Single product. Single market.

Specialised irrigation pipes. Himachal Pradesh + Andhra Pradesh + Uttar Pradesh.

Multiple products. Multiple markets

Specialised Irrigation pipes + Building products + Cables and conductors.

Himachal Pradesh + Andhra Pradesh + Uttar Pradesh + Delhi + Rajasthan + Maharashtra.

Multiple markets.

Multiple opportunities.

ort, we have disclosed forward-looking alp investors to comprehend our prospects and investment decisions. This report is based rd-looking statements that we periodically the results based on the management's plans s. We have tried wherever possible to identify by using words such as 'anticipates', 'pects', 'projects', 'intends', 'plans', 'believes', imilar substance in connection with any uture performance. We cannot guarantee that

these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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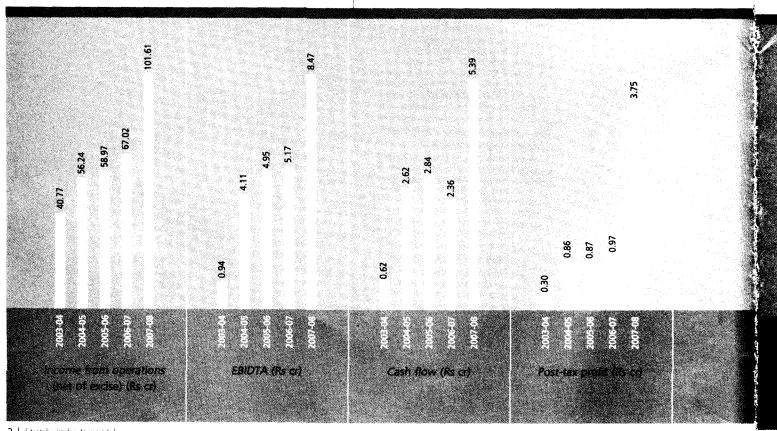
Cash flow statement

STURDY INDUSTRIES
LIMITED ENJOYS THE
UNIQUE DISTINCTION OF
CATERING TO THREE OF
THE FASTEST-GROWING
SECTORS IN INDIA.
AGRICULTURE.
BUILDING PRODUCTS.
POWER.

STURDY BUSINESS MODEL. ROBUST BUSINESS GROWTH.

Positioning

- Sturdy Industries Limited is the flagship of the prominent Rs 500-cr Chemiplast Group (established in 1975) with diverse interests in building materials, agriculture and energy.
- The Company caters to the product and service needs of its target sectors:
 - Agriculture (providing specialised pipes integral to advanced drip-and-sprinkler irrigation systems)
 - Building products (super asbestos-corrugated cement sheets and aluminium composite panels)
 - Power (cable conductors for transmission and distribution).
- The Company enjoys a leading position in Uttar Pradesh and Haryana, one of the top five in agricultural infrastructure in Andhra Pradesh and among the top three in aluminium composite panels in India.
- The Company's robust quality compliance is reflected in its ISO 9001:2000 and ISO 9002 certifications, as well as ISI and European Standards.
- The Company's products are marketed under the brands 'Swati' and 'Sunbond'.



Presence

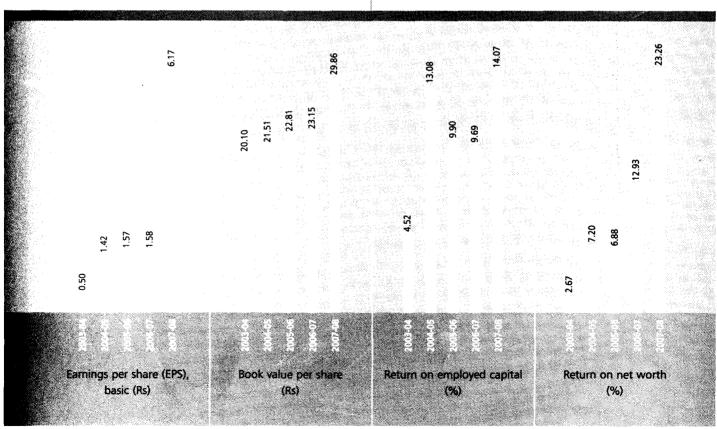
- The Company's corporate office is located at Parwanoo (Himachal Pradesh).
- Its manufacturing facilities are located in the tax-free zones of Baddi, Parwanoo (both in Himachal Pradesh) and Derabassi (Punjab).
- It enjoys a strong presence across several geographies, including the US and Europe, among others.
- The Company's shares are listed on the Bombay Stock Exchange.

Performance, 2007-08

- The Company's turnover surged 67.51% to Rs 118.19 cr.
- Its EBIDTA increased 63.83% to Rs 8.47 cr.
- Its cash flow increased 128.39% to Rs 5.39 cr.
- Its net profit increased 347.32% to Rs 3.75 cr.

