

**22<sup>nd</sup> Annual Report  
2008-2009  
(Abridged)**

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**WEIZMANN**  
**LIMITED**

**BOARD OF DIRECTORS**

Dr. P. D. Ojha  
**Chairman**

Mr. D. G. Siraj  
**Vice Chairman**

Mr. N. V. Siraj

Mr. H. V. Siraj

Mr. V. P. Kamath

Mr. Chetan D. Mehra  
**Managing Director**

Mr. S. Srinivasan  
**Company Secretary**

**BANKERS**

State Bank of Mysore  
State Bank of Bikaner & Jaipur  
Uco Bank Ltd.  
Union Bank of India  
Punjab & Sind Bank  
The South Indian Bank Ltd.

**AUDITORS**

M/s. U. B. Sura & Co.  
M/s. Shyam C. Agrawal & Co.

**REGISTERED OFFICE**

Empire House, 214, Dr. D. N. Road,  
Ent. A. K. Nayak Marg, Fort,  
Mumbai - 400 001.

**TEXTILE PROCESS HOUSE**

Vatva Road, Narol, Ahmedabad

**WIND POWER PLANT**

Coimbatore, Tirunelveli – Tamilnadu  
Satara – Maharashtra

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**22<sup>nd</sup> ANNUAL GENERAL MEETING**

Tuesday, 29<sup>th</sup> September, 2009 at 12.00 noon, at  
Jade Garden Auditorium, 3<sup>rd</sup> Floor, Nehru Centre,  
Dr. Annie Besant Road, Worli, Mumbai - 400 018

**REGISTRAR AND SHARE TRANSFER AGENTS**

Bigshare Services Pvt. Ltd.  
E-2/3 Ansa Industrial Estate,  
Saki Vihar Road, Saki Naka,  
Andheri (E), Mumbai - 400 071.  
Tel. No. 28470652/40430200 Fax No. 28475207

As a measure of economy copies of the Annual Report will not be distributed at the Annual General Meeting. Shareholders are requested to kindly bring their copies to the Meeting.



## NOTICE

Notice is hereby given that the Twenty Second Annual General Meeting of the Members of WEIZMANN LIMITED will be held on Tuesday, 29<sup>th</sup> September, 2009 at 12.00 noon, at Jade Garden Auditorium, 3<sup>rd</sup> Floor Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400 018 to transact the following business :

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31<sup>st</sup> March, 2009 and the Balance Sheet as at that date together with the Reports of the Directors and Auditors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Shri H. V. Siraj, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint Messrs. U. B. Sura & Co., Chartered Accountants and Messrs Shyam C. Agrawal & Co., Chartered Accountants, the retiring Auditors of the Company, as Joint Auditors, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

By Order of the Board

**S. Srinivasan**  
Company Secretary

Place : Mumbai  
Date : 18<sup>th</sup> August, 2009

### NOTES :

- (a) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE MEETING INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE ANNUAL GENERAL MEETING.
- (b) The Register of Members and Share Transfer Books of the Company will be closed from 24<sup>th</sup> September, 2009 to 29<sup>th</sup> September, 2009 (both days inclusive) for the purpose of payment of dividend. In respect of shares held in electronic form, the dividend will be paid on the basis of ownership as per the details furnished by the Depositories for the purpose.

- (c) Dividend on equity shares will be payable to those members whose names appear on the Company's Register of Members on 29<sup>th</sup> September, 2009.
- (d) The Company has transferred all unclaimed or unpaid Dividend declared upto financial year ended 31<sup>st</sup> March, 2001 to Investor Education and Protection Fund (IEPF) of the Central Government pursuant to Section 205(A) of the Companies Act, 1956.
- (e) Dividends for the Financial Year ended 31<sup>st</sup> March, 2002 and thereafter, which remain unclaimed or unpaid for a period of seven years will be transferred to the IEPF under Section 205A(5) of the Act. Members who have not encashed the dividend warrant(s) so far for the Financial year ended 31<sup>st</sup> March, 2002 or any subsequent Financial years are requested to make their claims to the Registered office of the Company. It may also be noted that once the unclaimed dividend is transferred to IEPF as stated above, no further claim shall lie in respect thereof. The dividend for the Financial year ended 31<sup>st</sup> March, 2002 is due to be transferred to the aforesaid Fund before 28<sup>th</sup> October, 2009.
- (f) Shareholders are requested to notify immediately any change in their address to the Registered Office of the Company quoting their Folio Number and if the shares are held in dematerialised form, this information should be sent to their respective Depository Participants.
- (g) Information on Director recommended for re-appointment at the Annual General Meeting in terms of Clause 49 of the Listing Agreement.

