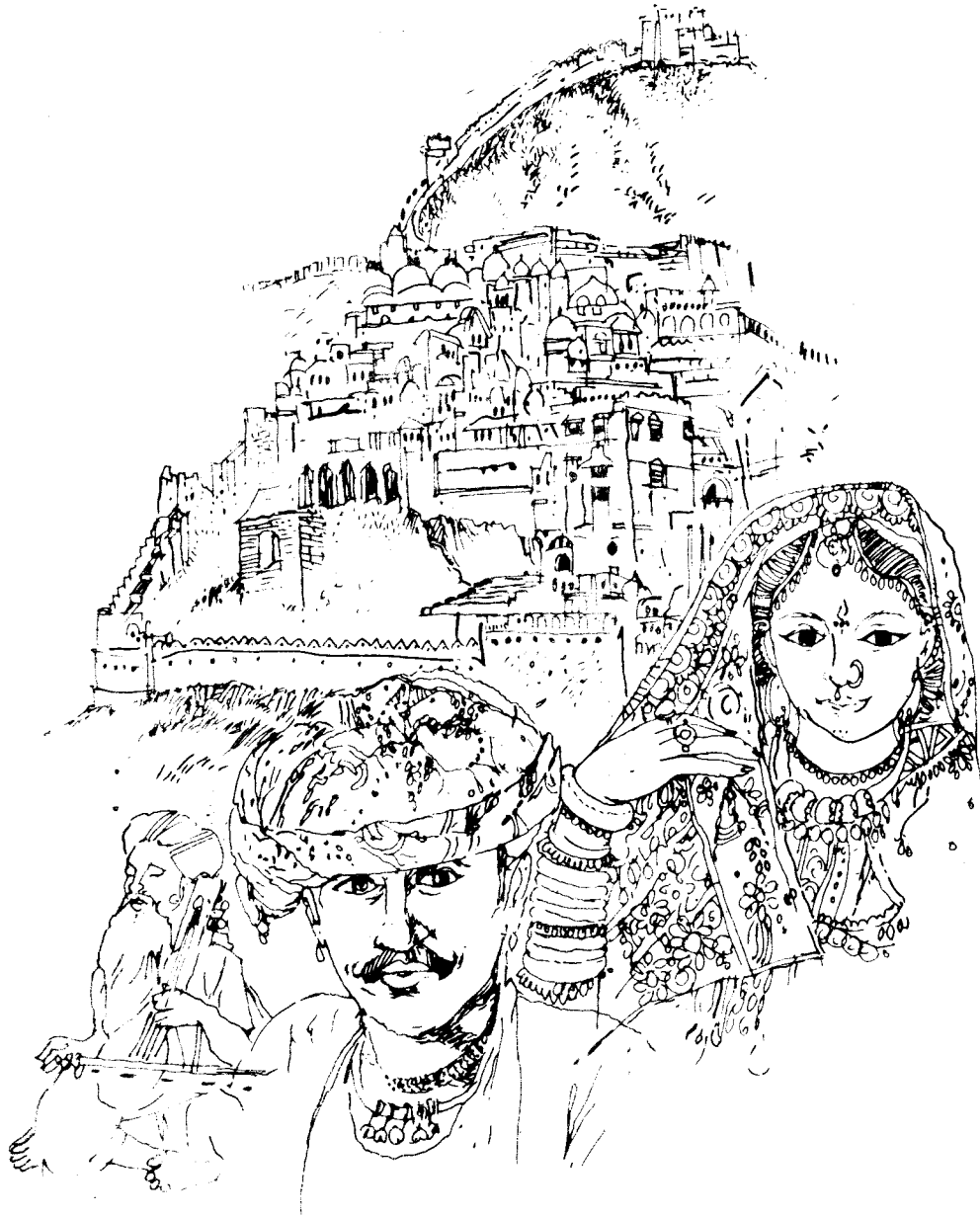


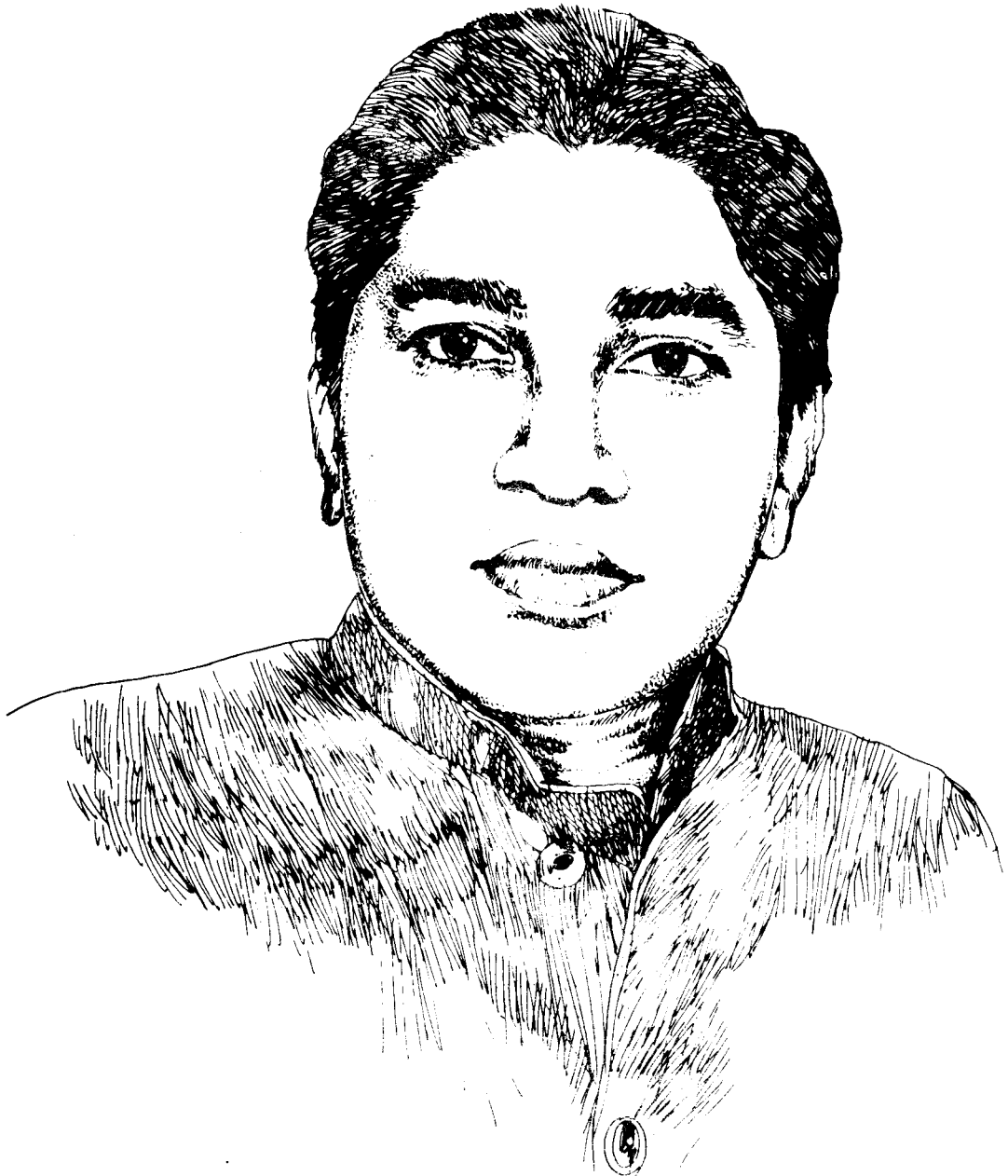
Where legend and technology mingle



Annual Report 2007-2008



PG Foils Ltd.



Founder Chairman - late Shri Parasraj G. Shah
(18.8.1933 - 16.3.1982)

BOARD OF DIRECTORS

SHRI PANKAJ P SHAH
SHRI ABHAY P SHAH
SHRI S B KABRA
SHRI VIMAL DHADDA
SHRI HEMANT K NEMA
SHRI SAHIL P SHAH

MANAGING DIRECTOR
WHOLE TIME DIRECTOR
DIRECTOR
DIRECTOR
DIRECTOR
DIRECTOR

SENIOR EXECUTIVES

SHRI O P SINGHAL
SHRI M R JAIN
SHRI M P SHAH

EXECUTIVE DIRECTOR (FINANCE)
ADDITIONAL DIRECTOR (OPERATION)
GENERAL MANAGER (MARKETING)

COMPANY SECRETARY

MISS ANAMIKA MAHESHWARI

AUDITORS

M/s H M Singhvi & Co.
Chartered Accountants
Johari Bazar, Jaipur.

BANKERS

IDBI Bank Ltd.
State Bank of Bikaner & Jaipur

REGISTERED OFFICE

6, Neptune Tower, Ashram Road, Ahmedabad-380 009 (Guj).
Phone : (079) 26587606, 32986262 • Mobile 09328273242

WORKS & HEAD OFFICE

PO : Pipalia Kalan 306 307 Dist. Pali Rajasthan
Tel. : (02937) 287151-56 • Fax : 02937-287150 • Mobile : 9351622111
e-mail : pgfoils@ricmail.com

SALES OFFICES

MUMBAI : Neelam Building, 1st Floor, 80, Marine Lines, Mumbai-400 002
Tel. : (022) 22813448, 22815612, 32428026 • Fax : (022) 22813502
Mobile : 09324810536 • e-mail : pgfmum@ricmail.com

CHENNAI : Maloo Estate, 7 Micetich Colony, Madhavaram, Chennai - 600 060
Tel. : (044) 55145456, Mobile : 09383025913

AHMEDABAD : 6, Neptune Tower, Ashram Road, Ahmedabad-380009
Tel. : (079) 26587606, 32986262 • Mobile : 09328273242

DELHI : 3058/3063, D.B. Gupta Road, 1st Floor, Pahar Ganj, Delhi-110 055
Tel./fax : (011) 23581033, 32537032, 23581035, 23981502
Mobile : 09350252736, 9868120685 • e-mail : pgfoils@rediffmail.com

BANGALORE : No. 34, 10th Main Near DAV Public School, Prashanthi Nagar, Bangalore 560 078
Tel./Fax : 080-26665649

HYDERABAD : House No.10-5-3/2/3, Masab Tank, Opp. Gardan Tower, Hyderabad- 500 028
Tel./Fax : (040) 23323576 • Mobile: 09394759180, 09849514572
e-mail : pgflhyd@yahoo.com

JAIPUR : Mayur Apartment, Flat No. T-3&4, 40-41, Mahampura, Raj Bhawan Road,
Civil Line, Jaipur • Mobile : 9314434912

KOLKATA : 228/A.C.R. Avenue, Near Girish Park, Kolkata 700 006
Tel. : (033) 22359293 • Mobile : 09830118220 • email pgfoils@vsnl.net

NOTICE

NOTICE is hereby given that the Twenty Ninth Annual General Meeting of the members of PG FOILS LIMITED will be held at the Orient club, Ellis bridge, Ahmedabad -380006 on Monday 29th Sept.2008 at 11 A.M. to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance sheet of the Company as at 31st March, 2008 and the Profit & Loss account for the year ended on 31st March 2008, the report of the Directors and the Auditor's thereof.
2. To appoint a Director in place of Shri Hemant Nema, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri Sahil P Shah, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS

5. To consider and if thought fit to pass, with or without modification, the following resolution as special resolution:-

"RESOLVED THAT ,Pursuant to section 81(1A) and all other applicable provisions, if any ,of the Companies Act,1956 (including any statutory amendment thereto or re-enactment thereof)and subject to the provision of the Memorandum of Association and Articles of Association of the Company and the listing agreement entered into with the stock exchanges where the equity shares of the company are listed and in accordance with the existing guidelines ,rules and regulations of the Securities and Exchange Board of India ("SEBI") (including the SEBI ((Substantial Acquisition of Shares and takeover regulations,1997)(including any statutory amendment(s) ,modification(s) and or re-enactment thereof ,for the time being in force) and subject to the approvals, consents, permissions and/or sanctions ,as may be necessary of the appropriate authorities ,institution or body and subject to such terms, conditions ,alterations, corrections changes ,variations and /or , modifications ,if any ,as may be prescribed by any one or more or all of them in granting such approvals, consent ,permissions and sanctions and which may be agreed by the Board Of Directors of the company (hereinafter referred to as the "Board " which term shall be deemed to include any committee duly constituted by the Board of directors or any committee which the Board of Directors may hereafter constitute ,to exercise one or more of it's power ,including the powers conferred by this resolution)consent of the company be and is hereby accorded and the Board is hereby

Authorized to issue ,offer and allot upto 20,00,000(twenty lacs only) Convertible warrants (warrants),to be convertible at the option of warrant holder in one or more tranches on or

before 31st March,2009 into 1 fully paid up equity share of the company of face value of Rs. 10/- each for cash at an exercise price of Rs. 100/- (including premium of Rs. 90 ./-) and to issue fresh equity shares on the conversion of warrants,on such further terms and conditions as may be finalized by the Board of Directors to the following person belonging to non-promoter group:

Name of person	No. of warrants
consolidated securities limited	20,00,000

Further Resolved That the amount to be paid on the warrants at the time of allotment shall be 30% of the exercise price and the rights attached too them and other terms and conditions of the warrants as may be decided in accordance with SEBI Guidelines and other provisions of the applicable laws by the Board of Directors .

