanand,
Viroch Nagar, Ahmedabad, Gujarat - 382170.
(Under implementation)

Unit - 12

No. 14-A, Bommasandra Industrial Area,
Hosur Road, Bangalore – 560 099.

Unit - 14

4 Wheeler Division, Plot No. B-13, MIDC,
Chakan Industrial. Area,
Pune, Maharashtra - 410 501.

Unit - 15

Plot No. SPA - 887, Pathredi Industrial Area,
Bhiwadi, Alwar (Dist) -301019, Rajasthan State
(Under implementation)

MILESTONES

- 1985 - Incorporated as a Private Limited Company.
- 1987 - Commercial Production at Unit -1.
- 1994 - Commercial Production at Unit -2.
- 1996 - Public issue of Equity Shares at premium.
- 1997 - “Enterprise of the State” award by KSFC.
- 1998 - Commercial Production at Unit -3.
- 2002 - State of the Art cable plant - Unit -4, Manesar.
- 2002 - Acquisition of Shah Concabs Pvt Ltd, a Cable Manufacturer at Vapi - Unit -6.
- 2002 - India’s largest cable Manufacturer.
- 2003 - Implementation of TS-16949 at all units.
- 2003 - State of the Art cable plant at Chakan, Pune-Unit -5.
- 2003 - Listing of Shares at The Stock Exchange, Mumbai (BSE).
- 2004 - Launch of CTP Suprajit Automotive Private Limited.
- 2004 - ISO 14000 & 18000 Certification for Manesar Unit.
- 2005 - Listing of Shares at The National Stock Exchange of India Ltd, Mumbai (NSE).
- 2006 - Successfully implemented Oracle ERP across all units.
- 2006 - Acquisition of business and assets of CTP Gills Cables, U.K. through 100% Owned Subsidiary, Gills Cables Limited, U.K.
- 2006 - Acquisition of the balance 50% stake held by Carclo plc., U.K. in the Joint Venture - Suprajit Automotive Private Limited (100% EOU)
- 2006 - Twin Awards by CNBC / ICICI Bank / CRISIL :
 - 1. SME of the Year.
 - 2. Auto Ancillary of the Year.
- 2007 - Commercial production at Pantnagar plant - Unit -7.
- 2007 - Commercial production at the second plant in Manesar - Unit -4.
- 2007 - Best IT User Award -2006 in Automotive Sector by NASSCOM.
- 2009 - Commercial Production at 100% EOU in Bangalore - Unit -9.
- 2010 - Awarded by KSFC as “Best Enterprise of the State”.
- 2010 - Commercial Production at Haridwar - Unit 10.
- 2011 - Commercial Production at Bangalore - Unit 12.
- 2011 - Gills Cables Limited renamed as Suprajit Europe Ltd.
- 2011 - Formation of Suprajit Foundation, a Trust for CSR activities.

STANDALONE FINANCIAL HIGHLIGHTS AND KEY INDICATORS

Rs. in Million

Description	2003	2004	2005	2006	2007	2008	2009	2010	2011
Gross Income	558.03	826.17	1098.92	1378.12	1531.74	1594.11	1854.30	2268.94	3304.46
Equity and Reserves	162.04	230.74	301.33	395.15	485.20	490.04	576.40	734.92	978.30
Net worth	159.81	229.60	301.36	395.15	485.20	490.04	576.40	734.92	978.30
Gross Fixed Assets	198.12	315.73	363.89	401.37	450.35	676.34	781.72	850.98	1083.13
Asset Turnover Ratio	2.81	2.61	3.01	3.43	3.40	2.35	2.37	2.66	3.05
Capital Employed	260.38	360.72	464.57	517.74	846.20	836.15	867.73	959.74	1326.44
Term Loan	108.33	129.98	149.52	122.59	361.00	346.11	291.92	224.82	348.14
Debt Equity Ratio	0.66	0.56	0.47	0.31	0.74	0.70	0.50	0.30	0.36
EBIDTA %	18.30	17.70	16.59	16.53	16.04	11.55	15.35	18.63	16.28
Debt EBIDTA Ratio	1.15	1.06	1.00	0.96	1.69	3.32	1.61	1.19	1.01
Current Ratio	1.59	1.38	1.46	1.51	1.78	1.41	1.28	1.22	1.43
Profit before tax (PBT)	77.81	119.09	148.11	187.74	182.53	101.51	180.83	320.63	426.48
Profit after tax (PAT)	49.98	84.85	97.88	128.00	124.80	48.83	116.27	218.10	304.95
Return on net worth - %	48.69	51.87	49.14	47.51	37.62	20.71	31.37	43.62	43.59
ROCE %	29.89	33.01	31.88	36.26	21.57	12.14	20.83	33.40	32.15
Book Value of shares(Rs.)*	1.38	1.91	2.51	3.29	4.04	4.08	4.80	6.12	8.15
EPS (Rs.)*	0.45	0.71	0.82	1.07	1.04	0.41	0.97	1.82	2.54
Dividend & Tax outflow (Rs)	14.16	18.61	27.26	34.21	34.74	28.08	29.89	59.58	61.57
Pay out Ratio (%) to PAT	28.35	21.94	27.85	26.72	27.84	43.65	25.71	27.31	20.19