**Shri H. V. Siraj** aged 45 years is a Commerce Graduate from Bombay University having wide experience in Textile Marketing, Exports and Production. He is a Director on the Board of Avirodh Financial Services Ltd, Sitex India Private Ltd, Weizmann Capital Ltd, Weizmann Energy Ltd and Weizmann Forex Ltd.

By Order of the Board

**S. Srinivasan**  
Company Secretary

Place : Mumbai  
Date : 18<sup>th</sup> August, 2009

**Registered Office :**  
Empire House,  
214, Dr. D.N. Road,  
Ent. A. K. Nayak Marg  
Mumbai - 400 001

## DIRECTORS' REPORT

### TO THE MEMBERS OF WEIZMANN LIMITED

The Directors are pleased to present this Twenty Second Annual Report and the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2009.

#### 1. FINANCIAL RESULTS

	(Rs. in lakh)	
Particulars	2008-2009	2007-2008
Total Income including exceptional items	5,604.60	8,463.02
Profit Before Depreciation	1,234.38	1,125.35
Less : Depreciation	442.53	705.61
Profit Before Tax	791.85	419.74
Less : Income Tax	154.48	45.70
Less : Deferred Tax	220.50	(110.22)
Less : Fringe Benefit Tax	5.55	6.00
Profit After Tax	411.32	478.26
Add : Balance brought forward from previous year	1,032.00	624.93
Balance Available for appropriation	1,443.32	1,103.19
<b>Director's Recommendation for Appropriation :</b>		
Transfer to Debenture Redemption Reserve	23.18	—
Proposed Dividend on Equity		
Shares @ 5% (2007-2008: 5%)	64.31	64.31
Dividend Tax	10.93	6.88
Surplus Carried to Balance Sheet	1,344.90	1,032.00
	1,443.32	1,103.19

Copies of Balance Sheet including Profit and Loss Account, Schedules and Notes to Accounts along with the Auditors' Report thereon is available for inspection at the registered office of the Company during working hours for a period of twenty-one days before the date of Annual General Meeting.

#### 2. DIVIDEND

Your Directors have recommended a dividend at 5% (Re. 0.50 per share) on equity shares. The dividend, together with the tax on distributed profit, will absorb a sum of Rs. 64.31 Lakhs and will be paid to those shareholders whose names stand registered in the Register of members of the Company as on the book closure date.

#### 3. PERFORMANCE

During the year the Total Income of the Company was Rs. 5,604.60 Lakh as compared to Rs. 4,186.50 Lakh excluding exceptional items of Rs. 4,276.52 Lakh in the previous year. The Profit before depreciation was Rs. 1,234.43 Lakh as compared to Rs. 1,125.35 Lakh achieved in the Previous year. The Profit after Tax registered was Rs. 411.37 Lakh (Previous year Rs. 478.26 Lakh).

#### 4. SUBSIDIARY COMPANIES

During the year Knitwear Industries Ltd., Malawi became subsidiary of the Company. Further Kaldar Energy Projects Ltd, Kondaibari Energy Ltd, Vajharpada Energy Ltd, Windia Infrastructure Finance Ltd. and its subsidiaries, Kambam Valley Energy Projects Ltd, Kombai Mettu Energy Projects Ltd, ceased to be subsidiaries of the Company as your company has divested its stake in these companies.

The Statement pursuant to Section 212 of the Companies Act, 1956 containing details of the Company's subsidiaries, viz. Almi Hydro Electric Projects Ltd, Baledh Energy Projects Ltd, Batot Hydro Power Ltd, Brahmanvel Energy Limited, Dabripada Energy Ltd, Jambhora Energy Projects Ltd, Joiner Hydro Power Projects Ltd, Karma Energy Ltd, Khandesh Energy Projects Ltd, Vedang Tours and Travels Ltd, Weizmann Forex Ltd, Weizmann International Ltd and Knitwear Industries Ltd, is attached to the Annual Accounts.