Further Resolved That the fresh equity shares allotted on conversion of warrants shall rank pari passu in all respect with the than existing equity shares of the company.

Further Resolved that the warrants shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI Guidelines except to the extent and in the manner permitted therunder.

Further Resolved that the 20,00,000 (twenty lacs only) warrants being allotted to Consolidated Securities Limited shall be locked in for a period of 18 months from the date of allotment or upto such extended period as per the provisions of SEBI (DIP) Guidelines for the issue of shares on preferential basis ,as amended."

Further Resolved that the relevant date for the purpose of calculating the exercise price of the warrants under chapter xiii of SEBI Guidelines is 30th August,2008 (30 days prior to the date of this AGM).

Further Resolved that for the purpose of issue and allotment of the equity shares and listing thereof with the stock exchange(s), the Board of Directors be and is hereby authorized to do and perform all such deeds, acts, matters and things as it may, in it's absolute discretion, deem necessary, xpedient, desirable, appropriate to give effect to this resolution in all respects and in particular to to settle any question, doubt, difficulties that may arise with regard to the offering , issuing, allotting, and utilizing the issue proceeds of the equity shares of the company, as in it's absolute discretion ,deem fit and proper.

REGISTERED OFFICE

6, Neptune Tower, -
Ashram Road,
AHMEDABAD-380 009

By order of the Board

Place : Pipalia-Kalan
Date : 31st August 2008

(PANKA) P SHAH)
Managing Director

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ON HIS/HER BEHALF. A 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 6, NEPTUNE TOWER ASHRAM ROAD, AHMEDABAD-380009 NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THIS ANNUAL GENERAL MEETING.

The Book closure date for the purpose of determining the eligible shareholders to receive dividend and for closure of Register of members and share transfer books shall be from 20th September, 2008 to 29th September, 2008 (both days inclusive)

Members are requested to notify any changes in their address and mandates, if any immediately at the Registered Office of the Company in writing.

Members are requested to bring their copy of the annual report along with admission slip with them at the Annual General Meeting as no extra copies of annual report or attendance slip will be distributed at the meeting venue.

An explanatory statement pursuant to section 173 of the companies Act, 1956, relating to the special Business to be transacted at the Annual General Meeting is attached.

Members who wish to obtain any information on the company or its accounts for the financial year ended 31st March 2007, may send their queries at least 7 days before the Annual General Meeting at the Registered Office of the Company.

Demat Registrar's Cum Share Agent : **M/s Pinnacle Shares Registry Pvt. Ltd**
(For both Demat & Physical mode) **Near Ashoka Mills, Naroda Road**
Ahmedabad – 380 025
Tel No. (079) 22204226, 22
Fax No. (079) 22202963

REGISTERED OFFICE

6, Neptune Tower,
 Ashram Road,
 AHMEDABAD-380 009

By order of the Board

Place : Pipalia-Kalan
 Date : 31st August 2008

(PANKAJ P SHAH)
 Managing Director

EXPLANATORY STATEMENT RELATING TO THE SPECIAL RESOLUTION PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956
 Attached to the notice covering the Twenty ninth Annual General Meeting to be held on Monday, 29th September 2008.

ITEMS NO. 5

Issue of 20,00,000 warrants to consolidated securities limited

The company is continuing to embarking upon the expansion of its operations. For this purpose, the directors of the company intends to mobilize the funds through issue of warrants to consolidated securities limited by way of preferential allotment.

Since the proposal involves issue and allotment of warrants which will be converted into equity shares on preferential basis, thereby increasing the share capital of the company, the approval of the members under section 81(1) (A) of the companies act, 1956 is required by means of special resolution.

The warrant holder shall pay at least Rs. 30/- being 30% of the subscription price in respect of the equity shares that may be allotted upon conversion of warrant determined in accordance with the SEBI Guidelines, on the date of allotment of warrant. The warrant holder has the option to apply for and be allotted equity shares of the company of the face value of Rs. 10 each at a premium of Rs. 90/- per share, in the ratio of one (1) equity share for one (1) warrant by paying the balance subscription price on or before 31st March, 2009

The company reserves the right to forfeit the amount paid at any time of allotment as per clause 13.1.2.3 (c) of the SEBI Guidelines in case of failure by the warrant holder to pay the balance subscription of 70% on or before 31st March, 2009.

Presently, the proposed allottee does not hold any share in the company, therefore provision regarding lock in of the entire pre-preferential holding for a period of six months as given under 13.3.1 (g) of the SEBI (DIP) Guidelines does not arise.

(1) Object of the issue:

The company is continuing to embarking upon the expansion of its operations. To meet the operational expenses and also for long-term working capital, the directors of the company intends to mobilize funds through issue of convertible warrants to Consolidated Securities Limited (non-promoter) by way of preferential allotment.

(2) Pricing:

In compliance with the SEBI pricing norms the price is arrived as under on the basis of 30th Aug, 2008 being the relevant date.

Average of the weekly high and low of the closing price during the 6 months preceding the relevant date is Rs. 63.84

Average of the weekly high and low of the closing price during 2 weeks preceding the relevant date is Rs. 59.53

Higher of the above two is Rs. 63.84/- and price on which issue is made should not be lower than Rs. 63.84/-, therefore the shares are issued at Rs. 100/-

The price above is determined on the basis of the quotes available on the Bombay Stock Exchange Ltd. Website.

(3) Relevant Date:

Relevant date for the preferential issue is 30th August, 2008 i.e. 30 days prior to the date of the meeting of the members of company

(4) Shareholding pattern of the company before and after the conversion of warrants proposed to be issued as under:

Also to note that there are 4,70,000 warrants which were allotted to non-promoter group are outstanding and pending for the conversion. The shareholding pattern given below has been prepared after taking into consideration the aforesaid conversion.

Sr. No.	Category	Pre-issue		Post issue upon conversion of 20,00,000 warrants		Post issue upon conversion of 4,70,000 warrants as well as 20,00,000 warrants	
		No. of Shares Held	% of Shares Held	No. of Shares Held	% of Shares Held	No. Shares Held	% of Shares Held
A. Promoter's Holding							
1.	Indian-Individual	630117	7.77	630117	6.23	630117	5.96
	Bodies Corporate	2888413	35.61	288413	28.57	2888413	27.30
	Sub Total (A)	3518530	43.38	3518530	34.80	3518530	33.2
2.	Foreign Promoters	Nil	Nil	Nil	Nil	Nil	Nil
B. Non-Promoter's Holding							
	Institutional Investor	1300	.016	1300	.013	1300	.012
1.	Non-institutional						
	Private Bodies Corporate	2078063	25.62	4078063	40.34	4448063	42.04
2.	Indian Public	1937892	23.90	1937892	19.17	2037892	19.26
	Clearing Member	1842	0.03	1842	.0182	1842	.017
	NRI	547373	6.75	547373	5.41	547373	5.17
	Overseas Bodies Corporate	25000	.31	25000	.247	25000	.240
	Sub Total (B)	4591470	56.62	6591470	65.20	7061470	66.74
	Grand Total	8110000	100	10110000	100	10580000	100

(5) Proposed time within which the allotment should be completed:

The board proposes to allot the warrant within 15 days from the date of passing of the resolution by the shareholders or within 15 days from the date of approval of any regulatory authority,,,,, whichever is later.

(6) The identity of the proposed allottee and the percentage of the preferential issue that may be held by them:

Sr. No.	Name of the Proposed allottee	Category	Pre-Issue Holding		Post issue shareholding conversion of 20,00,000 warrants		Post issue shareholding after conversion of 4.70 lacs warrants as well as 20 lacs warrants	
			No. of Shares	%	No. of Shares	%	No. of Shares	%
1.	Consolidated Securities Limited	Non-Promoter	Nil	Nil	20,00,000	19.78	20,00,000	18.90

7. Consequential changes in the voting rights:

Voting rights will change in tandem with the shareholding pattern.

8. Auditor's Certificate:

A certificate from M/S H. M. Singhvi & Co. Chartered Accountants, being the statutory auditor of the company certifying that the preferential issue is being made in accordance with the requirements contained in SEBI (Disclosure and investor protection guidelines, 2000) will be laid before the meeting of the shareholders.

9. Lock-in

The warrants allotted to Consolidated Securities Limited shall be locked-in for a period of 18 months from the date of allotment of warrants as per SEBI Guidelines. After 18 months the warrants shall be transferable on such further terms and conditions as may be finalized by the Board.

Presently the proposed allottee does not hold any shares in the company. Therefore provisions regarding lock-in of the entire pre-preferential shareholding for a period of 6 months as given under 13.3.3(g) of the SEBI (DIP) guidelines does not arise.

10. Change in management:

The issue of equity shares will not result in any change in the management or control of the company.

In terms of the provisions of the companies act, 1956, consent of the members is sought under section 81(1A) of the companies act, 1956, for the offer, issue and allotment of the said securities, as detailed in the resolution. The board may be authorized to issue the equity shares, in accordance with the terms of offer, as detailed in the resolution and to take necessary actions without any limitation for implementation of the resolution.

None of the Directors are interested in the resolution.

The Board of directors recommends the resolution for the approval of the shareholders.

REGISTERED OFFICE

6, Neptune Tower,
Ashram Road,
AHMEDABAD-380 009

By order of the Board

Place : Pipalia-Kalan
Date : 31st August 2008

(PANKAJ P SHIAH)
Managing Director

Dear Shareholders,

Your Directors have pleasure in presenting the 29th Annual report of your Company together with the audited annual account of the Company for the year ended 31st March 2008.

FINANCIAL HIGHLIGHTS

Rs. In Lacs

	2007-08	2006-07
Net Sales & Other Incomes	18092.39	10414.00
Profit before Depreciation & Tax	1253.28	201.60
Less: Depreciation	115.23	117.95
Profit Before Taxation	1138.05	83.65
Less: Provision for Taxation		
Excluding Deferred Tax	404.10	26.40
Profit After Tax	733.95	57.25
Add: Prior Period Adjustments and Deferred Tax	65.35	38.67
Add/Less: Profit Brought Forward	2175.13	2079.21
Profit available for appropriation	2974.43	2175.13
APPROPRIATION:		
Less : Transfer to General Reserve	50.00	—
Less : Proposed Dividend	81.00	—
Less : Dividend Tax	13.78	—
Balance Carried forward	2829.55	2175.13

FINANCIAL HIGHLIGHTS

73.73 % Increase in total income from Rs.10414.00 LACS to Rs.18092.39 LACS

521.67 % Increase in EBDTA from Rs.201.60 LACS To Rs.1253.28 LACS

1260.49 % Increase in Pre-Tax Profit from Rs. 83.65 LACS to Rs. 1138.05 LACS

1182 % Increase in Post-Tax Profit from Rs. 57.25 LACS to Rs. 733.95 LACS

541.01 % Increase in EPS (basic) from Rs. 1.35 To Rs. 9.86

DIVIDEND

The Board of Directors while considering the significant improvement in the performance of the company, is delighted to recommend Dividend of 10 % (Rupee One per share of Rs.10/ each) for the year 2007-08. The total payout on Dividend (including Tax) will be Rs 9488295/- during the year under review.

OPERATIONS

During the year your company achieved a Gross turnover of Rs 19384.12 Lacs as against Rs 11598.10 Lacs in the previous year.

Profit before tax increased to Rs.1138.05 Lacs from Rs.83.65 Lacs of previous year. During the year company paid Rs.450 Lacs towards renewal premium of key man polices on life of Employees, which has been debited to profit & loss account.

The increase in profits is mainly due decrease of raw materials prices and correspondingly no decrease in sales price .

It is expected that prices of Aluminium Foil Stock and Grannuals will stable in current year.

Exports have significantly decreased from Rs. 622.02 Lacs to Rs.475.45 Lacs mainly due to weak Dollar.

Windmill installed at Jaisalmer for captive consumption generated 832312 units during 01.04.2007 to 31.03.2008. Company already received shortfall amounting to Rs. 2607194/- against guaranteed generation.

CAPITAL EXPENDITURE

The company is enhancing its capacities by 100% by installing the machinery to be imported from Europe. The project Cost is Rs.16.5 Crores and it is under implantation. During the year under review, the Company has incurred a Capital Expenditure of Rs 1.56.Crores

FINANCE

The Company has been sanctioned a term loan of Rs.10.5 Crores, by the IDBI Bank, for the implementation of the expansion Project. To save the Interest cost, company has arranged the Buyers Credit from Citi Bank NV for the imported raw material to the extent of Rs.13.65 Crores

ISO 9001-2000 CERTIFICATION

The company have been awarded ISO 9001:2000 certificate on 12th April 2005 by BVQI.