* On expanded capital (post sub-division & bonus)

GROUP HIGHLIGHTS

Rs. in Million

	2010-11	2009-10
Turnover	3,791.72	2657.87
EBIDTA	613.86	460.54
Profit before tax	467.58	329.39
Profit after tax	327.45	221.69

NOTICE

NOTICE is hereby given that the Twenty-Sixth Annual General Meeting of Suprajit Engineering Limited will be held at the Factory Office at Plot No. 101, Bommasandra Industrial Area, Bangalore – 560 099 on Saturday, 30th July, 2011 at 12.30 p.m to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2011 and the Profit and Loss Account for the year ended as on that date together with the Reports of Directors and Auditors thereon.
2. To confirm the payment of Interim Dividend and to declare Final Dividend.
3. To appoint a Director in place of Mr. M. Jayarama Shetty, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Diwakar S Shetty, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Auditors of the Company and authorize the Board to fix their remuneration.

By Order of the Board
For **Suprajit Engineering Limited**

Place: Bangalore
Date: 30th May, 2011

Medappa Gowda J
Company Secretary

NOTES

1. **A Member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself / herself and such proxy need not be a member of the Company. Proxies in order to be effective, must be received at the Registered Office of the Company at least 48 hours before the meeting.**
2. The Register of Members and the Share Transfer books of the Company will remain closed from 27th July, 2011 to 30th July, 2011 (both days inclusive).
3. An Interim Dividend of (20%) Re. 0.20 as recommended at the Board Meeting held on 31st January, 2011 was paid to those members, whose names appeared on the Company's Register of Members / beneficial owners as per the records of the depositories as on 17th February, 2011 (Record Date).
4. Final Dividend of (25%) Re. 0.25 per Equity Share as recommended by the Board, if approved at the Meeting, will be paid to those members whose names appear on the Register of Members of the Company / beneficial owners as per the records of depositories as on 30th July, 2011.
5. All correspondences relating to Change of Address, Transfer and Demat of Shares may be addressed to Integrated Enterprises (India) Limited, No.30, Ramana Residency, 4th Cross, Sampige Road, Malleswaram, Bangalore - 560 003, Phone : 080-23460815 to 818, Fax: 080-23460819, E-mail: alfint@vsnl.com.
6. Members are requested to quote the Folio Numbers or Demat Account Numbers and Depository Participant ID (DPID) in all correspondence to the Registrar and Share Transfer Agents of the Company.
7. Pursuant to SEBI notification no. MED/ DOP/ Circular/05/2009 dated 20th May, 2009 it has become mandatory for the transferee(s) to furnish copy of PAN Card to the Company/ RTA to enable/effect transfer of Shares in physical form.
8. The Equity Shares of the Company are available for trading in dematerialized form (electronic form) through depository participants. The Company has entered in to agreements with National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). ISIN Code No. INE399CO1030. All Shareholders holding Shares in physical form are requested to make use of this facility. Members are requested to open Demat account with any of the depository participants to enable transacting in the Stock Exchanges.
9. Members are requested to bring copy of the Annual Report along with them to the Annual General Meeting.
10. Un-claimed dividends up to the year 2003-2004 have been transferred to the General Revenue Account of the Central Government. Consequent upon the amendment to Section 205A read with Section 205C of the Companies Act, 1956, the Dividend declared for the year ended 31st March, 2004 and for any financial year ending thereafter which remain unclaimed for a period of seven years will be transferred to the Investor Education and Protection Fund established by the Central Government. Members are requested to note that no claims shall lie against the

Company or the said Fund in respect of any amounts which are unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.