The Consolidated Financial Statements of the Company and its subsidiaries, prepared in accordance with Accounting Standard 21 prescribed under Companies (Accounting Standards) Rules form part of the Annual Report and Accounts.

The Company had made an application to the Central Government and had been granted exemption from attaching the accounts, etc, of its subsidiary companies with the Balance Sheet of the parent company. In terms of the approval granted by the Central government as in previous years, the accounts, etc of the subsidiary companies are not required to be attached with the balance sheet of the parent company. These documents will be submitted to any member on receipt of a request made at the registered office address of the company. A Statement containing brief financial details of subsidiary companies for the year ended 31<sup>st</sup> March, 2009 is given and forms part of this Annual Report.

#### 5. DIRECTORS

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company, Shri H. V. Siraj retires by rotation and, being eligible has offered himself for re-appointment.

#### 6. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, your Directors confirm :

- that in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2009, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- that the Directors have selected such accounting policies and applied them consistently and made judgement and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2009 and of the profit of the Company for the year ended on that date;
- that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safeguarding the assets of the Company for preventing and detecting fraud and other irregularities; and
- that the Directors have prepared the annual accounts on a going concern basis.

#### 7. PARTICULARS OF THE EMPLOYEES

The Company does not have any employee whose particulars are required to be given under the provisions of Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended up to date.

#### 8. DISCLOSURE OF PARTICULARS

Information as per the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 relating to conservation



of energy, research & development, technology absorption, foreign exchange earnings and outgo are given in Annexure 'I' forming part of this report.

#### 9. FIXED DEPOSIT

The outstanding amount of fixed deposits placed with the Company amounted to Rs.152.08 Lakh (Previous year Rs. 23.12 Lakh). There were 2 deposits amounting to Rs. 0.79 Lakh which remained unclaimed as at the end of the year.

#### 10. AUDITORS

Messrs. U. B. Sura & Co. Chartered Accountants and Messrs. Shyam C. Agrawal & Co., Chartered Accountants, Statutory Auditors of the Company retire as Auditors at the forthcoming Annual General Meeting and have given their consent for re-appointment. The members will be required to appoint Auditors for the current year and fix their remuneration.

As required under the provisions of Section 224 of the Companies Act, 1956, the Company has obtained a written confirmation from the above Auditors proposed to be re-appointed to the effect that their re-appointment, if made at the ensuing Annual General Meeting will be within the limits specified in Section 224(1B) of the Companies Act, 1956.

#### 11. AUDITORS' REPORT

The observations of the Auditors in their report, read with notes annexed to the accounts, are self-explanatory.

#### 12. CORPORATE GOVERNANCE

Your Company has complied with Corporate Governance requirement as per the Clause 49 of the Listing Agreement. A report on Corporate Governance is annexed as Annexure 'II' forming part of this report.

#### 13. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under the Listing Agreement with the Stock Exchanges is annexed as Annexure 'III' forming part of this report.

#### 14. ACKNOWLEDGEMENT

Your Directors express their grateful appreciation for the assistance and co-operation received from Government Authorities, Bankers, Lending Institutions, Suppliers and Customers during the year under review. Your Directors place on record their appreciation for the committed services of the executives and staff of the Company.