PUBLIC DEPOSITS

The Company has not invited/accepted any deposit from the public within the meaning of the section 58A of the companies Act, 1956 and the rules made there under.

DIRECTORS

Shri Pooran Raj G Shah Director has resigned from the board from 11th August 2007 as Director and Shri Aseem Khullar has resigned from the board from 30th November, 2007. The Board wishes to place on record the high appreciation of the significant and valuable

services rendered by Shri Pooran Raj G Shah and Shri Aseem Khullar during their tenure as directors of the company.

Shri Hemant Kumar Nema the director of the company will retire by rotation at the ensuing Annual General Meeting and being eligible, have offered themselves for reappointment.

Shri Sahil P Shah the director of the company will retire by rotation at the ensuing Annual General Meeting and being eligible, have offered themselves for reappointment.

INDUSTRIAL RELATIONS

The company continues to maintain cordial relation with its Workers, Supervisors & Officers in all divisions to enable it to achieve better performance.

DEMAT TRADING

As per the directives of The Securities and Exchange Board of India (SEBI), the Company's shares are being compulsorily trade in the dematerialization mode with effect from 2nd of April, 2001. Necessary agreement have been entered by the Company with NSDL, CDSL and with M/s Pinnacle Share Registry Pvt. Ltd., Ahmedabad who is registrar for transfer of shares (demat and physical) of the company.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to provisions of Section 217 (2AA) of the Companies Act., 1956 your Director state that :-

- a) In preparation of annual accounts, the applicable Accounting Standards have been followed.
- b) Appropriate Accounting Policies have been selected and applied consistently and judgments and estimates made, that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of financial year ended 31st March, 2008 and the profit and loss account for the year ended 31st March, 2008.
- c) 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.
- d) The annual accounts have been prepared on a going concern basis.

CORPORATE GOVERNANCE

Your company has been proactive in the area of corporate governance and continue to pursue the

standards vigorously as prescribed by securities and Exchange Board of India (SEBI) A detailed Report appears in the annexure to the Directors Report.

PARTICULARS OF EMPLOYEES

For the year under review there are no employees covered as per the requirement of section 217 (2A) of the Companies Act, 1956 read with Companies (particulars of employee) rules 1975 as amended.

AUDITORS

M/s H.M. Singhvi & Co. Chartered Accountants, Jaipur the Auditors of the Company will retire at this ensuing Annual General Meeting. The company has received their confirmation that their appointment if made and approved would be within the prescribed limits under section 224 (1-B) of the Companies Act 1956. Accordingly the said Auditors may be re-appointed as Auditors of the Company at this Annual General Meeting.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

Information in accordance with the provision of the section 217 (1) (e) of Companies Act 1956, read with Companies Disclosure of particulars in the report of Board of Directors Rules 1988, regarding conservation of Energy, Technology absorption & Foreign Exchange earning and outgo is given in the Annexure "A" forming part of this report.

ACKNOWLEDGMENTS

Your Directors wish to gratefully acknowledge the valuable guidance and co-operation extended by the Central and State Government during the year under review. The Directors also express their gratitude to the company's bankers, shareholders, customers and also suppliers who had always supported the company and held in its growth.

Last but not the least, your directors take pleasure in placing on record their deep appreciation of the excellent contribution made by employees at all levels without which the company would not have achieved such good performance.

REGISTERED OFFICE

6, Neptune Tower,
Ashram Road,
AHMEDABAD-380 009

By order of the Board

Place : Jaipur
Date : 21.08.2008

(PANKAJ P SHAH)
Managing Director

ANNEXURE "A" TO DIRECTOR'S REPORT

STATEMENT OF PARTICULARS UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

FORM 'B'

FORM OF DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION RESEARCH & DEVELOPMENT

(A) CONSERVATION OF ENERGY

(1) POWER & FUEL CONSUMPTION

	CURRENT YEAR	PREVIOUS YEAR
(a) ELECTRICITY		
(a) Purchased (Unit KWH)	8133616	6400545
Total Amount (Rs.)	36656831	28004219
Rate per unit (Rs.)	4.51	4.37
(b) Own generation		
(i) Through Diesel/		
LDO Generator (Units)	44267	1085400
Unit per liter of Diesel/LDO	3.41	3.35
Diesel/LDO Cost per liter	36.86	36.83
(ii) Through steam Turbine		
Generator Unit	N.A.	N.A.
(b) COAL	N.A.	N.A.
(c) FURNACE OIL		
Quantity(Liters)	N.A.	180940
Total amount (Rs. In lacs)	N.A.	34.15
Average rate (per liter)	N.A.	18.87

(4) OTHER/INTERNAL GENERATION

(2) CONSUMPTION PER UNIT OF PRODUCTION

Aluminium Foil including Poly coated Cable wrap & laminated flexible packaging		
Electricity	1487 Kwh Per MT	1658 Kwh Per MT
Furnace Oil	N.A.	31.65 liter per MT

(B) TECHNOLOGY ABSORPTION

Efforts made in technology absorption are mentioned in form "B"

(C) FOREIGN EXCHANGE EARNING AND OUTGO

The company has made Export worth Rs 475.45 Lacs during the year. Total foreign exchange utilized Rs.3842.08 Lacs.

(1) Specific areas in which R&D carried out by the company.

- Continuous development of new specification in the existing multi laminates
- Manufacturing of thin & ultra thin gauge (light gauge) aluminum foil of final thickness from 50 micron (0.05mm) to 6 micron (0.006 mm) and in widths up to 1100 mm
- Developed and established new vendors for raw materials like Foils Stock and Paper

(2) Benefits derived as result of the above R&D

- Several new specifications produced commercially.
- By use of imported foil stocks productivity and quality of the products have been substantially improved to accepted level of multi national companies
- Cost reduction

(3) Future Plan of action

- Aiming to produce zero defect quality.
- Development of ultra light gauge foil for cigarette foil, capacitor foil and other foil based specifications for niche market.

(4) Expenditure of R & D.

Company is planning to invest Approx. Rs.10 lacs on installation of Latest Quality equipments.

TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

(1) Efforts in brief made towards technology absorption, adaptation & innovation.

R&D Department alongwith technical staffs are keeping constant watch on the development made elsewhere thereby keeping ourselves updated with the developments.

(2) Benefits derived as a result of the above efforts: - Increase in Sale.

(3) Imported Technology: Not Applicable.

For and on behalf of the Board

Place: Jaipur
Date : 21.08.2008

(PANKAJ P SHAH)
Managing Director

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy of Corporate Governance :-

The Company believe that good corporate governance practices enables the management to direct and control the affairs of the company in an efficient manner and to achieve the company's goal of maximizing values for all its stakeholders. The company will continue to focus its resources, strengths and strategies to achieve its vision of becoming a global foil manufacturing company, while upholding the core values of transparency and integrity, which are fundamental to the Company.

2. Board of Directors :-

The company has Six directors on its board. The number of non-executive directors are 50% of the total number of directors. The members on the Board have adequate experience, expertise and skills necessary for efficiently managing the affairs of the company.

The details of Composition and categories of Directors are given in table below :-

Name of Director	Category	No. of Attendance of Board Meeting	Whether Attended last AGM	No of other Directorship in Public Limited Company	Committee Chairmanship/ Membership of other Companies
Shri Pankaj P Shah	Promoter & Managing Director	16	Yes	1	Nil
Shri Abhay P Shah	Promoter & Whole Time Director	15	Yes	1	Nil
Shri Pooran Raj G Shah (resigned on 11th Aug. 2007)	Promoter & Non-Independent & Non Executive Director	5	Yes	1	Nil
Shri S B Kabra	Non-Executive & Independent Director	8	No	Nil	Nil
Shri Assem Khullar (resigned on 30th Nov. 2007)	Non-Executive & Independent Director	10	No	Nil	Nil
Shri Vimal Dhatta	Non-Executive & Independent Director	14	No	Nil	Nil
Shri Hemant K Nema	Non-Executive & Independent Director	3	No	Nil	Nil
Shri Sahil P Shah (Appointed on 11th Aug. 2007)	Executive Director	9	No	Nil	Nil

3. Board Meetings

During the year under review 16 Board meetings were held as against the minimum requirement of four meetings and the gap between any two consecutive meetings did not exceed four months. The dates on which Board meetings were held are 30th April 2007, 1st June, 2007, 11th June, 2007, 16th July, 2007, 30th July 2007, 11th August 2007, 18th Aug, 2007, 11th Sep, 2007, 20th Sep, 2007, 29th Oct, 2007, 12th Nov, 2007, 30th Nov, 2007, 12th Dec, 2007, 29th January, 2008 6th March, 2008 & 24th March, 2008. The Directors seeking re-appointment are Shri Hemant K Nema & Shri Sahil P Shah

4. Audit Committee

The Company had constituted audit committee. The broad term of reference of the Audit committee is to review financial reporting process and discussion with them periodically, internal control system and quarterly financial statements.

The audit committee consists of 2 non-executive independent directors Shri Vimal Dhatta, Shri Hemant Kumar Nema and 1 Executive Director, Shri Sahil P Shah,. All the members have the financial and accounting knowledge.

Shri Pooran raj G Shah has resigned from the chairmanship of the committee with effect from 11th Aug, 2007 and Shri Vimal Dhatta has been appointed new chairman of audit committee. Shri Sahil P Shah has been appointed new member of audit committee from 11th Aug, 2007.

During the year under review, five audit committee meetings were held on 30th April 2007, 30th July 2007, 18th August, 2007, 29th Oct. 2007 & 29th Jan 2008. Shri Pooranraj G Shah attended 2 meetings & Shri Sahil P Shah attended 3 meetings. Shri Hemant Nema and Shri Vimal Dhatta attended all meetings

5. Remuneration Committee (Non-Mandatory)

• Terms of reference

The committee was formed to review and approve, inter-alia, the recommendation for appointment of Managing Director/Whole Time Director/Senior Management personnel and their compensation package, annual increments, incentives, additional perquisites, etc.

• Composition

The Committee comprises of two Non-Executive Directors and one executive director. The Committee met twice during the year and the attendance of members at the meetings was as follows:

Name of the Member	Status	No of meetings attended
Shri Hemant Kumar Nema	Chairman	2
Shri Vimal Dhatta	Director	2
Shri Sahil P Shah	Director	1

• Details of remunerations paid to directors for the year 2007-2008

Name of Director	Salary	Perquisite annual
Shri Pankaj P Shah	75000/- P.M.	Two Club membership fee
Shri Abhay P Shah	70000/- P.M.	Two Club membership fee
Shri Sahil P Shah	15000/- P.M.	NIL

6. Shareholders Grievance Committee

Your company has shareholder's Grievance Committee of Board to look into complaints received from company's shareholders. The members of committee are Vimal dhadda (Non-Executive Director) who is Chairman, Shri Pankaj P Shah (Managing Director) Shri Abhay P Shah (Whole Time Director) and Shri Hemant Kumar Nema (Non-Executive Director). The committee has met twice during the year i.e. on 31st July 2007 & 31st January 2008 to review the investor grievances. All the members have attended the meeting. The total numbers of complaints received and replied to the shareholders during the year 2007-08 were seven and no complaint was outstanding as on 31st March 2008.

7. General Body Meetings

(A) Annual General meeting

YEAR	LOCATION	DATE	TIME
2006-2007	Gymkhana Club, Netaji Marg, Ellisbridge, Ahmedabad	28th September, 2007	11.00 A.M.
2005-2006	Orient Club Kavi Nanalal Marg, Near Gujarat College, Railway Crossing Ellisbridge, Ahmedabad	29th September 2006	11.00 A.M.
2004-2005	Orient Club Kavi Nanalal Marg, Near Gujarat College, Railway Crossing Ellisbridge, Ahmedabad	30th September 2005	11.00 A.M.

(B) Extra ordinary general meeting

YEAR	LOCATION	DATE	TIME
2006-2007	Gymkhana Club, Netaji Marg, Ellisbridge, Ahmedabad	11 October, 2007	11.00 A.M.

No Special resolutions were put through postal ballot last year and there is no proposal for this in ensuing annual general meeting also.

8. Disclosure

- None of the transactions with any of the related party were in conflict with the interest of the company
- There were no instances of non-compliance or penalty, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

9 Means of Communication

The quarterly/six month's results of the Company were published during the financial year under review in national English and one vernacular (Gujarati) newspapers namely Indian Express, Business Standard, and Financial Express.