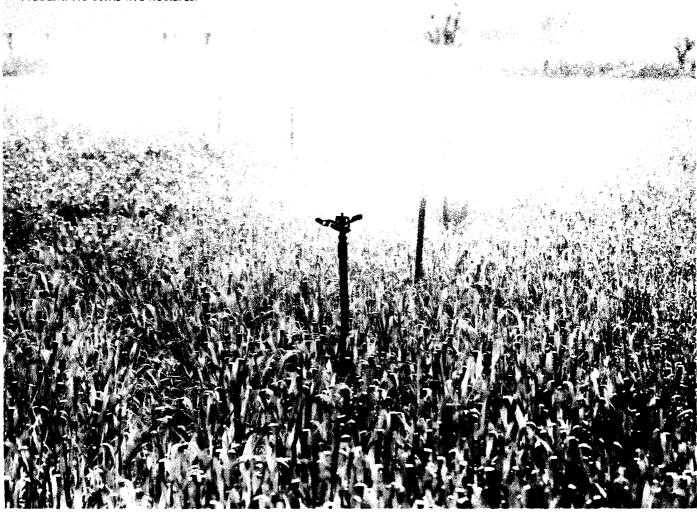
Prospects

- The Company intends to merge Group companies Swati Storwel (P) Limited and Nu-Line Industries (P) Limited with itself to derive enhanced synergies. This EPS-accretive merger is expected to be completed in 2008-09.
- It is setting up a third specialised pipe-manufacturing facility in Hyderabad to service drip-and-sprinkler irrigation segment (capacity 5,000 MTPA), expected to be operational by mid-2009.
- It expects to double the capacity of asbestos sheets to 66,000 MT per annum in early 2009.
- It is setting up a new unit at Baddi (HP) to manufacture larger diameter aluminium conductors by 2009, graduating it to the top three manufacturers in India.
- It is doubling the capacity of aluminium composite panels (ACP) to 2.4 million square metres per annum by 2010, with the objective to emerge as the largest producer of ACP in India. Besides, it is integrating backwards into aluminium coating by 2010, facilitating value-addition.
- It is setting up a hydel power project in Himachal Pradesh by 2010.



was one of the first in our district to invest in Sturdy's drip irrigation system. Advantages? One, it saved water by irrigating only at the root zone of the plant. It enabled the frequent application of small quantities of water, resulting in a nearconstant soil water condition in the major portion of the root zone. It saved 30-50% water, critical in poor monsoons. The controlled water application resulted in uniform growth, higher crop yield and improved produce."

Rama Babu Reddy, 56, is an educated farmer in Guntur district, Andhra Pradesh. He owns five hectares.

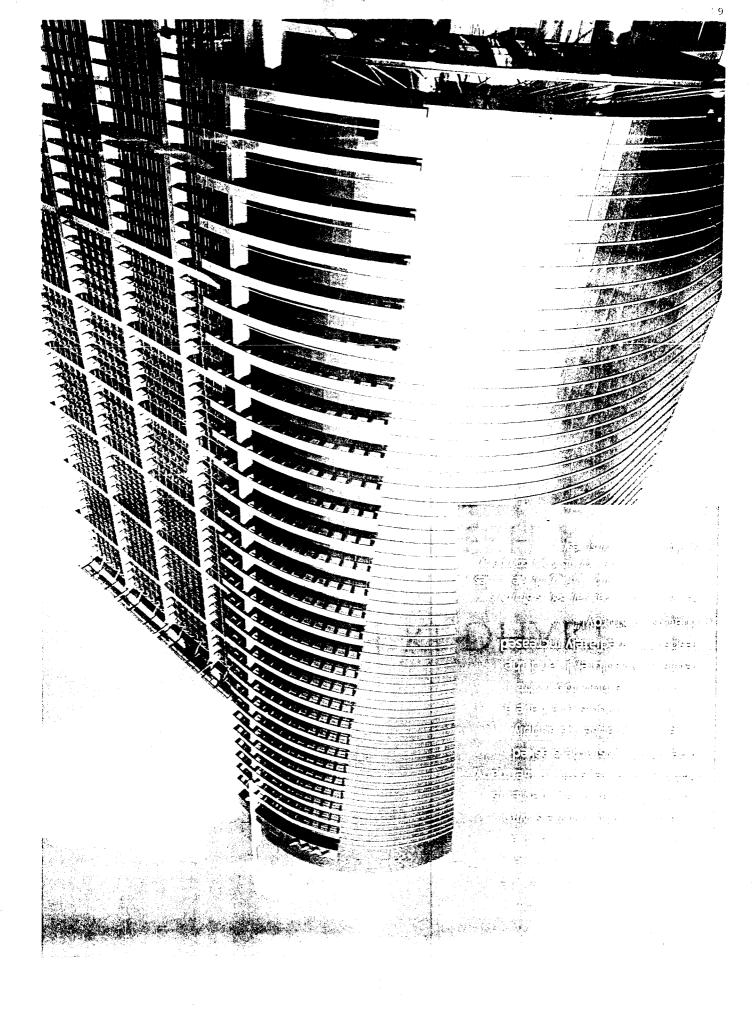


"MERE DESH KI DHARTI Sona ugle, ugle heere Moti, mere desh ki Dharti!"

Our drip irrigation division

- Provided drip irrigation solutions for irrigating a massive
 35,000 hectares across India with 10,000 hectares particularly in Andhra Pradesh.
- Offers specialised irrigation infrastructure (HDPE, PVC and LLDPE pipes) to a Group company to assemble these critical components into complete micro-irrigation systems.
- Markets include the food bowls of Andhra Pradesh, Punjab, Haryana, eastern Uttar Pradesh, Gujarat and Maharashtra, among others.
- Enjoys number one position in Uttar Pradesh and Haryana.

- Enjoys the number three position in the agriculture-focused Andhra Pradesh, the largest customer being the Andhra Pradesh Micro Irrigation Project (APMIP).
- Proposes to set up a third manufacturing facility in 2009, proximate to its largest customer base, increasing its aggregate capacity to 10,000 MT per annum and positioning it as the second largest in India's organised micro-irrigation systems sector.
- Proposed merger with Group company in 2008-09 will optimise costs, enhance working-capital efficiency, integrate the value chain and offer one-stop-micro-irrigation solutions.



"STURDY DESH MEIN TO Famous Hain HI, ab Videsh Mein Bhi Mashoor Ho Rahe Hain!"