For and on behalf of the Board

**Dr. P. D. Ojha**  
Chairman

Place : Mumbai

Date : 18<sup>th</sup> August, 2009

#### Annexure 'I' to Directors' Report

#### Disclosure of particulars with respect to conservation of Energy

	YEAR ENDED 31-03-2009	(Rs. in Lakh) YEAR ENDED 31-03-2008
<b>A. POWER AND FUEL CONSUMPTION :</b>		
1. Electricity		
(a) Purchased Units	19,01,700	15,43,245
Total Amount (in Lakh)	99.15	69.80
Rate/Unit	5.21	4.52
(b) (i) Own Generation Units	3,000	884
Total Amount (in Lakh)	0.36	0.1
(ii) Through Steam (turbine/generator)		
2. Coal	Nil	Nil
3. Furnace Oil	Nil	Nil
4. Other/Internal Generation		
(a) Lignite (Kgs.)	54,43,575	54,65,700
(b) Fire wood (Kgs.)	21,94,600	1,52,000
(c) Lignite kgs./Mtrs.	0.30	0.48
(d) Fire wood kgs./Mtrs.	0.12	0.01
<b>B. CONSUMPTION PER UNIT OF PRODUCTION :</b>		
	Standards (if any)	Current Year
Electricity (KWH)	Nil	0.10
Diesel Oil	Nil	0.00
Coal (Specify quantity)	Nil	Nil
Others	Nil	Nil
	YEAR ENDED 31-03-2009	YEAR ENDED 31-03-2008
<b>C. Foreign Exchange :</b>		
Earnings (Rs. in Lakh)	1074.44	2166.38
Outgo (Rs. in Lakh)	12.68	18.29

**ANNEXURE 'II' TO DIRECTORS' REPORT**

**REPORT ON CORPORATE GOVERNANCE**

**1. Company's Philosophy on Corporate Governance Code**

WEIZMANN LIMITED is committed to good corporate governance as it believes that good corporate governance is essential for achieving long term corporate goals. The Company respects and values the rights of its stakeholders to secure information about the Company and its performance. The Corporate Governance in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the senior management, employees etc. The Compliance Report is prepared and given below is in conformity with the mandatory requirements of the Listing Agreement with the Stock Exchanges.

**2. Board of Directors**

**I. Composition and size of the Board**

The Company is being managed by the Board of Directors ('the Board'). The Current strength of the Board is six. Since the Company has a Non-executive Chairman, the Board meets the stipulated requirement of at least one third of the Board comprising of Independent Directors.

The composition of and the category of directors on the Board of the Company as at 31<sup>st</sup> March, 2009 were as under :

Category	Particulars of the Directors
Executive	Shri C. D. Mehra – Managing Director
Non-executive – Non-independent	Shri D. G. Siraj – Vice Chairman Shri N. V. Siraj Shri H. V. Siraj
Non-executive – Independent	Dr. P. D. Ojha – Chairman Shri V. P. Kamath

Except the Managing Director and Vice Chairman, the other Directors are liable to retire by rotation.

**II. Conduct of Board Proceedings**

The day to day activities of the Company are conducted by the executives of the Company under the direction of the Managing Director and the overall supervision of the Board. During the financial year 2008-2009 the Board held five meetings on 31<sup>st</sup> May, 2008, 14<sup>th</sup> August, 2008, 30<sup>th</sup> August, 2008, 29<sup>th</sup> November, 2008 and 27<sup>th</sup> February, 2009.

The Board periodically review compliance report of all laws applicable to the Company and take steps to rectify non-compliance, if any. The Board also reviews and discuss the performance of the Company, its future plans, strategies and other pertinent issues relating to the Company.

**III. Attendance of Directors**

Attendance of Directors at the Board Meetings held during 2008-2009 and the last AGM held on 26<sup>th</sup> September, 2008.

Directors	Meetings held during the tenure of Directors	Meetings Attended	Attendance at last AGM
Dr. P. D. Ojha	5	5	No
Shri D. G. Siraj	5	4	Yes
Shri N. V. Siraj	5	5	No
Shri H. V. Siraj	5	5	No
Shri V. P. Kamath	5	5	Yes
Shri C. D. Mehra	5	5	No

A sitting fee of Rs. 2,000/- per meeting is paid to Directors (except Managing Director) for attending the Board Meeting.

**IV. Details of Directors**

The Brief profile of Company's Board of Directors as on 31<sup>st</sup> March, 2009

Name of Directors	Age	Qualification	Number of other Directorship*	Number of Committee Membership	Chairmanship
Dr. P. D. Ojha – Chairman	78	M.A. PhD	2	2	2
Shri D. G. Siraj – Vice Chairman	58	B.Com, Diploma in Management Studies, U. K.	13	3	1
Shri N. V. Siraj	54	B.Com	4	1	—
Shri H. V. Siraj	45	B.Com	5	1	—
Shri V. P. Kamath	75	B.Com, CAIIB	11	4	—
Shri C. D. Mehra – Managing Director	43	B.Sc	13	1	—

\* (excluding private limited, foreign company and section 25 company)

Shri H. V. Siraj is the younger brother of Shri N. V. Siraj and as such relative in terms of the provisions of the Companies Act, 1956. Shri D. G. Siraj is the husband of Shri Chetan Mehra's sister and as such related.