11. As regards re-appointment of Mr. M. Jayarama Shetty, referred to in item No. 3 of the notice, the following necessary disclosures are made for the information of the Shareholders:

Mr. M. Jayarama Shetty, aged 57 years, is a Graduate in Commerce and a Graduate in Law. He is also a Fellow Member of The Institute of Chartered Accountants of India. He worked for 15 years with HMT Limited in various capacities and took voluntary retirement as Asst. General Manager in 1995. Presently he is practicing as a Chartered Accountant.

His other Directorships:

Name of the Company	Nature of Interest
Nil	Nil

12. As regards re-appointment of Mr. Diwakar S Shetty, referred to in item No.4 of the notice, the following necessary disclosures are made for the information of the Shareholders:

Mr. Diwakar Shetty, Founder Chairman of Shetron Limited, a listed Company, is a successful businessman with over three decades of experience in the Engineering Industry. He is a Graduate in Commerce. Mr. Diwakar Shetty has also promoted Fibre Foils Limited to manufacture Paper Drums, Composite Cans, Fibre Drums, Paper Tubes and cans. He has been bestowed with various awards.

His other Directorships:

Name of the Company	Nature of Interest
Shetron Limited	Executive Chairman
Fibre Foils Limited	Executive Chairman
Shetron Metropack Pvt Ltd	Director
Fibre Shells Limited	Director
Shetron Enterprises Pvt Ltd	Director
Bunts Properties Pvt Ltd	Director
Konjal Machines Pvt Ltd	Director
Fibre Boards Limited	Director

13. For the convenience of the Members, the Company will provide a coach service from Bangalore on the day of the Annual General Meeting; Members are requested to report at 9.30 A.M. on 30th July, 2011 near Bangalore Stock Exchange, No.51, 1st Cross, J.C. Road, Bangalore - 560 002.

Contact Persons:

1. **Mr. K S Ranganath** - **Cellphone No. 9945108318**
2. **Mr. S L Satish** - **Cellphone No. 9342135877**

DIRECTORS' REPORT

Your Directors have pleasure in presenting their Twenty-Sixth Annual Report and the Audited Accounts of the Company for the Year ended 31st March, 2011.

FINANCIAL RESULTS:

Rs. in Lakhs

Particulars	2010-11	2009-10
Gross Income	33,044.62	22,689.49
Profit before tax	4,264.84	3,206.36
Less: Provision for taxation	1,215.33	1,025.32
Profit after tax before prior period adjustment	-	-
Current Tax relation to prior year	-	-
Profit after tax	3,049.51	2,181.04
Add: Surplus from last year	2,087.13	1,701.93
Profit available for appropriation after adjustments prior period taxes	5,136.64	3,882.97
APPROPRIATIONS:		
1 Interim Dividend 20% (last year interim 20% & Silver Jubilee dividend 25%)	240.04	270.04
Tax on interim Dividend (Net)	39.86	45.89
2 Proposed final Dividend 25% (last year 20%)	300.05	240.04
Provision for tax on Final Dividend	35.77	39.87
3 Transfer to General Reserve	2,300.00	1,200.00
4 Balance carried to Balance Sheet	2,220.92	2,087.13

DIVIDEND:

An Interim Dividend of Re. 0.20/- per Share of Re. 1/- each (20%) was declared and paid. In view of the good financial performance of your Company, your Directors have pleasure in recommending a Final Dividend of Re. 0.25 per Share of Re. 1/- each (25%). The total outgo, considering the interim dividend including taxation stands at Rs. 615.72 lakhs as against Rs. 595.84 lakhs (includes a Silver Jubilee onetime payment of Rs.150.02 lakhs) during the last year.

OPERATIONS:

The year gone by was a robust year for your Company both in sales and profitability. While the global automotive market continues to be sluggish, Indian auto industry probably had one of its best years, clocking a growth of 27%. This has augured well for Suprajit which grew faster than the industry at 46%. Your Company recorded a net income of Rs. 33,044.62 lakhs during the year 2010 -11 as against Rs. 22,689.49 lakhs during the year 2009-10, recording a growth of 45.64%. During the year 2010 – 11, the Profit After Tax was Rs. 3,049.51 lakhs against Rs. 2,181.04 lakhs during the year 2009-10, recording a growth of 39.82%. The consolidated sales grew from Rs. 26,578.77 lakhs for the year 2009 – 10 to Rs. 37,917.32 lakhs for the year 2010-11, recording a growth of 42.66 %. The consolidated Profit After Tax grew from Rs. 2,216.92 lakhs to Rs. 3,330.11 lakhs during the same period, a growth of 50.21 %. You

will note that your Company's growth has surpassed that of the automotive industry by a significant margin. This is largely due to improved market share with customers, significant growth in the non-automotive as well as aftermarket business.