10. General Shareholder Information

10.1 29th Annual General Meeting	Date and Time	29th September 2008 11.00 AM
	Venue	Orient Club, Near Gujarat College Railway Crossing, Kavi Nanalal Marg Ellisbridge, Ahmedabad-380006

10.2 Financial Calendar (Tentative)

a. Results for the first quarter ending 30th June 2008	By end on July, 2008
b. Results of the second quarter ending 30th September 2008	By end of October, 2008
c. Results of the third quarter ending 31st December 2008	By end of January, 2009
d. Results of the forth quarter ended 31st March 2009	By end of April 2009
e. Audited results for the year ended 31.03.2009	By end of 3rd week of Aug. 2009
f. Annual General Meeting for the year ending March 2009	By end of Sep. 2009

10.3 Book Closure Date: 20th September 2008 to 29th September 2008 (Both days inclusive)

10.4 Listing of Equity Shares on Stock Exchange at: 1.Ahmedabad 2.Mumbai

The company has paid listing fees to the above-mentioned stock exchanges for the FY 2007-2008 and also too CSDL and NSDL

10.5 Company stock code

Mumbai Stock Exchange	526747
Ahmedabad Stock Exchange	44777
Demat ISIN No.	INE 078 D 01012

10.6 Stock Market Data

The Stock Exchange Mumbai (BSE) B2 Group

PERIOD	HIGH Rs.	LOW (Rs.)
April 2007	27.85	24.00
May 2007	24.95	22.00
June 2007	25.35	21.15
July 2007	30.00	24.00
August 2007	50.80	25.60
September 2007	100.95	41.85
October 2007	97.00	70.20
November 2007	101.75	67.15
December 2007	93.75	81.90
January 2008	127.40	72.70
February 2008	87.95	55.15
March 2008	61.50	42.00

10.7 **Demat Registrar's Cum Share Transfer Agent Address:** Mr. Gautam Shah/ Mr. Girishbhai Patel
M/s Pinnacle Shares Registry Pvt. Ltd
Near Ashoka Mills, Naroda Road, Ahmedabad – 380 025
Tel. (079) 2204226, 2200582, 2200591

10.8 **Share Transfer & Demat System**

Share Transfer in Physical form are presently registered and returned within a period of 30 days from the date of documents which are complete in all respects.

10.9 **Distribution of Shareholding as on 31st March 2008.**

No. of Equity Share held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholding
Up to 500	7097	93.98	851367	10.50
501-1000	212	2.81	183858	2.26
1001-2000	89	1.18	145669	1.80
2001-3000	32	0.42	78589	0.97
3001-4000	16	0.21	57432	0.71
4001-5000	14	0.18	68447	0.84
5001-10000	31	0.41	238158	2.94
10001 and above	61	0.81	6486480	79.98
Total	7552	100.00	8110000	100.00

10.10 **Shareholding pattern as on 31st March, 2008.**

Category	No of Shares held	Percentage to the shareholding
Promoters (Individual and Body Corporate)	3344574	41.24
Mutual Funds & UTI	1300	0.16
Banks, Financial Institutions	---	0.00
Private Bodies corporate	1752253	21.60
Public	2439399	30.00
Non-resident Indians	572474	7.00
Total	8110000	100.00

10.11 **Registrar and Transfer Agents :** M/s Pinnacle Shares Registry Pvt. Ltd
Near Ashoka Mills, Naroda Road, Ahmedabad 380 025 • Tel. (079) 2204226, 2200582, 2200591

10.12 **Dematerialization of Shares :** Over 64% of the company' Paid up equity share capital has been Dematerialized up to 31st March 2008

10.13 **Plant Location :** Post Pipalia Kalan, District Pali Marwar, Rajasthan 306 307

11. **Information required under clause 49 of the listing Agreement with respect to Directors seeking appointment :**

Shri Hemant Kumar Nema and Shri Sahil P Shah Directors are seeking reappointment at the forthcoming annual general meeting.

12. **Address for Correspondence**

The Secretary,
PG Foils Limited,
6, Neptune Tower,
Ashram Road,
Ahmedabad -380 009
Tel. (079) 26587606, 32986262
Fax: 079-26584187

Mr. Gautam Shah
General Manager
M/s. Pinnacle Share Registry Pvt. Ltd.
Near Asoka Mills, Naroda Road,
Ahmedabad – 380 025
Tel. (070) 2204226, 2200582,
Fax: (079) 2202963

Auditor's Certificate on Corporate Governance

To the Members of PG Foils Limited

We have examined the compliance of the conditions of Corporate Governance by PG Foils Limited for the year ended 31st March 2008, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of the opinion on the financial statements of the Company.

In our opinion and to the best of our information and explanations given to us, and based on the representations made by the Directors and the Management, we may certify that the Company has complied with the conditions of Corporate Governance as stipulated in the clause 49 of the above mentioned listing agreement.

As required by the guidance note issued by the Institute of Chartered Accountants of India we have to state that as per the records maintained by the share transfer and investor grievance committee there was no investor grievance remaining unattended/pending for more than 30 days as at 31st March 2008 against the company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **H M Singhvi & Company**
Chartered Accountants

Camp : Jaipur
Date : 21.08.2008

(**H M Singhvi**)
Proprietor
Membership No.6962

The management of PG Foils Limited presents the analysis of performance of the company for the year 2007-2008 and its outlook for the future. The outlook is based on assessment of the current business environment. It may vary due to future economic and other developments.

Industry Scenario

The year 2007-2008 was very good for the domestic economy and in particular the manufacturing sector. Large number of industries have performed well and there is a revival of demand in almost all sectors. The trend is expected to continue. Today the usages of aluminum foil in packaging is growing by leaps and bounds. Where barrier properties and shelf life are required, aluminum based special packaging products are must. The company remains focused on selling end-to end packaging solutions and not just products.

Packaging fulfils the needs of the Pharma Industry and consumers on the three crucial parameters namely presentation, protection and preservation. According to world health organization (WHO), the global pharma sales is expected to grow to USD 75 Billion by 2010.

Operational performance

For PG Foils Limited 2007-2008 has been a very good year. The Company has effectively integrated its Product Mix to maximize the realisation. Turnover & Income established at Rs.19384.12 Lacs & Rs 1138.05 Lacs . Your company has recorded a significant growth in its performance. Total income grew to Rs 19384.12 Lacs, registering 67% growth over previous year's turnover of Rs 11598.10 Lacs. Profit after tax improved by 880% to Rs. 799.30 Lacs in the current year compared to Rs. 95.92 Lacs in the previous year.

Financial Performance

Gross turnover for the year is Rs. 19384.12 Lacs against Rs11598.10 Lacs in last year.

Profit before extra ordinary items i.e. Keyman Insurance Premium & Provisions to Rs1588.05 Lacs compared to Rs533.65 Lacs in last year.

The operating margin increased mainly due to reduction of raw material price and use of imported foil stock which is cheaper than indigenous price, also sale price remain constant.

Other income increased to Rs.704.53 Lacs from last year Rs.371.35 Lacs. Company has received Rs 300 Lacs from LIC of India against maturity of Keyman insurance policy.

Capital Expenditure during the year Rs 220.98 Lacs mainly on expansion of capacity by importing plant & Machinery.

Company contributed a total Rs 1996.26 Lacs to the National Exchequer as Excise Duty

Resources & Liquidity

Company continues to maintain its conservative financial profile. Company Banked with IDBI Bank Limited for their working capital needs. Company has sufficient working capital limits of Rs. 40 Crores from IDBI Bank Ltd at concessional and extremely competitive interest rate. Cash Flow for less than 2 years is adequate to extinguish its entire debts timely. Company made most of purchases on cash basis at discounted rates.

Opportunities and outlook

The Opportunities have gained momentum due to installation of many Pharma units in Himachal Pradesh near to our existing site as compared to other competitor. In the next few years, there would be a flow of orders by Pharma industries due to release of ban by WTO. To meet the increasing demand, the company must gear-up with higher productivity and better project management expertise to remain as a forerunner in the Industry.

The company has to continue to be a Cost leader to protect its profit margin and market share in this highly competitive industry.

Per capita consumption of Aluminum Foil in our country is low compared to other developing countries. While the average consumption of Aluminum foil in development countries is 23 kg per person it is 2.5 Kg in India. The consumption of Foil is directly related to

the population and trends in packaging. Due to shortage of foil in the country the full potential of aluminum foil in packaging material industry has not yet been tapped. Company Marketing team looking to capture the above demand and also will replace import markets and unorganized players in India by increasing capacity, maintaining good customer relationship and launching new and innovative products with focus research and development.

Threats

With the Foil Industry showing signs of growth, number of new entrants already came and will be further coming in this sector resulting surplus capacity by end of March 2010. The Company has to cope-up with these threats through a combination of cost leadership and project management expertise.

Risks and Concerns

Your company faces risk with similar to those faced by companies operating in the non ferrous metal sector. The volatility of the primary metal price continues to be a key issue and success or failure is linked on how effectively companies are able to manage their resources to tide over these critical periods. The companies is expose to risk from market fluctuations in foreign exchange. Profitability may be affected on account of competition from existing and prospective manufactures of the same products .

Export

The company's contribution to foreign exchange earnings amounted to Rs.475.45 Lacs during the year under review and the total foreign exchange utilized by the company amounted to Rs 3842.08 Lacs the details of which are provided in annexure to the director's report. Company is presently exporting App. 206 MT to various countries and further trying to increase export to developed countries

Human Resources

It is your company's belief that people are at the heart of corporate & constitute the primary source of sustainable competitive advantage. The trust of your company's human resource development efforts therefore is to create a responsive and market driven organization. Your company continues its focus on strengthening competitiveness in all its business. Your directors look forward to the future with confidence.

The company has followed a conscious policy of providing training to Management Staff through in-house and external programmes, for upgrading personal and technical skills in relevant areas of functional disciplines.

Internal Control System

The Company has an adequate system of internal controls implemented by the management towards achieving efficiency in operations, optimum utilization of company's resources and effective monitoring thereof and compliance with applicable laws and regulations.

The Company's internal audit department conducts regular audits to ensure adequacy of internal control systems, adherence to management instructions and compliance with laws and regulations of the country as well as to suggest improvements.

Audit plans, internal/external auditors observations and recommendations, significant risk area assessments and adequacy of internal controls are also periodically reviewed by the Audit Committee of the Board of Directors

Cautionary Statement

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities, law and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global and domestic supply and demand conditions affecting selling prices of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and outside the country and other factors such as litigation and industrial relations.

TO THE MEMBERS OF PG FOILS LIMITED

We have audited the attached Balance Sheet of PC FOILS LIMITED as at 31st March 2008 and also the Profit & Loss Account and Cash Flow statement for the period ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

- (1) As required by the Companies (Auditors' Report) Order 2003 issued by the Central Government of India in terms of sub-section (4A) of the section 227 of the Companies Act, 1956, and on the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of Audit, we enclose in the annexure hereto a statement on the matter specified in paragraph 4 & 5 of the said order.
- (2) Further to our comments in the annexure referred to in paragraph above, we state that:
- (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
- (b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of these books.
- (c) The Balance Sheet and the Profit & Loss Account & Cash Flow statement dealt with in this report are in agreement with the books of

account.

- (d) In our opinion the Profit & Loss Account and Balance Sheet and Cash Flow statement dealt with in this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of Companies Act 1956.
- (e) On the basis of the written representations received from the Directors as on 31st March 2008 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2008 from being appointed as a director in terms of clause (g) of Sub-section (1) of Section 274 of the Companies Act, 1956, and
- (f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts subject to the point number 1(g), 1(h), 8 & 14 of schedule P of Notes On Accounts, read together with the other notes and significant Accounting Policies give the information as required by the Companies Act, 1956 in the manner as required and present a true and fair view in confirming with the accounting principals generally accepted in India.
- (1) In the case of the Balance Sheet, of the state of affairs of the company as at 31st March, 2008
- (2) In the case of the Profit & Loss Account, of the Profit for the financial year ended on 31st March 2008.
- (3) In the case of Cash Flow statement, of the Cash Flows for the year ended on 31st March 2008.

For **H.M.SINGHVI & CO.**
Chartered Accountants

Place: Jaipur
Date: 21.08.2008

(H.M.SINGHVI)
Proprietor
Membership No.6962

ANNEXURE TO THE AUDITORS' REPORT

1. In respect of its fixed assets.

- a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information
- b) As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification
- c) In our opinion, the Company has not disposed off substantial part of fixed assets, which has bearing on the going concern assumption.