None of the Directors holds directorship in more than 15 public limited companies.

No director holds membership of more than 10 committee of board nor is any director chairman of more than 5 committee's of boards.

**3. Audit Committee**

The Audit Committee headed by Dr. P. D. Ojha, is working according to the terms of reference under Section 292A of the Companies Act, 1956 and the guidelines set out in the Listing Agreement which, inter alia includes overseeing financial reporting processes, reviewing with the management the financial statements and investment made by unlisted subsidiary companies, accounting policies and practices, adequacy of internal control system, adequacy of internal audit function and discussion with internal auditors on any significant findings, financial risks and management policies.

The Audit Committee held its meeting on 31<sup>st</sup> May, 2008, 14<sup>th</sup> August, 2008, 30<sup>th</sup> August, 2008, 29<sup>th</sup> November, 2008 and 27<sup>th</sup> February, 2009.

The Company Secretary acts as Secretary to the Committee.

The composition of the Audit Committee and the attendance of the Members in the meetings are as under :

Name of Director	Category	Profession	No. of meetings held	No. of Meetings attended
Dr. P. D. Ojha, Chairman	Non-Ex. & Independent	Professional	5	5
Shri D. G. Siraj	Non-Executive	Industrialist	5	4
Shri V. P. Kamath	Non-Ex. & Independent	Professional	5	5

Note: No sitting fee is paid to members for attending Audit Committee meeting.



#### 4. Remuneration Committee

The Company has one Executive Director on the Board, whose appointment and remuneration is fixed by the Board of Directors and in terms of the resolution passed by the members.

In view of above, the Company does not have a Remuneration Committee. The Board of Directors determines the remuneration of the Executive Director.

No significant/material transactions have been made with the Non-Executive Directors vis-à-vis the Company.

##### Details of Shareholding of Non-Executive Directors :

Sr. No.	Name of Directors	No. of shares held as on 31 <sup>st</sup> March, 2009
1.	Dr. P. D. Ojha	Nil
2.	Shri D. G. Siraj	16,68,076
3.	Shri N. V. Siraj	Nil
4.	Shri H. V. Siraj	Nil
5.	Shri V. P. Kamath	Nil

#### 5. Investors' Grievance Committee

The Company has constituted Investors' Grievance Committee in accordance with the requirements of Clause 49 of the Listing Agreement. The said Committee looks into redressing investors' complaints pertaining to transfer/transmission of shares, non-receipt of dividend/annual report of the Company. During the year, the Committee met twice on 14<sup>th</sup> August, 2008 and 27<sup>th</sup> February, 2009.

The composition of the Committee and number of meetings attended by the members during the year are as under :

Name of Directors	No. of Meetings held	No. of meetings attended
Dr. P. D. Ojha, Chairman	2	2
Shri D. G. Siraj, Vice Chairman	2	2
Shri V. P. Kamath	2	1

Number of shareholders' complaints received during the year was 5. Number of complaints solved to the satisfaction of shareholders was 5. Number of pending complaints as on 31/03/2009 was Nil.

#### 6. Sub-Committee of Board of Directors

Composition :

Shri D. G. Siraj, Chairman

Shri N. V. Siraj

Shri C. D. Mehra

Shri H. V. Siraj

The sub-committee normally deals with the following matters :

(a) Transfer/Transmission/Transposition of shares, issue of duplicate share certificate, consolidation of shares/subdivision of shares.

(b) Review of Dematerialization of shares.

(c) Normal day to day matters & all other matters as prescribed and delegated to the sub-committee by the Board of Directors from time to time. The minutes of the sub-committee meetings are noted and ratified at every ensuing meeting of the Board of Directors of the Company.

The sub-committee meeting is normally held twice a month. 29 sub-committee meetings were held during the financial year ended 31<sup>st</sup> March, 2009.