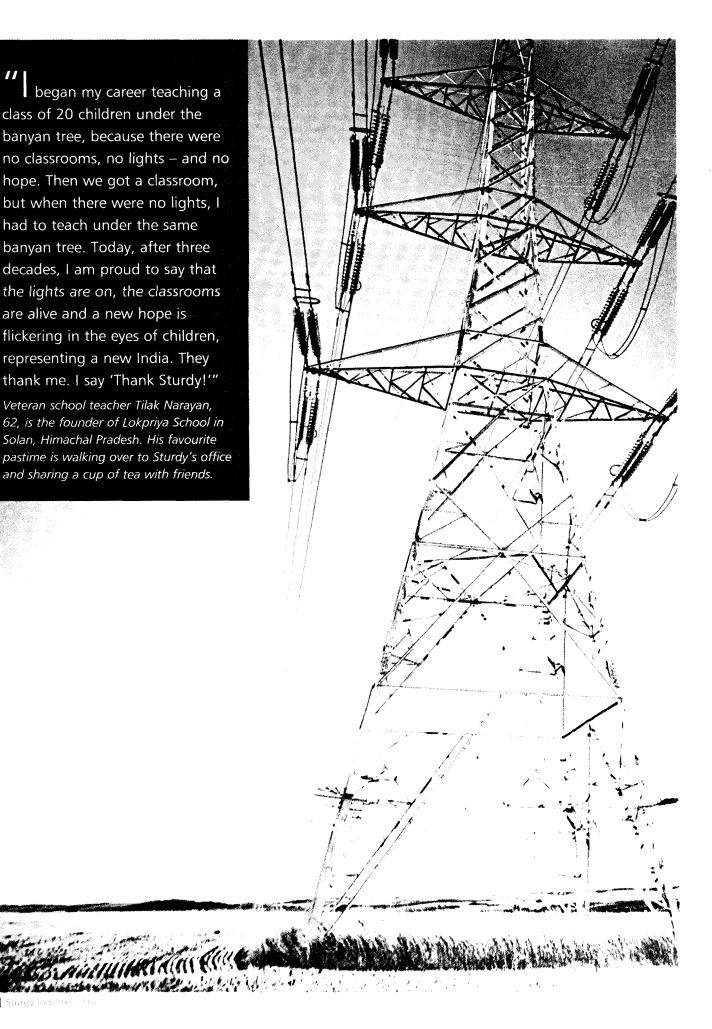
Our building products division

- Product portfolio includes aluminium composite panels (ACP), asbestos-corrugated cement sheets (ACC) and plain boards. ACP products are light-weight, durable, maintenance-free and more environment-friendly when compared with steel.
- India's first and largest exporter of ACP to the European Union (EU); the only Indian company to be approved by stringent EU building material norms.
- Provided building materials for various applications for sheltering and covering industrial estates, warehouses, malls, markets as well as commercial and residential buildings, among others.
- ACC roofing sheets enjoy a high recall across the fast-

- developing markets of Punjab, Haryana, Delhi, Uttar Pradesh, Uttaranchal and Rajasthan.
- Proposed doubling of the ACC roofing sheets capacity to 66,000 MT per annum by early 2009.
- Proposed doubling of ACP capacity to 2.4 million square metres per annum in 2010; this will enable the Company to emerge as the largest manufacturer of ACP in India.
- Proposed commissioning of a greenfield aluminium coating plant with a portfolio of over 200 products in the tax-free zone of Baddi (Himachal Pradesh), catering to emerging needs and markets by 2009-10.
- Shortlisted by Reliance Industries to provide aluminium composite panel (ACP) for its pan-India retail outlets (post-balance sheet development).

began my career teaching a class of 20 children under the banyan tree, because there were no classrooms, no lights - and no hope. Then we got a classroom, but when there were no lights, I had to teach under the same banyan tree. Today, after three decades, I am proud to say that the lights are on, the classrooms are alive and a new hope is flickering in the eyes of children, representing a new India. They thank me. I say 'Thank Sturdy!'" Veteran school teacher Tilak Narayan, 62, is the founder of Lokpriya School in Solan, Himachal Pradesh. His favourite

and sharing a cup of tea with friends.



"STURDY HAS USHERED IN AN 'ENERGETIC' FUTURE FOR OUR CHILDREN!"

Our power division*

- The division's product portfolio comprises power transmission and distribution infrastructure, comprising aluminium conductors, cables and aluminium rods.
- This business line is under the Group company Nu-Line Industries (P) Limited, which will be merged with Sturdy Industries in 2008-09 to optimise costs and enhance synergies, especially since the Company enjoys specialised skills in managing aluminium as the key resource.
- Prominent customers comprise the state electricity boards of Himachal Pradesh, Haryana, Punjab, Uttar Pradesh and Rajasthan, along with prominent companies like KLG Systel and Apar Industries, among others.
- The division enjoys a robust order book of Rs 50 cr (as on 31 March 2008) with a liquidation tenure of around six months.
- The present installed capacity of 4,000 MT per year will be progressively scaled to 15,000 MTPA in 2009.

*Under NuLine Industries (P) Limited as on 31 March 2008

"In 2007-08, we recorded a turnover of Rs 118.19 cr, EBIDTA of Rs 8.47 cr, cash flow of Rs 5.39 cr, net profit of Rs 3.75 cr and a cumulative order backlog of Rs 100 cr – each a milestone in our existence. Today, we stand at the threshold of attractive opportunities and are optimistic of adding to our topline in a single year more than what we added cumulatively since our inception. This is expected to translate into a revenue of more than Rs 250 cr in 2008-09."

The record performance of our Company in 2007-08.

Our topline increased	Our EBIDTA surged	Our cash flow increased	Our post-tax profit increased	Our EPS increased
67.51% to	63.74% to	128.39% to	347.32% to	290.50%
Rs 118.19 cr.	Rs 8.47 cr.	Rs 5.39 cr.	Rs 3.75 cr.	Rs 6.17.

Our 'Sunbond' aluminium composite panels (ACP) reported peak sales.

Besides, quality consistency and product availability strengthened average realisations in 2007-08.

Our across-the-board improvement in 2007-00 transpired on account of a singular focus on three economy-drivers: agriculture, building products and power. Over the last three decades, we patiently created a repository of engineering competencies to sharpen our skills in managing two – plastics and aluminium – of the most flexible building blocks. Today, we cater to the sophisticated needs of our downstream users with an exciting and customised product portfolio. The combination of a supportive external environment and our rich resource pool provides me with the optimism that we possess a stable, sustainable and profitable business model.