2. In respect of its inventories

- a) As explained to us, inventories have been physically verified by the management at regular intervals during the year.
 - b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business
 - c) The Company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
3. The company has not granted / taken any loans or advances in the nature of loans to parties covered in the register maintained under section 301 of the companies Act, 1956 during the year. Hence, the question of reporting whether the terms and conditions of such loans are prejudicial to the interest of the company, whether reasonable steps for recovery/re-payment of overdue of such loans are taken does not arise.
4. In our opinion, and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchase of stores, raw materials including components, packing materials, plant and machinery, equipment and other assets and with regard to sale of goods. During the course of our audit, no major weakness has been noticed in the internal control procedure.
5. a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 have been so entered
- b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the registers maintain under section 301 and exceeding the value of five lakh rupees in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
6. According to the information and explanation provided by the management, in our opinion the company has not accepted any deposit and has such question of compliance of sanction 58, 58 AA and other relevant provisions don't apply
7. The company has an internal audit system.
8. We have been informed by the management, no cost records have been prescribed under section 209(1) (d) of the companies Act, 1956 in respect of product manufactured by the company.
9. a) The company is regular in depositing undisputed statutory dues

including Provident Fund, Investor Education and Protection Fund, Income Tax, Sales Tax, Custom Duty, Excise duty, cess and other statutory dues except Wealth Tax with the appropriate authorities. According to the information and explanations given to us, following, undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2008 for a period of more than six months from the date of becoming payable

- b) Following dues are not deposited on account of disputes pending at various forums.

Name of the statute	Nature of dues	Amount in Rs.	Period to which it relates	Forum which it is pending
Central Sales Tax Act form	Declarations	35687680	A.Y. 2006-07	CTO, Pali

10. The Company has not incurred cash loss in the current year and in the immediately preceding financial year and there are no accumulated losses in the balance sheet as on 31st March 2008.
11. Based on our audit procedures and on the information and explanation given by the management, we are of the opinion that the company has not defaulted in repayment of dues to banks.
12. According to the records of the company, in our opinion according to information and explanation given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of share, debentures and other securities.
13. As the Company is not a chit fund, nidhi, mutual benefit fund or society the provisions of clause 4(xiii) of the companies (Auditor's Report) order, 2003 is not applicable to the Company.
14. As the Company is not dealing or trading in shares, securities, debentures and other investments, the provision of clause 4(xiv) of the Companies (Auditor's Report) order, 2003 is not applicable to the Company.
15. According to the records of the company and the information and explanations provided by the management the company has not given any guarantee for loans taken by others from bank or financial institutions
16. According to the records of the company, the company has not obtained any term loans. Hence, comments under the clause 4(xvi) are not called for.
17. According to the information and explanations received, we report that the company has not applied short-term borrowings for long-term investments and vice versa.
18. According to the records of the company and the information and explanations provided by the management, the Company has not made any preferential allotment of shares during the year.
19. According to the records of the company, the Company has not issued any debentures during the year.
20. The Company has not raised any money by way of public issue during the period covered by our audit report.
21. As per the information and explanations given to us, no material fraud on or by the Company has been noticed during the year.

For **H.M.SINGHVI & CO.**
Chartered Accountants

Camp : Jaipur
Date : 21.08.2008

(**H.M.SINGHVI**)
Proprietor
Membership No.6962

BALANCE SHEET AS AT 31st MARCH 2008



SCHEDULE		AS AT 31.3.2008 (Rs.)	AS AT 31.3.2007 (Rs.)
SOURCES OF FUNDS			
SHARES HOLDERS'S FUNDS			
(a) Capital	A	85861025	70861025
(b) Reserves & Surplus	B	589689445	427070731
LOAN FUNDS			
(c) Secured Loans	C	202184528	107708520
(d) Unsecured Loans	D	—	29772015
DEFERRED TAX LIABILITY (Net)		691179	1595720
TOTAL		878426177	637008011
APPLICATION OF FUNDS			
FIXED ASSETS			
(a) Gross Block	E	365041037	360741742
(b) Less : Depreciation		303117364	292106360
(c) Net Block		61923673	68635382
(d) Capital Work in Progress		16466273	113100
Total		78389946	68748482
INVESTMENTS			
	F	207065601	83549722
CURRENT ASSETS, LOANS & ADVANCES			
(a) Current Assets	G		
(i) Inventories		263736554	144653182
(ii) Sundry Debtors		436071815	336846835
(iii) Cash & Bank Balances		56944139	129231693
(iv) Other Current Assets		930593	1115721
(b) Loans & Advances		140603672	46018962
TOTAL		898286773	657866393
CURRENT LIABILITIES AND PROVISIONS			
(a) Current Liabilities	H	253834652	165998660
(b) Provisions		51554403	6761863
TOTAL		305389055	172760523
NET CURRENT ASSETS			
		592897718	485105870
MISCELLANEOUS EXPENSES			
(To the extent not written off or adjusted)		72912	—
TOTAL		878426177	637008011
STATEMENT ON ACCOUNTING POLICIES			
	O		
NOTES ON ACCOUNTS			
	P		

Schedule A to H, O & P form an integral part of the Balance Sheet
This is the Balance Sheet referred to in our report of even date.

for H M SINGHVI & CO.
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD

H M SINGHVI
Proprietor

ANAMIKA MAHESHWARI
Company Secretary

ABHAY P SHAH
Whole Time Director

PANKAJ P SHAH
Managing Director

Place : Jaipur
Date : 21st August 2008

PROFIT & LOSS ACCOUNT
FOR THE YEAR ENDED 31st MARCH 2008



SCHEDULE		Year Ended 31.3.2008 (Rs.)	Year Ended 31.3.2007 (Rs.)
INCOME			
Sales and Job Charges		1938412435	1159809715
Less : Excise Duty		199625533	155544032
		1738786902	1004265683
Other Income	I	70452592	37135170
		1809239494	1041400853
EXPENDITURE			
Consumption of Raw Materials, Stores & Manufacturing Expenses	J	1547745497	897196557
Payment to and Provisions for Employees	K	34212287	30281630
Administrative and other Expenses	L	11837793	10713250
Selling & Distribution Expenses	M	13761595	9387664
Financial charges	N	28961775	27185737
Baddebts Written off		1138313	444581
Keyman Insurance Premium		45000000	45000000
Provision for Doubtful Debts		279008	2976817
Provision for Excise duty		1533073	4008363
Depreciation	12045934		
Less : Transferred from Revaluation reserve	<u>523173</u>	11522761	11794608
Profit during the year		113805408	8365280
		1809797510	1047354487
Profit for the year		113805408	8365280
Add : Provision of Excise duty Written Back		4008363	3560958
Add : Income Related to Previous Year		507452	30935
Add : Excess provision of Income Tax written back		1763637	—
		120084860	11957173
Less: Income Tax Payment		92826	719172
Less : Prior Period Expenses		556393	609942
Profit Before Tax		119435641	10628059
Less : Provision for Taxation		40000000	2250000
(Add)/Less : Deferred Tax		(904541)	(1603947)
Less : Provision for Wealth Tax		85000	65000
Less : Provision for Fringe Benefit Tax		325000	325000
Net Profit After Tax		79930182	9592006
Add : Profit B/F from Previous Year		217512928	207920922
Amount Available for Appropriations		297443110	217512928
Appropriations			
Less : Transfer to General Reserves		5000000	—
Less : Proposed Dividend		8110000	—
Less : Tax on Proposed Dividend		1378295	—
Surplus Carried Over to Balance Sheet		282954815	217512928
Basic & Diluted Earning Per Share in Rs.		9.86	1.35
STATEMENT ON ACCOUNTING POLICIES	O		
NOTES ON ACCOUNTS	P		

Schedule A to H, O & P form an integral part of the Balance Sheet
This is the Balance Sheet referred to in our report of even date.

for H M SINGHVI & CO.
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD

H M SINGHVI
Proprietor

ANAMIKA MAHESHWARI
Company Secretary

ABHAY P SHAH
Whole Time Director

PANKAJ P SHAH
Managing Director

Place : Jaipur
Date : 21st August 2008

**SCHEDULES FORMING PART OF THE BALANCE SHEET
AND PROFIT & LOSS ACCOUNT**



	AS AT 31.3.2008 (Rs.)	AS AT 31.3.2007 (Rs.)
SCHEDULE "A"		
CAPITAL		
AUTHORISED		
1,50,00,000 Equity Share of Rs.10/- each	150000000	150000000
ISSUED & SUBSCRIBED		
8121600 Equity Share of Rs.10/- each (Previous year 7091600 Equity shares of Rs.10/- each)	81216000	70916000
PAID UP		
8110000 Equity share of Rs.10/- each fully paid up (Previous year 81100000 Equity share of Rs.10/- each)	81100000	70800000
Add : Shares forfeited (amount originally paid-up)	61025	61025
Share Warrant Application Money	4700000	—
	85861025	70861025
SCHEDULE "B"		
RESERVES AND SURPLUS		
1. Capital Reserve	1065666	1065665
2. Share Premium Account		
Add : Addition during the year	194447475	101747475
	4495478	
3. Revaluation Reserve	3972305	4495478
Less : Transferred to P&L A/C	523173	
4. General Reserve	102249184	102249184
Add : Addition during the year	5000000	
5. Surplus as per Profit & loss Account	282954815	217512928
	589689445	427070730
Cumulative amount transferred on account of revaluation depreciation is Rs.142287118 (Previous year 141624259)		
SCHEDULE "C"		
SECURED LOANS		
From Banks	202184528	107708520
	202184528	107708520
SCHEDULE "D"		
UNSECURED LOANS		
From Others	—	29772015
	—	29772015

**SCHEDULE - 'E'
FIXED ASSETS**

PARTICULARS	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	AS AT 01.04.07	ADDITION DURING THE YEAR	DELETION DURING THE YEAR	AS AT 31.03.2008	UP TO 31.03.2007	ADDITION DURING THE YEAR	DELETION DURING THE YEAR	UPTO 31.03.2008	AS AT 31.03.2008	AS AT 31.03.2007
AGRICULTURE LAND	577767			577767					577767	577767
BUILDING										
A) BUILDING OTHER THAN										
FACTORY BUILDING	19318794			19318794	4741183	728881		5470063	13848731	14577611
B) FACTORY BUILDING	15074531	520397		15594928	11039581	415186		11454767	4140161	4034950
PLANT & MACHINERY										
A) UNIT NO.1	213487198	3879381		217366579	196100501	4940127		201040628	16325951	17386697
a) LOADING MACHINE	2192331			2192331	1122436	309958		1432394	759937	1069895
B) UNIT NO.2	53712049			53712049	50106519	1003058		51109577	2602472	3605530
C) WIND MILL	30000000			30000000	12200593	2475897		14676490	15323510	17799407
FURNITURE & FIXTURE	7737545			7737545	5816737	316596		6133333	1604212	1920808
VEHICLES	13368502	770000	1332138	12806364	7799472	1406054	1034931	8170594	4635770	5569030
OFFICE & COMPUTER EQUIPMENTS	5273025	461654		5734679	3179339	450177		3629516	2105163	2093686
TOTAL	360741742	5631432	1332138	365041036	292106361	12045934	1034931	303117364	61923674	68635381
Figures for the previous year	344062845	16686292	7395	360741742	279652591	12457467	3697	292106361	68635381	64410254
CAPITAL WORK IN PROGRESS	113100	16466273	113100	16466273	NIL	NIL	NIL	NIL	16466273	113100
Figures for the previous year	NIL	113100	NIL	113100	NIL	NIL	NIL	NIL	113100	NIL

NOTE : 100% DEPRECIATION TAKEN ON ITEMS OF LESS THEN Rs.5000/-

		AS AT 31.3.2008 (Rs.)	AS AT 31.3.2007 (Rs.)
SCHEDULE "F"			
INVESTMENTS			
Long Term Investment Unquoted - At Cost			
1. 7 Years National Savings Certificate (Lodged with Govt. Deptt as security)		300	300
Quoted - At Cost			
MUTUAL FUND	NO. OF UNITS	COST	COST
PRU. ICICI INCOME MULTIPLIER REGULAR PLAN GROWTH			22500000
6.75% UTI US-64 TAX FREE BONDS	74228.000	7473784	7473784
6:6% UTI TAX FREE ARS BONDS	231888.000	23391517	23391517
BAJAJ ALLIANZ EQUITY FUND GTOWTH	165058.135	3200000	
BIRLA SUNLIFE FRONTLINE EQUITY	46904.315	1000000	
BIRLA MIDCAP FUND	95086.485	6500000	
DSPML INDIA TIGER FUND GRWOTH	152116.592	8500000	
DSPML TIGER FUND DIVIDENNND	128529.198	3000000	
FIDELITY EQUITY FUND DIVIDEND	101102.012	2000000	
ICICI PRUDENTIAL INFRASTURE FUND DIVIDEND	112422.709	2000000	
ING GLOBAL REAL STATE FUND	1000000.000	10000000	
J M BASIC FUND DIVIDEND	320114.883	10000000	
J M CONTRA FUND GROWTH	383100.664	5000000	
J M EMERGING LEADERS FUND	709561.280	12500000	
J M FINANCIAL SERVICE SECTOR FUND	528430.005	9500000	
J M SMALL & MIDCAP FUND REGULAR GROWTH	286947.339	5000000	
KOAK INDO WORLD INFRASTRUCTURE FUND	1000000.000	10000000	
LOTUS INDIA AGILE FUND	977995.110	10000000	
RELIANCE INDIA BANKING FUND	171598.177	7500000	
RELIANCE DIVERSIFIED POWER SECTOR FUND	190424.572	15000000	
RELIANCE GROWTH FUND	33184.005	2000000	
RELIANCE MEDIA & ENTERTAINMENT FUND	384972.834	15000000	
RELIANCE REGULAR SAVIN FUND EQUITY	83044.339	2500000	
FRANKLIN INDIA PRIMA FUND-DIVIDEND REINVESTMENT	0.000	—	125000
FRANKLIN INDIA BLUECHIP FUND- DIV. REINVESTMENT	0.000	—	59121
SBI CONTRA FUND	137689.578	6500000	
SBI INDEX FUND	19630.014	1000000	
SBI MEGNUM COMMA FUND	184894.792	5000000	
STANDERED CHARTED PREMIER EQUITY FUND	297871.072	2500000	
STANDERED CHARTED CLASSIC EQUITY FUND	106440.049	7500000	
SUNDARAM BNP PARIBAS SELECT FOCUS FUND	60959.287	6000000	
SUNDARAM BNP PARIBAS SMILE FUND	211680.774	6500000	
SUNDARAM BNP PARIBAS SELECT MIDCAP FUND	7774.623	1000000	
RELIANCE FIXED HORIZON FUND	0.000	—	30000000
	8203648.843	207065601	83549722
NAV of quoted Mutual Fund as on 31.03.2008		165397724	87600820
Details of Movement in investment in the units of various Mutual funds purchased and sold during the year		Nil	—