#### 7. General Body Meetings

Details of the last three Annual General Meetings (AGMs)

Date & Year	Time	Location where AGM held in the last 3years.
26/09/2008, 2007-2008	12.00 noon.	Jade Garden Auditorium, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai- 400 018
24/09/2007, 2006-2007	12.00 noon.	-do-
30/09/2006, 2005-2006	12.00 noon.	-do-

Whether resolution was put through a Postal Ballot last year: No

#### 8. Disclosures

Related party transactions as required to be complied under Accounting Standard 18 (AS-18) are furnished under Note No. 23 of the Notes to Accounts attached to the annual accounts of 31/3/2009.

There has neither been any non-compliance of any legal provision of applicable laws nor any penalty, stricture imposed by the Stock Exchange or SEBI or any other authorities on any matters related to Capital Market during last three years.

#### 9. Code of Conduct

The Code of Conduct for the Directors and Senior Management of the Company has been laid down by the Board and the same is posted on the website of the Company weizmann.co.in.

#### 10. Means of Communication

Half yearly report sent to each household of Shareholders	- No
Quarterly results usually published in	- Free Press Journal (English daily) Nav Shakti (Marathi daily)
Any website where displayed	- www.sebiedifar.nic.in www.bseindia.com
Whether any advertisement also displayed official news releases and presentations made to institutions or investors/analysts	- No presentation made
Whether management discussions and analysis forms part of Annual Report	- Yes
Whether shareholders information section forms part of Annual Report	- Yes



## 11. General Shareholder Information

### (a) 22<sup>nd</sup> Annual General Meeting – Day, Date, Time and Venue:

Day	Date	Time	Venue
Tuesday	29/09/2009	12.00 noon	Jade Garden Auditorium Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018.

### (b) Financial Calendar

Financial Year	: 1 <sup>st</sup> April to 31 <sup>st</sup> March, 2009
Adoption of Quarterly Results for the quarter ending June, 2009	: 31 <sup>st</sup> July, 2009
September, 2009	: Last week of October 2009
December, 2009	: Last week of January 2010
March, 2010	: Last week of April, 2010
Book Closure Date	: 24/09/2009 to 29/09/2009 (Both days inclusive)
Dividend Payment	: On or after 10/10/2009

### (c) Listing on Stock Exchanges

: BSE & NSE

### (d) Stock Exchange Codes

Bombay Stock Exchange Ltd.	: 523011
National Stock Exchange of India Ltd.	: WEIZMANIND
ISIN No.	: INE080A01014

### (e) Market Price Data/Performance :

Month	BSE		INDEX-SENSEX	
	High (Rs.)	Low (Rs.)	High	Low
April, 2008	40.70	28.25	17,480	15,297
May, 2008	41.50	30.10	17,735	16,196
June, 2008	31.05	23.20	16,632	13,405
July, 2008	32.00	20.90	15,130	12,514
August, 2008	34.45	27.15	15,579	14,002
September, 2008	31.70	22.20	15,107	12,153
October, 2008	23.50	09.65	13,203	7,697
November, 2008	16.29	11.00	10,945	8,316
December, 2008	15.95	13.50	10,188	8,467
January, 2009	17.00	15.00	10,469	8,631
February, 2009	16.00	14.30	9,724	8,619
March, 2009	14.50	11.15	10,127	8,047

Month	NSE		INDEX-CNX MID CAP	
	High (Rs.)	Low (Rs.)	High	Low
April, 2008	40.70	28.55	7,084	6,065
May, 2008	39.40	30.15	7,192	6,481
June, 2008	32.40	22.80	6,619	5,214
July, 2008	31.45	21.00	5,705	4,824
August, 2008	32.00	25.40	6,015	5,469
September, 2008	31.85	21.15	5,879	4,628
October, 2008	27.90	9.00	4,972	3,080
November, 2008	16.75	11.00	3,884	3,226
December, 2008	16.35	13.25	3,842	3,169
January, 2009	17.00	15.00	3,977	3,283
February, 2009	16.50	15.00	3,519	3,136
March, 2009	13.60	11.80	3,415	2,930