On the reasons for this spectacular growth. There are quite a few actually:

- Value and volume sales peaked in our agricultural division.
- Sales of ACC roofing sheets picked up during the second half of the year; this division contributed significantly to our aggregate turnover, again the highest in recent times.
- Our 'Sunbond' aluminium composite panels (ACP) reported peak sales. Besides, quality consistency and product availability strengthened average realisations in 2007-08.
- Increasing ACP exports to Europe, USA, Moscow, Egypt, Dubai and Australia, among others.

• Our location provided us with a three-fold advantage – position in tax-free zones, a number of diverse industries and proximity to key raw material resources.

On the unfolding opportunities in the country's agricultural space.

Interestingly, agriculture is one sector achieving a complete convergence of all the three objectives of our economic policy - output growth, price stability and poverty alleviation. This is timely; although 60% of India's 1.1-billion population is engaged in agriculture, annual growth is less than 3% and the sector contributes a mere 20% to India's fast-growing GDP. This makes rural income per family abysmally low, triggering debt traps and even farmer suicides. Besides, as a result of so many people depending on agriculture for subsistence, land-holdings are fragmented, leading to a declining yield. According to official statistics, close to 60% of all land-holdings in the country are marginal holdings where the land ownership is with less than one hectare. Consider this: cereal yields in India are a paltry 2,366 kgs per hectare, compared with 10,400 kgs per hectare in Barbados, 7,229 kgs in Europe and 6,453 kgs to the US. Also, rice yields in India remain a low 2,850 kgs per hectare, compared with 4,000 kgs per hectare in Vietnam. This is a national priority that needs to be addressed.

Cereal yield, 2005	(kg per hectare)	
Barbados	10,400	
Belgium	8,414	
Netherlands	8,153	
New Zealand	7,664	
Egypt	7,516	
United Kingdom	7,229	
France	6,946	
Ireland	6,855	
Germany	6,657	
United States	6,453	
Japan	6,027	
Italy	5,426	
China	5,105	
Vietnam	4,780	
Indonesia	4,312	
Israel	3,624	
Bangladesh	3,551	
Sri Lanka	3,438	
Cuba	3,117	
Philippines	3,043	
Mexico	2,837	
Thailand	2,722	
Pakistan	2,562	
India	2,366	

Cereal yield, measured as kilograms per hectare of harvested land, includes wheat, rice, maize, barley, oats, rye, millet, sorghum, buckwheat, and mixed grains. Production data on cereals relate to crops harvested for dry grain only. Cereal crops harvested for hay or harvested green for food, feed, or silage and those used for grazing are excluded.

Source: World Development Indicators database

However, there is good news. A second 'green revolution',

which was long overdue, has finally taken shape and is being driven by the government's thrust on improving agricultural productivity. To achieve this objective, micro-irrigation systems (MIS), a variant of drip irrigation, have emerged as the preferred means to reach water to the crops in the most resource-friendly and cost-efficient manner. Its benefits are numerous:

- MIS has a holistic impact on all stakeholders farmers, equipment suppliers, bankers and the nation through a higher crop-per-drop.
- MIS results in substantial savings in the infrastructural costs of irrigation projects, water requirement as well as subsidies on electricity and fertilisers, among others.
- MIS increases yield and reduces payback. For example, the Eleventh Plan (2008-12) envisages the coverage of 17 million hectares under irrigation, entailing an investment of Rs 672 billion with a projected benefit of Rs 1,306 billion and an investment return of 95%.
- MIS has the potential to reduce the total cost of the agricultural produce in an inflationary environment that threatens to relegate around 10 million people below the poverty line.

After six decades of independence, India has a mere 1.2 million hectares under MIS. The Eleventh Plan's proposal to raise this to 17 million hectares will entail an investment of a massive Rs 615 billion over the next few years, widening opportunities and reflected in the recent tenders floated by the government of Andhra Pradesh. MIS projects worth Rs 12 billion are already under implementation in the state and the prospective opportunity is ten times this size. At Sturdy, we stand to benefit significantly as we are a government-approved supplier to MIS projects.

On the opportunities in the country's energy and infrastructure sectors.

India's infrastructure growth story is driven by robust population growth, economic growth and significant backlog. India can absorb as much as USD 150 billion of FDI

(foreign direct investment) by 2012, USD 25 billion on account of telecommunications, USD 55 billion for air, road and rail infrastructure and USD 75 billion for the power sector. Although FDI increased 140% between 2002 and 2006, it is still only just over a tenth of the annual FDI flow into China. Moreover, it is estimated that the country's GDP growth could have been nearly 200 bps points higher but for infrastructure bottlenecks. Consider the following:

- In India's energy sector, peak power deficit climbed to 15%. The government expects to nearly double the existing power capacity to around 225 GW by the end of the Eleventh Five-Year Plan.
- In the telecommunications sector, India is witnessing one of the world's highest month-on-month subscriber additions. The country will require nearly 3.30 lakh telecom towers, up from the present 1.20, to support a projected user base of 500 million by 2010.
- In the roads sector, the four-laning of the Golden Quadrilateral over 5,846 kms is due to begin soon. Besides, the PMGSY (Pradhan Mantri Gram Sadak Yojana), under the aegis of the Bharat Nirman programme, aims to cor
- In the urban infrastructure space, the Jawaharlal Ninhru National Urban Renewal Mission expects to implement la geurban renewal projects across major Indian cities.
- In the aviation sector, the revamped Hyderabad and Bangalore airports provide a glimpse into what is in store for the country's major airports. The anomaly is stark: an Indian boards less than 0.1 flights per year, compared with around three flights taken by a person in China.

In the power sector, the same reasons for optimism hold true. India leads the global data for economic loss due to power cuts and other infrastructural deficits. The Central and state governments have responded commensurately. For example, the Haryana government prepared a mega investment proposal of Rs 24,316 cr during the Eleventh Plan. Out of this, Rs 10,042 cr is likely to be spent on power generation, while Rs 7,697 cr is earmarked for transmission

and Rs 6,577 cr for strengthening the state's distribution system. Overall, a massive USD 450-billion has been earmarked for infrastructure investments for the Eleventh Five Year Plan (2008 to 2012), translating into enormous opportunities for companies like ours.