	AS AT 31.3.2008 (Rs.)	AS AT 31.3.2007 (Rs.)
SCHEDULE "G"		
CURRENT ASSETS, LOANS & ADVANCES		
1. CURRENT ASSETS		
(a) Inventories*		
Goods in Transit (Export Sale)	6482120	2424281
Steel Wire	20813	20813
Aluminium Ingots/Rods	33610632	1139170
Consumable Stores & Packing Material	10813676	10242351
Raw materials, Dyes & Chemicals	166375803	73887868
Finished Goods	10588447	24322589
Work in Process	23504026	25522045
Scrap	12341037	5957592
DEPB Licenses in hand	---	1136473
	263736554	144653182
*Refer Note No. 6 of accounting policies		
(b) Sundry Debtors (Unsecured)*		
(I) Outstanding for a period exceeding six months		
Considered Good	26280844	19829415
Considered Doubtful	847686	1126694
(II) Other Debts-Considered Good	409790971	317017420
	436919501	337973529
Less : Provision for Doubtful Debts	847686	1126694
	436071815	336846835
* Sundry Debtors include Rs.26061769/- (Previous Year Rs.23143661) from Prem Cables Pvt.Ltd, Company under the same management) Maximum debit balance Rs.100225000 during the year		
C) Cash and Bank balances		
I) Cash in Hand	199568	220884
II) Balance with scheduled Banks		
In Current Account	2246564	194210
In Dividend Account	352465	362935
In Margin Money Account	7000	7000
In Fixed Deposit**	54138442	128446564
III) Balance with Post office S B Account	100	100
	56944139	129231693
**In lien with banks kept as security		
(D) Other Current assets		
Interest accrued on investments	930593	1115721
	930593	1115721
2. LOANS AND ADVANCES		
(Unsecured, Considered Good)		
Advance recoverable in cash or in kind or for value to be received*		
Consider Good	56490507	
Consider Doubtful	325246	
	56815753	
Less : Provision for Doubtful	325246	
Deposit with Govt. Deptt. & Others	5556643	4699199
Earnest Money With Customers	360712	490712
Advance Excise duty	2427	26768
Cenvat Recoverable	18168520	6969715
Advance Income Tax, FBT & TDS	460349863	
Less :Tax Provision as per contra	400325000	
	60024863	18613690
	140603672	46018962

	AS AT 31.3.2008 (Rs.)	AS AT 31.3.2007 (Rs.)
SCHEDULE "H"		
CURRENT LIABILITIES AND PROVISIONS		
CURRENT LIABILITIES		
Sundry Creditors		
I) Due to small scale Industrial undertaking*	637788	
II) Due from Others	72018243	
Sundry Debtors having Credit Balances	72656031	127206312
Liabilities for other Finance**	3701993	3079480
Unclaimed Dividend***	732166	2216146
Other Liabilities	352465	362935
IDBI Bank (Trade Credit)	37946076	33133787
Interest Accured & Not Due	136505313	—
	1940608	—
	253834652	165998660
* Name of small scale industrial undertaking to whom an amount of Rs.1 Lacs or more was outstanding for more than 30 days is Core India, See Note No.24 of notes on accounts		
** See Note No.1(g) of Notes Accounts		
*** There is Rs.383500/- due and outstanding as on 31st March 2008 to be credited to Investor Education & Protection fund		
PROVISIONS		
For Income Tax		
Less : Deducted from Advance Tax & TDS as per contra	40000000	2250000
For Wealth Tax	208035	178500
For Excise duty	1533073	4008363
For Freinge Benefit tax	325000	325000
For Proposed Dividend	8110000	—
For Tax on Proposed Dividend	1378295	—
	51554403	6761863
	132628532	
SCHEDULE "I"		
OTHER INCOME		
Interest (Including Rs1894588/- being interest on Bank Deposit. Previous Year Rs.93783898/-)	4830575	12019602
Miscellaneous Income	5013619	1071819
Profit on sale of long term Investment (Net)	5953891	11070179
Profit on sale of Short term Investment (Net)	(5215061)	(1174381)
Cash Discount Received	8549778	334591
Profit on sale of Fixed Assets	—	883
Bad Debts Recovered back	1913346	4589665
Foreign Exchange Fluctuation (Net)	65227	214700
Export Entitlement*	281308	446774
Dividend Received**	4067181	554104
Keyman Maturity Income	30000000	—
Income from Investment	7100000	—
Gain on energy Units Generated from Wind Mill	5864529	5807105
Tax Free Interest Income on UTI Bonds	2028199	2200129
	70452592	37135170
*See note no.14 of notes on accounts		
**See note no.5 of accounting policies		

		Year Ended 31.3.2008 (Rs.)	Year Ended 31.3.2007 (Rs.)
SCHEDULE "J"			
CONSUMPTION OF RAW MATERIALS, STORES & MANUFACTURING EXPENSES			
Consumption of Raw Materials including			
Conversion charges			
Opening Stock		73887868	
Add : Purchase		1001506353	
Less: Consumption of traded raw Metrial		<u>9837351</u>	
Less: Closing Stock		166375803	
Consumption of traded raw Metrial		899181067	794161397
Consumption of consumable stores & Spares		9837351	
Increase/Decrease in Stcok		60878845	41795434
OPENING STOCK :-			
	Year Ended	Year Ended	
	31.03.2008	31.03.2007	
Finished Goods	27238314	27814475	
Work in Process	25522045	15009140	
Scrap	5957592	6254116	
	<u>58717951</u>	<u>49077731</u>	
CLOSING STOCK :-			
Finished Goods	17070567	26743918	
Work in Process	23504026	25522045	
Scrap	12341037	5957592	
	<u>52915630</u>	<u>58223555</u>	
Cost of Sale of Board Paper		5802321	(9145824)
Cost & Sales of Consumption of Alu. Wire Rods & Steel Wire including Conversion charges		2348364	40600
Power & Fuel**		509980109	8919651
Repairs & Maintenance (Plant & Machinery)		37135329	43815965
Other Manufacturing Expenses		8362527	7128572
		14219584	10480762
		1547745497	897196557
**See note no.17 of notes on accounts			
SCHEDULE "K"			
PAYMENT TO AND PROVISIONS FOR EMPLOYEES			
Salary, Wages, Bonus and Allowances (Including Directors remuneration of Rs.18,55,161/-, Previous year Rs.17,40,000/-)		29324827	25604776
Employee Welfare Expenses *		1177860	1168371
Service Award Expenses		722243	676672
Contribution to Provident Fund		2139186	1933044
Gratuity payment to LIC group gratuity Fund		848171	898767
		34212287	30281630
*See Note no. 6(i) of Notes to Accounts			

	Year Ended 31.3.2008 (Rs.)	Year Ended 31.3.2007 (Rs.)
SCHEDULE "L"		
ADMINISTRATIVE & OTHER EXPENSES		
Rate & Taxes	43484	43308
Travelling & Conveyance (Including travelling expenses of Directors Rs. 144322/-, previous year Rs. 211308/-)	1217450	1158206
Vehicles Running & Maintenance Expenses	975306	1017713
Postage, Telephone & Fax Expenses	944372	891156
Legal, Professional & Other Expenses	283842	471532
Payment to Auditors		
Audit fees	45000	
Tax Audit fees	15000	
Reimbursement of Expenses	47465	
Certificate fees	28500	
Electricity & Water Expenses	135965	115762
Printing & Stationery	53995	31133
Insurance Charges	401498	421336
Miscellaneous Expenses	420436	79737
Repairs & Maintenance Expenses (Including Building Repairs Rs.594456/- Previous year Rs.3225398/-)	2056021	645385
Rent	1499969	3845106
Fines & Penalty	728600	548467
Sales Tax Payments & Demands	7404	59002
Exchange Fluctuation (Net)	81559	957108
Donation	2035534	
Wind Power Generation Expenses	600	1000
Security Transaction Tax	536835	329481
Plantation Expenses	54089	65533
Payment of Credit Written back	620	6088
Vat Audit Fees	—	8197
ISO 9001:2000 Fee & Expenses	7500	—
Software Exp	2100	18000
Debt Recovery Expenses	23640	—
	326974	—
	11837793	10713250
SCHEDULE "M"		
SELLING AND DISTRIBUTION EXPENSES		
Packing & Forwarding (Net)	6873159	7275970
Carrier Risk Charges	5013156	—
Export Exp.	724398	243014
Commission on sales	374835	922708
Sample Expenses	26672	46240
Business & Sales Promotion Expenses	94620	382432
Advertisement Expenses	654755	517300
	13761595	9387664
SCHEDULE "N"		
FINANCIAL CHARGES		
Bank Charges	4038364	2192988
Cash Discount Paid	127336	586952
Bank Interest	24347547	24271763
Other Interest	448528	134034
	28961775	27185737

SCHEDULE 'O'
STATEMENT OF ACCOUNTING POLICIES
1. Basis of Accounting: -

The accounts of the company are prepared under historical cost convention and in accordance with the applicable Accounting Standards and provisions of the Companies Act, 1956 as adopted consistently by the company except where otherwise stated. Mercantile system of accounting is followed except insurance and other claims receivable, exports benefits and expenditure on account of fuel escalation charges of the Jodhpur Vidyut Vitran Nigam Limited, which are accounted for on receipt/payment basis.

2. Use of Estimates: -

The presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and the estimates are recognized in the period in which the results are known/materialized.

3. Fixed assets: -

- (i) (a) Fixed assets are stated at cost of acquisition or construction less depreciation. All cost relating to the acquisition & installation of fixed assets are capitalized.
- (b) Addition in Fixed assets is stated at cost net of VAT & Cenvat credit (where applicable). All cost relating to acquisition and installation of fixed asset are capitalized
- (c) Agricultural land is shown at cost price.
- (ii) Revalued assets are recorded at revalued amount less depreciation on revalued amount.

4. Purchases: -

Purchase of all Raw material, packing material, production & mechanical stores, Polythene & polyester film & paper are accounted for on basic price & CST. Cenvat and VAT on purchase of these items in shown as Cenvat recoverable & VAT recoverable which are adjusted against the Excise/Sales Tax liabilities.

5. Investment: -

Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management. Dividends reinvested are added to the cost of investments.

6. Current Assets: -

Inventories as certified by the management are valued as under:

- (a) Raw materials, dyes & Chemicals & packing material : At cost excluding cenvat credit and VAT.
- (b) Production consumable store & spares : At cost excluding cenvat credit & VAT
- (c) Oil & lubricants : At cost excluding excise duty except HSD.
- (d) Work in process : At estimated cost (valued by the management.)
- (e) Aluminium wire rods : At cost or market price whichever is lower.
- (f) Scrap & rejected goods : At net realizable value determined by the management.
- (g) Finished goods : 1. Received after conversion Valued at cost or market price Whichever is lower inclusive of Excise duty.
2. Manufactured goods: Valuation of finished goods Manufactured but not cleared from excise bonded warehouse up to the end of the year is at cost or market price whichever is lower inclusive of Excise Duty. (Cost price estimated by deducting approx 11% from the selling price).
- (h) Stock at port & in transit : At Selling price
- (i) Stock in transit/ware house (Purchase) : At cost
- (j) DEPB licences Purchased : At cost.