**(f) Registrar & Transfer Agents** : Bigshare Services Pvt. Ltd.  
E-2/3, Ansa Industrial Estate,  
Saki Vihar Road, Saki Naka,  
Andheri (E), Mumbai - 400 072  
Tel : 40430200, 28470652,  
Fax : 28475207  
Email : info@bigshareonline.com

### (g) Share Transfer System :

With a view to expedite the process of share transfer, the Board of Directors has delegated the powers of share transfers to the Sub-committee of Board of Directors. Shares lodged in physical form with the Company/Registrar & Share Transfer Agent are transferred expeditiously. The confirmation in respect of the request for dematerialisation of shares is sent to the respective depositories i.e. NSDL and CDSL after duly transferred.

### (h) Dematerialisation of Shares and Liquidity of Shares :

The Shares of the Company are permitted for trading in dematerialisation form only. The Company's shares are available for trading in the depository system of both NSDL and CDSL. 90,06,511 Equity Shares representing 70.03% of the share capital of the Company stands dematerialised as on 31<sup>st</sup> March, 2009. Security Code No. with NSDL and CDSL is – ISIN : INE080A01014. The Shares of the Company are included under B2 category at the Stock Exchange, Mumbai. The shares are also traded at National Stock Exchange of India Ltd.

### (i) Shareholding Pattern as on 31<sup>st</sup> March 2009 :

Sr. No	Category	No. of Shares	Percentage of Shareholding
A.	<b>Promoters Holding</b>		
	Indian Promoters	84,21,305	65.48
B.	<b>Non Promoter Holding</b>		
	a. Mutual Funds & UTI	Nil	Nil
	b. Banks, Financial Institutions	200	0.002
	Insurance Companies (Central/State Govt. Institutions/Non-Government Institutions)	Nil	Nil
c.	FIs	Nil	Nil
C	<b>Others</b>		
	a. Private Corporate Bodies	2,95,794	2.30
	b. Indian Public	38,28,604	29.77
	c. NRIs/OCBs	3,13,833	2.44
	d. Any other (Demat Transit)	1,350	0.01
Grand Total		1,28,61,086	100.00

### (j) Distribution of Shareholding as on 31<sup>st</sup> March 2009 :

Range (In Rs.)	Total Holders	Total Holdings in Rupees
1 – 5,000	8754	1,15,83,550
5,001 – 10,000	653	43,73,950
10,001 – 20,000	204	29,23,630
20,001 – 30,000	46	14,47,730
30,001 – 40,000	16	5,60,500
40,001 – 50,000	15	7,01,400
50,001 – 1,00,000	25	18,87,230
1,00,001 – 99,99,99,999	53	10,54,32,870
Total	9766	12,86,10,860





(k) **Outstanding GDR's/ ADR's/Warrants or any Convertible instruments, conversion date and Likely impact on equity** – Not Applicable

#### Declaration

As provided under Clause 49 of the Listing Agreement with the Stock Exchanges. I confirm that the Board Members and Senior Management of the Company have confirmed compliance with the code of conduct, as applicable to them, for the year ended 31<sup>st</sup> March, 2009.

(l) **Textile Plant Location** – Vatwa Road, Narol, Ahmedabad Gujarat

For **WEIZMANN LIMITED**

**Wind Power Plant Location** – Coimbatore, Tirunelveli – Tamilnadu, Satara – Maharashtra

**Chetan Mehra**  
*Managing Director*

Mumbai, 18<sup>th</sup> August, 2009

(m) **Address for Correspondence** – **Regd. Office**  
Empire House,  
214, Dr. D. N. Road, Fort,  
Ent. A. K. Nayak Marg,  
Mumbai – 400 001.

**Registrar & Share Transfer Agent** – Bigshare Services Pvt. Ltd.,  
E-2/3, Ansa Industrial Estate,  
Saki Vihar Road, Saki Naka,  
Andheri (East),  
Mumbai - 400 072.  
Tel : 28470652/40430200  
Fax: 28475207  
Email : info@bigshareonline.com  
Website: www.bigshareonline.com

(n) **Dedicated email id for Investors** – For the Convenience of our Investors, the Company has designated exclusive email id for Investors i.e..  
Email : investorshelpdesk@weizmann.co.in