On the Company's prospects.

The year 2008-09 will focus on providing value-enhancing products and solutions, as well as enhancing cost efficiencies by converging services under one umbrella. Relevantly, we propose to merge Group companies – Swati Storwel (P) Limited and Nu-Line Industries (P) Limited – with Sturdy Industries Limited. This initiative will be shareholder-accretive. Besides, we intend to:

- Commission a greenfield irrigation pipes facility close to Andhra Pradesh Horticulture Mission, our largest consumer, in 2009. This will optimise costs and strengthen service in a logistically-sensitive business
- Set up a new coating plant for aluminium composite panels in 2010. We also expect to double the installed capacity for aluminium composite panels to 2.4 million square metres per year in 2010, graduating us to the second largest position for aluminium composite panels in India.
- Introduce large diameter aluminium conductors one of the few in India by 2009.
- Double ACC roofing sheets capacity to 66,000 MT per annum in early 2009.
- Absorb the cables and conductors business through the merger with Nu-Line Industries and capacity expansion to 15,000 MT per annum in 2009.
- Set up a 2-MW hydel power project near Shimla (Himachal Pradesh), expected to go onstream in early 2010, completely securing our energy requirements.

I am happy to note that we achieved financial closure for each of our expansions without diluting equity, which will generate increasing value in the hands of our shareholders.

Adda

Rs 615 billion market over the next decade

- Segment status within the Company: Largest
- Portfolio: Micro-irrigation systems, sprinkler and drip irrigation systems and HDPE, PVC and LLDPE pipes marketed under the 'Swati' brand
- Location of manufacturing facilities: Parwanco and Baddi (Himachal Pradesh)
- Installed capacity: 5,000 MT per annum



Strategy

Sturdy's agriculture segment caters to the fast-growing irrigation needs of the country. The segment emerged as the principal contributor to the Company's turnover within a short period. The segment's core competence comprises manufacturing, marketing and distribution of pipes and pipe fittings for micro-irrigation systems (drip and sprinkler irrigation). The products are captively utilised by Swati Storwel (P) Limited, a group company that is an approved supplier to prestigious state government projects like the Andhra Pradesh Micro Irrigation Project (APMIP). The manufacturing facility is located in Parwanoo and Baddi (both in Himachal Pradesh), while a third facility is proposed to be set up by 2009-10 in Andhra Pradesh. The Company's total segmental capacity will increase to 10,000 MT per annum, reinforcing its position as one of the largest irrigation products and solutions provider in the country. The Company's irrigation solutions extend over 10,000 hectares in Andhra Pradesh and 35,000 hectares across India. As irrigation remains a thrust area for the Government of India, the division's fortunes are secured and sustainable.

Principal strengths

Proven track record: The division has been providing quality products for three decades. Competitive barriers comprise strong marketplace knowledge, rich product understanding and robust customer relationships.

In-house manufacturing facilities: The entire production is captively consumed; the Group provides integrated microirrigation solutions to various prestigious state-level irrigation projects.

Superior quality: Product quality is protected by stringent quality checks and process efficiency through in-house manufacture. All products are certified by the stringent ISI and Bureau of Indian Standards (BIS) standards.

Robust distribution network: A broad-based dealer and distributor network caters to a wide market comprising Gujarat, Maharashtra and Andhra Pradesh, among others, facilitating quick and easy market access.

Efficient logistics: The Company's manufacturing facilities (Baddi and Parwanoo in Himachal Pradesh and Derabassi in Punjab) are proximate to the rapidly-growing pockets of industrialisation.

Extensive product portfolio: The division manufactures one of the widest product ranges (12 mm to 16 mm diameter drip irrigation pipes with inbuilt drippers), which are at par with the best-in-class, saving around 70% water vis-àvis other conventional systems. Besides, the outside diameter of the pipes ranges up to 400 mm.

Strong brand recall: Swati Storwel (Group company) is renowned in the drip irrigation sector, adequately reflected in supplies to the Andhra Pradesh Micro-Irrigation Project for several years.

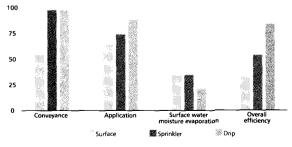
Assured revenues: The division caters to government contracts with a relatively high receivables cycle of around 90 days but countered through assured cash inflows.

Plans and prospects

The following initiatives will unlock significant value:

- The proposed merger of Swati Storwel (P) Limited with Sturdy Industries Limited will result in one-stop turnkey solutions in the irrigation space.
- A greenfield project to establish a third captive manufacturing facility in Andhra Pradesh for drip-and-sprinkler irrigation systems within 2009-10.
- A 2-MW hydel power project in 2009-10 for captive power consumption.

Micro irrigation – catalysing faster agricultural growth Micro-irrigation enables farmers to produce more crops with less water (as reflected in the diagram below). Water drilling is more productive in conjunction with micro-irrigation techniques. As much as 70% water can be saved through this, a less labourintensive process than conventional irrigation, labour being required only for periodic maintenance. Most importantly, crop yield can be as high as 40%, far surpassing yields from conventional systems.