Note: The cost of raw materials, dyes, chemicals, packing material, oil & lubricant and consumable stores are arrived at on first in first out method and in the case of basic raw material, freight inward expenses have also been considered.

7. Expenditure:-
(a) Benefit to employees:

- (i) Contribution to statutory funds is accounted for on accrual basis.
- (ii) Provision of Leave encashment has been made on accrual basis on leave balance available as on 31.03.2008
- (iii) Service Awards have been adjusted/accounted on the basis of completed months.
- (iv) Gratuity payable to employees is provided for on the basis of premium paid under group gratuity Scheme with Life Insurance Corporation of India
- (b) (i) Depreciation on fixed assets is provided on written down value basis at the rates and in the manner prescribed in Schedule XIV of Companies Act, 1956. Depreciation in respect of revalued amount, the additional depreciation attributable to revaluation is withdrawn from revaluation reserve. Depreciation on addition in fixed assets has been adjusted after deducting the amount of excise duty & VAT availed as Cenvat & VAT set off.
- (ii) Depreciation on assets added / disposed off during the year has been provided on prorata basis with reference to date of addition / disposed except for items on which 100% depreciation rate are applicable.
- (c) Lease rent in respect of leasehold land for factory building and township are accounted for on accrual basis. The unexpired periods of said leasehold land are 57 and 58 years respectively.
- (d) All other expenses are accounted for on accrual basis and consumption of stores has been taken on actual consumption.

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

Power unit generated from wind power plant which has been wheeled for captive consumption after adjusting wheeling charges @ 10% of the energy fed into grid to RVPNL Discom (S) is accounted on effective tariff rate in power bill and simultaneously such figure was also reflected in other

income. Amount received against shortfall in Guaranteed generation was also reflected in other income. As per the agreement period for short fall is considered from October to September minimum guarantee is on yearly basis not on month to month basis, therefore the income from short fall shown in the head of "Other Income" is from Oct. 2006 to Sept. 2007.

8. Income: -

Turnover:

- (a) Sales are inclusive of Cenvat but are net of Sales returns, Shortages and other discounts & rebates but excluding value of recoveries made for insurance, freight and packing forwarding expenses, which have been shown in the invoice value and are adjusted in the respective heads.
- (b) Export sales are accounted for on the basis of exchange rate on date of transactions.
- (c) Discount and rebates on sales is accounted for as and when settled
- (d) Revenue from investment is accounted on sale / disposal of such investments.
- (e) Export Incentive: Revenue from DEPB Licences is recognised when the licences are sold / utilized and are shown as other incomes.
- (f) Units generated on wind power plant have been accounted on the basis of effective tariff rate in respective month.

9. Transaction in Foreign Currencies:- (Other than for fixed assets)

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction. Gain/Loss arising out of fluctuation in between transaction date and realization date are recognized in profit & loss account & gain/loss arises on account of fluctuation in between transaction date and realization date on sales settled in same year has been accounted for in the same head. Current assets are restated at the exchange rate prevailing at the end and the overall net gain/loss has been adjusted in the profit & loss account.

Monetary items denominated in foreign currencies at the year-end and not covered by foreign exchange contracts are translated at year-end rates.

The difference between the foreign exchange contract rate and the exchange rate on the date of

Transaction is recognized as income or expenditure over the life of the contract

10. Impairment of Assets:-

All assets other than inventory, investment or deferred tax assets are reviewed for impairment where event or changes in circumstances indicate that the carrying amount may not be recoverable. Assets whose carrying amount exceeds their recoverable amount will be written down to recoverable amount. An impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired.

11. Cenvat & VAT:-

The value of Cenvat benefits eligible on raw materials, other eligible inputs, production stores and capital goods is considered for the clearances of finished goods

12. Accounting of Taxes of Income:-

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961.

Deferred tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

13. Contingent Liabilities:-

The company is not providing for contingent liabilities in the account since the ultimate outcome thereof cannot be determined on the date of balance sheet. However, notes on every contingent liabilities exist on the date of balance sheet are given in notes on account. Contingent assets are neither recognized nor disclosed in the balance sheet.

SCHEDULE 'P'

NOTES ON ACCOUNTS

ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2008 AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH, 2008.

1. Contingent liabilities not provided for and liabilities not acknowledge as debts in respect of followings.
 - (a) Guarantees given by bank in favour of buyer/Suppliers, Balco & Central Excise for Rs.1314.14 lacs (Previous year Rs.8.14 Lacs) against which the bank has got a lien on securities/ term deposit receipt of Rs. 1314.14 lacs (Previous year 8.14 lacs).
 - (b) Letter of credit of Rs.305.75 lacs (Previous year Rs.638.12 lacs) opened in favour of Raw Material suppliers; against this, the bank has got a lien on securities of Rs. 305.75 lacs (Previous year Rs.638.12 lacs).
 - (c) Estimated amount of contracts remaining to be executed on capital account & not provided for Rs 891.45 lacs against which advances given Rs. 156.81 lacs.
 - (d) Guarantees given by following companies against the loan facility sanctioned by the IDBI Bank Ltd.
 1. Pipalia Cables & Wires Pvt. Ltd.
 2. Foils India Laminates Pvt. Ltd.
 3. Miracle Foils Pvt. Ltd.
 4. Prem Cables Pvt. Ltd.
 5. Tirumala Irons Pvt. Ltd.
 And personal guarantee by the Managing Director, Whole Time Director and wives of these directors.
 - (e) Uncompleted/reopened assessments of Income Tax & Sales Tax.
 - (f) Suit filed by NELCO for sum of Rs.227085/- against which a sum of 25000/- has been deposited in the Civil Court Ahmedabad.

*Matter pending since more than 10 Years and company does not expect any liability.
 - (g) Debt Recovery Tribunal Delhi has raised the demand of Rs.2120466/- for Principal & Rs.2931632/- for interest. The company has filed appeal before Delhi high court against the judgment of tribunal. Company has paid 14,83980/- towards Principal, but no provision for Interest has been made since the matter has been further contested.
 - (h) Under CST Act Sales Tax Liability for the F.Y. 2006-07 on 28.06.2008 amounting to Rs 3,56,87,680/- (Due to none receipt of declaration form)
2. The company has issued 15,00,000 convertible warrants, convertible into fully paid up equity shares of face value of Rs.10 each at Rs.100/- (including premium of Rs.90/-) during the year after approval of EGM & other statutory approvals. Out of 15,00,000 Convertible Warrants, the Company has converted 10,30,000 warrants into equity shares of Rs.10/- each at a premium of Rs.90/- per share. The Premium amount has been shown under the head Reserves & surplus. For the remaining 4,70,000 warrants, the company has received Application Money and the same has been shown separately under the head share capital.
3. The Lease Deed regarding land at Jaisalmer where windmill is installed has not been executed.
4. The balances of sundry debtors, sundry creditors and loans & advances as on 31.3.2008 are subject to reconciliation & confirmation by the parties.
5. Income Tax & Sales Tax assessments have been completed up to the assessment year 2005-2006 and 2006-07 respectively and assessment of income tax for A.Y. 1996-1997 reopened which is still pending.

- i) During the year the company has paid a sum of Rs 355642/- to LIC of India towards premium of key man insurance policy. The amount of Rs234330/- has been debited under the head Employees Welfare expenses account and Rs 121312/- has been shown under the head Loans & advances being premium of Shri Ashok P Shah. Regarding this the company has taken the undertaking from Shri Pankaj P Shah, Shri Ashok P Shah (Ex-director) and Shri Abhay P Shah, the directors who are covered-up under this policy, for non-claiming of end benefits of the policy on maturity.
- ii) The company has paid Rs.450.00 Lacs to Bajaj Allianz Life Insurance Company Limited towards premium of Key Man Insurance Policies taken for its directors Shri Pankaj P Shah & Shri Abhay P Shah. The amount of renewal premium Rs.450.00 Lacs so paid has been debited under the head Key man Insurance Premium which is shown in profit & loss account. Regarding this, the company has taken the undertaking from both the insured directors who are covered up under this policy for non-claiming of end benefits of the policy on maturity.
7. The loan from IDBI Bank Limited has further been secured by collateral security of Wind Mill, Lien of FD, Keyman Insurance Policies, Suvidha Deposit & Mutual Funds and against personal guarantee of Managing Director, Whole Time Director & their relatives and five companies of the same group.
8. There is a loss of Rs. 41667877/- on account of decrease in NAV of units of Mutual Fund as on 31.03.2008. NAV was taken on the basis of daily NAV statement and no provision has been made for the loss.
9. I) The Company has made a claim of set off of Sales Tax of Rs.93612/- on the value of Goods in transit, as on 31.03.2006 against VAT payable of the current year.
II) A sum of Rs.113288/- being the amount of VAT recoverable as on 31.03.2008 has been shown under the head loan & advances.
10. The share application money refund account is subject to final reconciliation. Adjustment, if any arising on such reconciliation will be made as and when the same is completed.
11. The gross depreciation of the current year includes Rs523173/- (Previous year Rs.662859/-) being the difference between the depreciation calculated on revalued book value & the original book value. The company has transferred the said additional amount of depreciation on revalued assets from the Revaluation Reserve to the Profit & Loss account.
12. Directors Remuneration
Salaries 18,55,161
13. (a) Loans & Advances recoverable in cash or in kind or for value to be received include Rs.NIL. (Previous year Rs.NIL) due from various companies under the same management. (Maximum debit balances during the year Rs NIL (Previous year Rs. 7605/-))
(b) Maximum debit balance of Officers and Directors during the year Rs 275560/- (previous year Rs. 57343/-)
14. The Company has received DEPB Licenses valuing Rs.281308/- which have been utilized by debiting to respective import purchases account and by credit to export incentives. DEPB for Rs.264432 relating to financial year 2005-2006 unutilized has been given to concerned department for correction.
15. A sum of Rs. 6, 00,000/- has been deposited by the company as predeposit of penalty as per direction given by the Customs Excise & Gold (Control) Appellate Tribunal New Delhi by order dated 03.02.2003 against total amount of penalty of Rs.25 Lacs to be deposited by Shri Pankaj P. Shah Managing Director and Shri Ashok P Shah (ex director) of the company, the appeal has been dismissed by the tribunal. The Company has filled appeal before the High Court.
16. Since no commission is payable to Directors hence the computation of net profit in accordance with section 198 read with section 309(5) of the companies act of 1956 has not been given.
17. Company has installed One Wind Mill of 0.6 MW capacities at Soda Bandan Dist. Jaisalmer in agreement with Rajasthan Rajya Vidhuyt Vitran Nigam Limited, and Discoms for wheeling of Energy for captive consumption in the year Company has adjusted of Rs.3257335/- in power bill and Rs.2539570/- from Enercon India Limited towards short generation against guaranteed generation. Which have been credited in Profit & Loss Account. That the shortfall from Oct.2007 to March 2008 is 560739 units worked out by taking 750000 MW unit on half yearly basis which has not been adjusted.
18. Cenvat recoverable on the date of balance sheet.
On Raw Material Rs. 13726921/-
On Capital Goods Rs. 455373/-
This amount was shown under the head loans & advances
19. The Figures of the previous years has been regrouped and rearranged wherever necessary to make them comparative with previous year figures.
20. Income & expenses related to Previous Year Comprise of:
- | | |
|-----------------------------|---------------|
| 1) Income | |
| Bank Charges/Interest | 13056 |
| TOTAL | 13056 |
| 2) Expenses | |
| Bank Charge | 600 |
| Commission on Sale | 600 |
| Conveyance Exp. | 712 |
| Credit Balance written back | 53255 |
| Discount & Rebate | 307093 |
| Electricity Exp. | 930 |
| Freight Inward | 2300 |
| Interest on UT! Bonds | 166545 |
| Membership fees | 1122 |
| Postage & telephone Exp. | 3741 |
| Production Expenses | 5474 |
| Professional Fees | 12500 |
| Travelling Expenses | 1521 |
| TOTAL | 556393 |
21. The company has taken a residential property at Mumbai on lease for a period of 99 years with the stipulation that company can purchase the property after 3 years from the date of agreement i.e. 01.06.2005. The registration of lease deed is pending. Against this, the company had given an interest free security deposit of Rs.95 Lacs & possession had been taken. The amount of deposit has been capitalized and depreciation has been claimed.
22. Consequent to the accounting standard for Deferred Tax the company has created total Deferred Tax Assets/(Liability) of Rs. 691179/- for the year ended 31st March 2008.

Deferred Tax Assets/(Liabilities)

	As on 31.3.07 (4852790)	Change for the Period 1338345	As on 31.3.08 (3514445)
Difference between WDV as per Books and as per IT Act.			
Tax impact of expenses charged off in financial statement but allowance under tax law deferred	3257070	(433804)	2823266
TOTAL	(1595720)	904541	(691179)

23. Consumption of Raw Material includes cost of Foil Stock & Grannual sold .

24. The information in regards to SSI Units has been compiled in respect of parties to the extent to which they could be identified as SSI Units on the basis of information available with the company.