During the year, the unit purchased at Bommasandra Industrial Area was operationalized to expand the activities of aftermarket business. Expansion of 100% EOU at Bommasandra and a 4 wheeler cable plant at Chakan have made good progress during the year, which will be operationalized in the current year. Another unit has been purchased in the Bommasandra Industrial area for further expansion of your Company's activities.

CURRENT YEAR:

The outlook for the current year looks promising. Although interest rates have risen, high inflation is a concern and commodity prices are hardening, auto industry is one of the key drivers of the economy. In a growing economy, the auto sector to which your Company belongs to, plays a significant role. Your Company expects to continue to surpass the industry growth in the days to come, barring unforeseen circumstances.

The capacities at most of the plants are fully utilized, giving little room for further growth. With Indian economy continuing to grow well, your Company now plans to expand its capacity from the planned 110 mn cables / year to 150 mn cables / year

by next year. These expansion activities will be carried out in the existing units as well as recently acquired new units. Your Company has also acquired an additional land of 4.2 acres at Bhiwadi to setup its 4th plant in the North region.

Your Company has taken initial steps in expanding its product range and has launched a few products in the aftermarket. These products are expected to add to the overall business growth of the Company in the years to come.

DEMATERILISATION OF SHARES:

As per the directives issued by the Securities and Exchange Board of India (SEBI), Shares of your Company are to be traded compulsorily in dematerialized form. Necessary arrangements have been made with National Securities Depository Limited (NSDL) and Central Depository Service Limited (CDSL) to facilitate dematerialisation of Shares.

LISTING OF EQUITY SHARES:

Your Company's Shares continue to be listed on the Stock Exchange at Mumbai and at National Stock Exchange.

WHOLLY OWNED SUBSIDIARIES:

While domestic scenario looks robust, global automotive scenario continues to be challenging. The automotive market

in the Western world is yet to recover from the melt down and is stabilizing at a much lower levels of sales. With this in the background, the performance of subsidiaries has been satisfactory, both of which operate in this environment. The combined sales of the subsidiaries has increased from Rs.4103.31 lakhs for the year 2009-10 to Rs. 5059.39 lakhs during the year 2010-11, recording a growth of 23.30 %. The Profit After Tax grew from Rs. (6.40) lakhs to Rs. 273.46 lakhs. The EBITDA grew from Rs. 398.19 lakhs to Rs.752.47 lakhs, an increase of 88.97 %. It must be noted that Gills Cables is acting as a technical and commercial centre for the group and has a minimal manufacturing in line with the Group's plans. The current year for the subsidiaries appears to be satisfactory in line with the global automotive scenario.

DEPOSITS:

The Company has accepted deposits pursuant to the provisions of Section 58-A of the Companies Act, 1956 and Companies (Acceptance of Deposits) Rules, 1975 during the year.

INFORMATION PURSUANT TO SECTION 217(1) (e) OF THE COMPANIES ACT, 1956:

The information as required under the above Section is given in Annexure and forms part of this Report.

PARTICULARS OF EMPLOYEES UNDER SECTION 217(2A) OF THE COMPANIES ACT, 1956:

Information pursuant to Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules, 1975 as amended:

Sl No	Name	Age (Years)	Qualification	Designation & Nature of Duties	Remuneration (Rs.)	Experience (Years)	Date of Joining	Previous Employment
1.	K. Ajith Kumar Rai	53	B.E. M.A.Sc (Canada)	Chairman & Managing Director	22,714,738	26	24.05.85	Research & Teaching Assistant, Technical University of Novascotia, Canada

Notes:

1. Remuneration included Basic Salary, Allowances, Incentives, Commission, Company's contribution to PF, Superannuation Fund and taxable value of perquisites.

2. The appointment is contractual.

3. The Shareholding of Mr. K. Ajith Kumar Rai (along with his spouse) in the Company is 60,402,544 Shares (50.33%). None of the other employees own more than 2% of Shares in the Capital of the Company as on 31st March, 2011.

INDUSTRIAL RELATIONS:

Relations with the employees continued to be cordial throughout the year. Your Directors wish to place on record their sincere appreciation for the excellent team spirit displayed by the employees at all levels.

CORPORATE GOVERNANCE:

Your Company has implemented various measures of Corporate Governance aiming to assist the management of the Company and to meet the obligations to Shareholders and towards enhanced transparency. A report on Corporate Governance is given in Annexure and forms part of this Report.