Source: SSKI Research

Micro-irrigation system: More crop per drop

"The Congress would oursue an 'Agriculture First' strategy in resource allocation. Public investment in agriculture would be stepped up substantially, with focus on covering rrigation and soubling credit coverage

within three years." The Congress manifesto, Common Minimum

"A campaign will be launched to encourage drip irrigation, sprinkler irrigation and greenhouse technology Land under these water-efficient systems will be increased five-fold in five years. Our slogan for this campaign <u>would be More Crop per Drop</u>

Agriculture, creation of migration infrastructure, growth of basic industry, reducing the cost of power generation and focus on employment generation will be our topmost priorities. The stat will spend Rs 60-70 billion annually on irrigation and around Rs 460 billion over the next five to seven years'
YSR Reddy. Chief Minister, Andhra Pradesh

ACC roofing sheets

Catering to a market growing at 30% annually

Super asbestos-corrugated cement sheets and plain boards sold under 'Super' brand

(Punjab)

अनेवर्दे अनुभार मेंगू-36,000 MT annually



Strategy

The segment commenced operations in 2004 to cater to the rapidly-industrialising regions of N orth India. ACC roofing sheets find use in diverse applications in factory and industrial sheds, warehouses, food storage goldowns, cold storages and low-cost houses, among others and idea asbestos-corrugated cement sheets are economical and superior substitutes over costly metallic sheets (steel, zinc or aluminium). Asbestos sheets do not rust or corrode, get stronger with time and require low maintenance. The division leveraged a rich resident expertise in building products, a strong distribution network, robust brand recall and locational benefits.

Principal strengths

Proximity to rapidly-developing markets: The division's manufacturing facilities are located close to its principal markets comprising Himachal Pradesh, Uttarakhand, Punjab, Haryana, Rajasthan and Delhi, among others. This advantage helps service growing demand with efficiency, reducing freight costs (around 20% of the overall operating cost).

State-of-the-art equipment: The division enjoys the latest mix of imported and indigenously procured assets. Robust equipment quality ensures deep manufacturing precision. Besides, with the asbestos fibres firmly 'locked in' with cement act as reinforcement, enhancing product durability.

Strong inventory management practices: The division sources quality fibres (chief raw material) from Brazil, Canada, Russia and Poland, among other countries, for enhanced robustness and tensility. The resource is stocked to cover almost six months of production. The division possesses the expertise to convert orders to products within 48 hours.—



The Company's established dealer and distributor network possess the capability to meet marketplace demands. Over 120 exclusive dealers and distributors ensure immediate supply. The Company's accelerated execution motivates the distribution network to keep pace.

Quality: The Company invested in process efficiency and quality-control mechanisms; all products are certified by the Bureau of Indian Standards (BIS). The Company also conducts regular quality audits of raw materials, semi-finished products and finished goods.

Distributions: The Company's established dealer and distributor network possess the capability to meet marketplace demands. Over 120 exclusive dealers and distributors ensure immediate supply. The Company's accelerated execution motivates the distribution network to keep pace.

Established brand: The division's products are marketed under the 'Super' brand and enjoy a strong recall.

Captive logistics: The Company provides superior logistics through a captive fleet of trucks.

Plans and prospects

The segment expects to grow attractively for the following reasons:

- Doubled capacity to 66,000 MT per year in 2009-10 (land acquired, equipment ordered and civil work almost complete).
- Robust industrial expansion across tax-free zones of the North.

Many product advantages

Easy and quick-to-fix Economical Fireresistant Non-corrosive Vermin-proof

- Good sound-and-heat insulation
- Strong and durable Light-weight

Diverse applications:

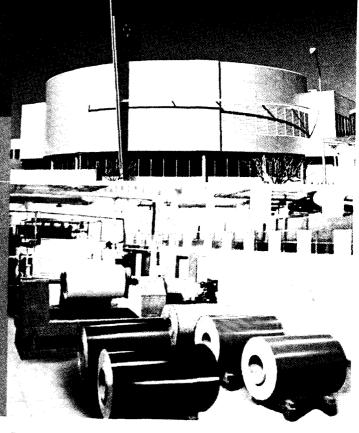
Factory and industrial sheds Cinema halls Warehouses and food storage godowns Cold storages Railway stations Bus depots Agricultural sheds Workshops and garages School

- buildings Low-cost houses Army sheds Poultry and dairy farms
- Acoustic insulation Public-utility sheds
- Cooling towers Workers' hutments

Aluminum composite panels

Catering to a market growing at 35% annually

- Segment status within the Company: Third
- Portfolio: Metallic/ coloured aluminium composite panels and sheets sold under the 'Sunbond' brand
- Location of manufacturing facilities: Baddi (Himachal Pradesh)
- Installed capacity: 1.2 million sq. mtrs annually



Segment strategy

The segment (commenced operations in 2005) is engaged in the manufacture of metallic and coloured aluminium sheets, offering advantages like multiple-colour combinations, aesthetic superiority, zero maintenance, light weight and convenient application. Sturdy Industries is the first Company in India to export these products to the demanding markets of Europe, USA, Moscow, Egypt, Dubai and Australia, among others. The chief raw material inputs for ACP comprise plastics and aluminium, where the Company enjoys robust capabilities derived from a rich experience in resource management. The success of this segment can be judged from the fact that it enjoyed an order book of Rs 10 cr (as on 31 March 2008).

Key strengths

Manufacturing competence: The business possesses an installed capacity of 1.2 million square metres per annum and advanced equipment.

Distribution network: An extensive dealer network leveraging the other business verticals of the Company, in addition to exclusive global dealers and distributors.

Quality: Products approved by stringent European standards and BIS, apex bodies for ensuring quality standards in India.

Global reach: The Company pioneered the export of aluminium composite panels from India and enjoys a number of exclusive distributors for Europe. Domestically, the brand was enriched through global recognition.

Extensive product range: The Company possesses the widest ACP product range in India, comprising 200 products (diverse colours and thicknesses).

Inventory management: The Company's inventory management system comprises stock points across Delhi, Bombay, Pune, Hyderabad, Cochin, Bangalore, Ludhiana and Chandigarh for prompt and efficient demand management. Besides, nearly 60% of the 3,500 square metres plot area is utilised as inventory space, optimising inventory costs.

Logistic efficiency: The Company possesses a captive fleet of trucks. Besides, the light weight of the product contributes to relatively low freight costs (average truck loading capacity of around 17,000 square feet).