25. EARNINGS PER SHARE

PARTICULARS	AS AT 31st MARCH 2008	AS AT 31st MARCH, 2007
Profit after taxation (Rs. In)	82567733	9592006
Number of share outstanding	8110000	7080000
Total number of shares outstanding at the beginning of the year	7080000	7080000
Number of shares outstanding during the year	8110000	7080000
Basic and Diluted Earnings per share in Rupees (Face Value per Share Rs.10/-)	9.86	1.35

26. SEGMENT REPORTING

Based on the guiding principles given in the Accounting Standard on Segmental Reporting (AS-17) issued by the Institute of Chartered Accountants of India the Company is single segment company engaged in the business of manufacture and sale of Aluminium foil in its various form. As the company operates in a single primary segment, disclosure requirement it not applicable.

(i) Financial information about the primary segment Aluminium business is presented in the table given below:

Particulars	As at 31st March 2008 (Rs. in LACS)
REVENUE	
Segment Sales (Indigenous)	16912.42
Others (Exports)	475.45
Total Revenue	17387.87
RESULTS	
Segment/Operating Results	1910.41
Unallocable Income	704.53
Interest Expenses	289.62
Provision for Doubtful debts/advances	-2.79
Provision for Tax (including Deferred Tax)	395.05
Net Profit	799.30

Note : 1. As the Company also exports, the secondary segment for the company is based on domestic and export sales. During the year the Company's export turnover of Rs. 475.45 Lacs (FOB) is included in Primary sales.

2. The fixed Assets used in the company's business or liabilities contracted have not been identifiable and do not have any of the reportable segment. Hence, the relevant data on segment assets & segment liabilities has not been provided for.

27. RELATED PARTY DISCLOSURE AS PER ACCOUNTING STANDARD 18.
A. LIST OF RELATED PARTIES :
a. Key Managerial Personals

01.	Shri Pankaj P Shah	Managing Director
02.	Shri Abhay P Shah	Whole Time Director
03.	Shri Sahil P Shah	Director

b. Related Parties with whom transactions have been taken place.

1	Prem Cables Private Limited
2	Miracle Carriers & Trading Company
3	Prem Nagar Industrial Estates Pvt. Ltd.
4	MEC International Pvt. Ltd.
5	Foils India Laminates Pvt. Ltd.
6	Pipalia Cables & Wires P. Ltd
7	Miracle Foils Pvt. Ltd.

B. The following transactions were carried out with the Related Parties in the ordinary course of Business

S.No.	Transactions	Related parties	Key Personals	Relatives
1	Sales & Conversion Charges Recd.	499008645	—	—
2	Freight, Hire & Service Charges paid	38657380	—	—
3	Remuneration & Club Fee	—	1855161	—
4	Rent Paid	252000	—	—
5	Lease Rent	37500	—	—
6	Debit Balance	285171937	7882	—
7	Credit Balance	4426984	531	—

28. Information pursuant to the provisions of paragraphs 3(i)(a), 3(ii)(a), 4(c) and (d) of Part II of schedule VI of the companies Act. 1956.
(A) SALES & STOCK

Sales by class of goods and Opening & Closing Stock of Goods.

	QUANTITY (IN TONNES)		VALUE (Rs. In Lacs)	
	2007-2008	2006-2007	2007-2008	2006-2007
SALES				
Aluminium Foil (4775.909-1.849)	4774.060	3872.499	13069.79	10819.70
Scrap	579.816	412.018	605.74	500.08
Glassine & Poster Paper	182.629	101.789	214.22	108.11
Others	8.586	8.599	19.48	21.78
Job Charges	34.089	98.076	7.88	18.15
Sale of Ingots/Wire Rod	3911.102	68.167	5318.67	103.90
VMCH Sale	1.021	—	2.58	—
Grannual (15.000-8.330)	6.670	—	5.91	—
Foil stock Sale	69.378	14.293	115.73	25.27
Sale of Polythene	—	1.203	—	1.12
Sale of Raw Cotton	49.967	—	24.12	—
OPENING STOCK				
Aluminium Foil	113.761	125.005	243.23	274.81
Glassine & Poster Paper	.734	3.474	.67	3.33
Scrap	21.368	77.630	59.58	62.54
Casserole	—	—	—	—
Quantity and value also includes material lying at outside Go-down and Jobbers Go-down				
Closing Stock				
Aluminium Foils	41.580	113.761	100.91	243.23
Glassine & Poster Paper	4.221	.734	4.39	.67
Scrap	106.619	21.368	123.41	59.58
Casserole	.336	—	.58	—
Quantity and value also includes material lying at outside go down and Jobbers go down				

(B) DETAILS OF RAW MATERIALS CONSUMED (ISSUED)

Aluminium Foil Stock & Alu. Foil*	5887.194	4853.897	7200.46	6605.90
Paper	765.391	668.713	364.21	265.12
Polythene & Grannual	1173.845	1423.377	935.29	686.93
Polyester & Holographic Film	40.591	32.421	33.24	27.73
Other (Chemical & Dyes)	—	—	458.61	355.94
Aluminium Wire Rod/Ingots	3911.102	—	5099.80	—

(C) VALUE OF MATERIALS CONSUMED AND PERCENTAGE THEREOF

PARTICULARS	TOTAL VALUE OF CONSUMPTION		IMPORTED		INDIGENEOUS	
	2007-2008	2006-2007	2007-2008	2006-2007	2007-2008	2006-2007
Raw Material						
Value	8991.81	7941.61	3713.42	2572.63	3487.04	5368.98
Percentage	100	100	41.30	32.39	58.70	67.61
Stores, Spares & Packing Material						
Value	608.79	417.95	125.10	194.15	483.69	223.80
Percentage	100	100	20.55	46.45	79.45	53.55

(D) FOREIGN EXCHANGE EARNINGS & EXPENDITURE

	Rs. In Lacs
a) Earning in foreign exchange on account of export of goods on F.O.B. basis	475.45
b) C&F value of imported raw material	3713.42
c) C&F value of imported stores	125.10
d) Expenditure in foreign currency	3.56
e) Value of Capital Goods imported	—

(E) LICENSED CAPACITY, INSTALLED CAPACITY AS CERTIFIED BY THE MANAGEMENT & ACTUAL PRODUCTION.

PARTICULARS	Licensed Capacity (M.T.)		Installed Capacity (M.T.)		Production (M.T.)	
	2007-2008	2006-2007	2007-2008	2006-2007	2007-2008	2006-2007
Aluminium Foil	N.A.	N.A.	5000	5000	5310.975	4413.380
Flexible Packaging	N.A.	N.A.	N.A.	N.A.	187.279	100.303

*Including 40.281 MT (Previous Year 80.621 MT) production for the conversion of materials.

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE
(Amount in thousand)
(i) REGISTRATION DETAILS

Registration Number	8050	State Code	4
Balance Sheet Date	31.03.2008		

(ii) CAPITAL RAISED DURING THE YEAR

Public issue	Nil	Right issue	Nil
Bonus issue	Nil	Private Placement	10300

(iii) POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

Total Liabilities	878426.17	Total Assets	878426.17
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SOURCE OF FUNDS

Paid up Capital	85861.03	Reserve & Surplus	589689.44
Secured Loans	202184.52	Unsecured Loan	Nil
Deferred tax Liability	691.18		

APPLICATION OF FUNDS

Net Fixed Assets	78389.95	Investment	207065.60
Deferred Assets	—	Net current Assets	592897.71
Accumulated Losses	72.91		

(IV) PERFORMANCE OF COMPANY

Turn over	1809239.49
Total expenditure	1689803.85
Profit before tax	119435.64
Profit after tax	79930.18
Earning per share	9.86
Dividend rate	10%

(V) GENERIC NAME OF PRINCIPAL
PRODUCTS OF COMPANY

Item code No.	76.07
Product Description	Aluminum Foil & its laminates
Item code No.	39.20
Product Description	Laminated Flexible Packaging with Plastic
Item code No.	48.71
Product Description	Laminated Flexible Packaging with Papers

Schedule A to H, O & P form an integral part of the Balance Sheet
This is the Balance Sheet referred to in our report of even date.

for H M SINGHVI & CO.
CHARTERED ACCOUNTANTS

FOR AND ON BEHALF OF THE BOARD

H M SINGHVI
Proprietor

ANAMIKA MAHESHWARI
Company Secretary

ABHAY P SHAH
Whole Time Director

PANKAJ P SHAH
Managing Director

Place : Jaipur
Date : 21st August 2008

CASH FLOW STATEMENT

Particulars	2007-08		Rs.in Thousands 2006-07	
	Amount	Amount	Amount	Amount
A CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before tax and extraordinary items	120085		11957	
Adjustment for:				
Interest paid	24796		24406	
Interest received	(6859)		(14220)	
Profit/Loss on sale of Investment	(739)		(9896)	
Foreign exchange loss	1970		(215)	
Dividend Income	(4067)		(554)	
Depreciation	11523		11795	
Loss/Profit on sale of fixed assets			(1)	
Operating profit before working capital changes	146709		23272	
Adjustment for:				
Trade & other receivables	(193625)		40521	
Inventories	(119083)		63788	
Trade Payable	132628		47711	
Cash Flow from Operating Activities		(33371)		175292
Direct Taxes Paid		(40503)		(3359)
NET CASH FLOW FROM OPERATING ACTIVITIES		(73874)		171933
B CASH FLOW FROM INVESTMENT ACTIVITIES				
Interest Received	6859		14220	
Purchases of fixed assets	(27364)		(16799)	
Sale of Fixed Assets	3		4	
Purchase of investments	(176200)		(139505)	
Sale of Investments	52684		176309	
NET CASH FLOW FROM INVESTMENT ACTIVITIES		(144018)		34229
C CASH FLOW FROM FINANCIAL ACTIVITIES				
Profit on sale of investment	739		9896	
Interest Paid	(24796)		(24406)	
Dividend Income	4067		554	
Foreign Exchange Gain	(1970)		215	
Net Proceeds of Short Term Borrowings	75156		(182380)	
Prior period Income/Exp.	(556)		(610)	
Increase in Capital/Share premium	107700		—	
Dividend Paid	(9488)		—	
NET CASH FLOW (USED) IN FINANCIAL ACTIVITIES		150852		(196731)
D NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C)		(67040)		9431
E CASH AND CASH EQUIVALENTS AS AT 1st APRIL 2007				
Opening Balance: Cash in hand and balance with Bank.		123984		114553
F CASH & CASH EQUIVALENTS AS AT 31st MARCH 2008				
Closing balance: Cash in hand and balance with Bank.		56944		123984

For and behalf of the board

Place : Jaipur
Date : 21.08.2008

(PANKAJ P SHAH)
Managing Director

The Board of Directors,
PG Foils Ltd.,

AUDITOR'S CERTIFICATE

We have examined the above Cash Flow statement of PG Foils Ltd. for the year ended 31.3.2008 The statement has been prepared by the company in accordance with the requirements of clause 32 of listing agreement with the stock exchanges and is based on and in agreement with the corresponding Profit & Loss account and Balance Sheet of the Company covered by our report of date to the members of the company.

For H.M.SINGHVI & CO.,
Chartered Accountants

Camp : Jaipur
Date : 21.08.2008

(H.M. SINGHVI)
Proprietor
Membership No. 6962



PG Foils Ltd.

Regd. Office : 6, Neptune Towers,
Ashram Road, Ahmedabad - 380 009

Member's Signature (s)

1.
2.
3.

29th Annual General Meeting
29th September, 2008
at 11.00 a.m.

Orient Club,
Near Gujarat College Railway Crossing,
Kavi Nanalal Marg Ellisbridge,
Ahmedabad-380006

Admission Slip	
Please hand over this admission slip at the entrance of meeting hall.	
Folio	Holding

<input type="checkbox"/>	Member	<input type="checkbox"/>	Proxy

I hereby register my presence at the meeting

Signature of Member/Proxy



PG Foils Ltd.

Regd. Office : 6, Neptune Towers,
Ashram Road, Ahmedabad - 380 009

PROXY

I/We
of
in the district of being a

FOLIO	HOLDING

member/members of the PG FOILS LIMITED appoint of
or failing him of as
my/our proxy to vote for me/us on my/our behalf at the 29th annual General Meeting of the Company to be held on Monday
the 29th September, 2008 at 11.00 a.m. and at any adjournment thereof.

Signed this day of 2008

Affix
Re 1/-
Revenue
Stamp

Proxy form must reach company's registered Office not later than 48 hours before the commencement of the meeting	
For Office use only	
Proxy No.	Date of Receipt

Signature

BOOK-POST

If undelivered, Please return to :



PG Foils Ltd.

Pipalia Kalan - 306 307

Dstt. Pali, Rajasthan