Plans and prospects

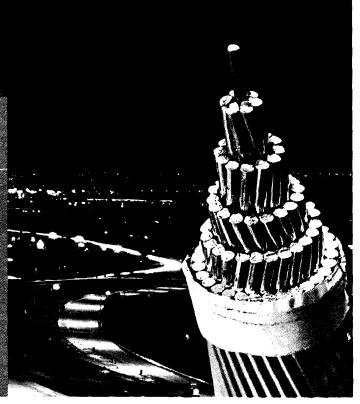
The segment embarked on the following initiatives:

- Proposed investment of Rs 15 cr for capacity expansion to 2.4 million square metres per annum by 2010, which will strengthen its position among the top two Indian ACP manufacturers (currently third).
- Proposed commissioning of a coating plant in 2009-10 to offer an enhanced value-added range and complete solutions.
- Entered into a contract with Reliance Industries to supply 500,000 square metres of panels for its pan-India retail stores.
- Proposed manufacture of a fire-retardant range of ACPs with applications in airports and petrol pumps, among others.

Cable conductors*

USD 300 billion worth of investments proposed in India's power sector (2002 to 2012)

Catus within the Company: Fourth Power transmission and distribution infrastructure comprising aluminium conductors, cables and aluminium rods on of manufacturing facilities. Parwanoo (Himachal Pradesh) falled capacity: 4,000 MT annually



Segment strategy

The division's manufacturing unit (commenced 2004-05) is located in Parwanoo (Himachal Pradesh), addressing increasing investments in power transmission and distribution infrastructure. Its principal customers are the state electricity boards of Himachal Pradesh, Haryana, Punjab and Uttar Pradesh, as well as KLG Systel and Apar Industries. The installed capacity is 4,000 MT per year and expected to rise to 15,000 MT per annum through brownfield and greenfield expansions.

Key strengths

Good track record: The segment is attractively positioned to capitalise on growing opportunities by delivering superior quality products within schedule.

Efficient capacity utilisation: The division operated at 100% capacity utilisation in 2007-08, generating economies of scale and accelerated payback.

Assured revenue generation: The clientele comprises state electricity boards (SEBs) of various states, assuring revenue recovery and a wide base of corporate customers.

Robust order book: The segment order book position is robust and poised to grow due to the criticality of cables and conductors in the success of India's increasing power sector reforms and investments.

Plans and prospects

The business segment will remain profitable due to the following reasons:

- The Eleventh Five-Year Plan calls for an investment of USD 245 billion in power stations (including captive power plants). power grids and other transmission and distribution capacities, research and development, etc. in the country's energy sector.
- The Company expects to extend to the manufacture of aluminium conductors with bigger diameters, a market marked by limited players.
- The Company expects to enhance installed capacity to 15,000 MT per annum by 2009.

^{*}Under Nu-Line Industries (P) Limited as on 31 March 2008

The Company enjoys the unique blend of three businesses acting in efficient synergy with each other. The Company operates in the three priority sectors – agriculture, infrastructure and power — driving economic growth in India.

The Company's manufacturing units are located in Baddi and Parwanoo in Himachal Pradesh and Derabassi (Punjab). These areas are experiencing rapid industrialisation, providing a ready market. It also enjoys major tax incentives due to its location.

The Company caters to diverse customer requirements ranging from irrigation pipes to roofing, wall solutions to cable and conductors. All of its products are widely used in rapidly industrialising areas. A highly integrated target customer profile enables the Company to generate a steady business.

The Company efficiently manages its transportation costs through a captive fleet of trucks, enabling faster movement of raw materials and finished goods. This is highly relevant for products like roofing sheets and pipes, which entail a high transport cost.

The Company's presence in almost all the major industrialised regions of the country enables it to hedge against a specific market downturn. It is also characteristic of its business model that a wide market reach will enhance product visibility and generate sustained business.

The Company, being a part of the Chemiplast Group, enjoys a substantial market recognition and acceptability. It also supplies its deliverables to the Andhra Pradesh Horticulture Mission plan.

The financial viability of the Company is protected through a high composition of equity and reserves in its capital employed. It finances expansions through debt funding, despite maintaining a prudent balance between debt and equity. With a consistent profitability and a stable business model, the future augurs well for the Company.



CORPORATE INFORMATION

Board of Directors

Shri M. L. Gupta – Chairman & Managing Director Shri Ramesh Gupta – Executive Director Shri Amit Gupta – Executive Director Shri Sham Mohan Lal Shri Devinder Nath Sharma Shri Ashok Bhatia Shri Suresh Gaur

Committees of Directors

A. Audit Committee

Ramesh Gupta – Chairman Suresh Gaur – Member Devinder Nath Sharma – Member

B. Investor Grievance Committee

Shri Suresh Gaur – Chairman Shri Sham Mohan Lal – Member Shri Devinder Nath Sharma – Member Shri Arvind Sharma – Compliance Officer

C. Remuneration-Cum-Compensation Committee

Shri Suresh Gaur – Chairman Shri Sham Mohan Lal – Member Shri Devinder Nath Sharma – Member

Company Secretary

Arvind Sharma

Statutory Auditors

Bansal Satish & Associates Chartered Accountants Chandigarh

Secretarial Auditor

Arora & Gujral, Company Secretaries Chandigarh

Bankers

Punjab National Bank, Parwanoo

Registered Office

21, Industrial Area, Baddi, H.P. -173205

Administrative Office

55-57, Industrial Area, Sector 1, Parwanoo, H. P. - 173220

Registrar / Share Transfer Agent

Skyline Financials Services Private Limited 246, Sant Nagar, Main ISCON Temple Road, East of Kailash, New Delhi - 110065

DIRECTOR'S REPORT

Dean Share Indes

Your Directors are pleased to present the Annual Report and the audited accounts for the year ended 31st March 2008.

Financial results

The financial performance of the Company for the year ended 31st March 2008, is summarised below:

		in iacs
PARTICULARS	31st March 2008	31st March 2007
Income from operations	11818.83	7055.53
Total expenses	10761.78	7075.99
Financial charges	308.10	281.97
Depreciation	116.86	126.57
NET PROFIT BEFORE TAX	422.30	108.88
Provision for taxes	47.23	12.21
Deferred Tax	(8.11)	(5.74)
NET PROFIT AFTER TAX	366.95	90.92
Surplus carried to Balance Sheet (including previous year profit)	744.84	379.16

Results of operations

Paid-up share capital

During the year, the Company scaled new heights and sixt several new benchmarks in terms of sale, profits, net worch ar d assets. This was a landmark year for the Company as it delivered record financial and operating performance amidst challenging and volatile market conditions. Turnover for the year stood at Rs. 11818.83 lacs against Rs. 7055.53 lacs in th previous year, reflecting a growth of 67.51%.

The Company consolidated its position owing to the concerted efforts of the management of the Company under the abia guidance and visionary approach of Mr. M.L. Gupta and Mr. Ramesh Gupta. The Company has improved its overall performance and is spearheading in the right direction.

The Company is committed to maintain the highest standard of quality. The production units of the Company at Derabassi in Punjab and Baddi in Himachal are performing well. The management foresees increase in the overall growth of the Company in the foreseeable future.

- Pipes, sprinkler, drip irrigation systems and others.
- Primary segments of the Company are as under:

- Asbestos cement sheet.
- Aluminum composite sheets.

Share capital

The authorised share capital of the Company is Rs. 9,00,00,000 (Rupees nine crores only) divided into 70,00,000 (Seventy lacs) Equity Shares of Rs. 10 each and 2,00,000 (Two lacs) Preference Shares of Rs. 100 each.

808.12

808.12

The Company issued 20,00,000 (Twenty lacs) Convertible Warrants of Rs. 17 (Rupees Seventeen) each on preferential basis to non-promoter group. These warrants are convertible into 20,00,000 (Twenty lacs) Equity Shares of Rs. 10 (Rupees Ten) each at a premium of Rs. 7 (Rupees Seven) per share. The Company has converted 9,10,000 (Nine lac ten thousand) warrants into 9,10,000 (Nine lac ten thousand) Equity Shares.

The paid-up capital of the Company after conversion stood at Rs. 8,99,12,000 (Eight crores ninety nine lacs twelve thousand) and comprised 69,91,200 (Sixty nine lacs ninety one thousand two hundred) Equity Shares of Rs. 10 each and 2,00,000 (Two lacs) Redeemable Preference Shares of Rs. 100 (Rupees Hundred) each.

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Dividend

The management decided to retain all the internal accruals and to utilise the same in the business, therefore, it has been decided by the Board to defer the declaration of dividend this year as well.

Corporate Restructuring and Business strategy

The Company has filed a petition regarding the amalgamation of two of its group companies viz Nuline Industries Private Limited and Swati Storwel Private Limited into itself with the High Court of Himachal Pradesh at Shimla. For the abovesaid purpose, the Court convened meetings of Shareholders and Creditors (secured and unsecured), were held on the 20th July 2008, for approval of scheme of merger. The scheme was approved by the requisite majority of shareholders and creditors (secured and unsecured).

The Process of Amalgamation is in process.

Expansion Project

The Company is setting up a manufacturing facility for ABC Cables and Conductors at Baddi (Himacha! Pradesh), with an annual installed capacity of 11,000 MT. At a total project cost of Rs. 14.50 cr, the Company has achieved financial closure with funds sanctioned by SBI. Production is expected to commence by November 2008.

Corporate Governance

Company's philosophy on code of governance:

The Company is committed to maintain the highest standard of Corporate Governance. The Directors adhere to the requirements set out by the Securities and Exchange Board of India's Corporate Governance practices and have implemented all stipulations prescribed.

The Corporate Governance practices followed by the Company include the orporate structure, its culture, policies and practices, personal belief, timely and accurate disclosure of information, commitment to enhancing the shareholder value

while protecting the interests of all the stakeholders. The report on the same is attached as Annexure to this Annual Report.

The requisite Certificate from the Auditors of the Company, M/S Bansal Satish and Associates, Chartered Accountants, confirming compliance with the conditions of Corporate Governance as stipulated under the Clause 49, is attached to this Report.

Directors

The Board of Directors of the Company is duly constituted and comprises highly qualified and experienced members.

In accordance with the Articles of Association of the Company, Mr. Ashok Bhatia and Mr. Devinder Nath Sharma, Directors, retire by rotation at the Company's forthcoming Annual General Meeting and being eligible, offer themselves for reappointment. Brief resume of the Directors, proposed to be reappointed, nature of heir expertise in specific functional areas, name of companies in which they hold Directorships and memberships/Chairmanships of the Board committees, shareholding and relationships between directors inter-se, as stipulated under Clause 49 of the Listing Agreements with the stock exchanges in India, are provided in the Report on Corporate Governance.

Directors' responsibility statement

Pursuant to the provisions of Sub-Section (2AA) of Section 217 of the Companies Act, 1956, the Directors confirm that:

- i. In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departure;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the rtate of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- iii. The Directors had taken proper and sufficient care for the

maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv. The Directors have prepared the annual accounts on going concern basis.

Public deposits

The Company has neither accepted any deposit from the public nor renewed the deposits which fall within the ambit of Section 58A, 58AAA of the Company's Act, 1956, and the rules framed thereunder, during the year under review.

Particulars of the employees

Information as per Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 and Companies (Disclosure of Particulars in the report of the Board of Directors) Rules, 1988, is not required as none of the Directors/employees was in receipt of remuneration of Rs. 3,00,000 or more per month or Rs. 36,00,000 per annum in the aggregate.

Auditors

M/s. Bansal Satish and Associates, Chartered Accountants, Chandigarh, the Statutory Auditors of your Company, retire at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment. The Company has received a certificate from them as required under Section 224(1-B) of the Companies Act, 1956 and that they are not disqualified for such reappointment within the meaning of Section 226 of the said Act.

The Board recommends the appointment of M/s. Bansal Satish & Associates, Chartered Accountants, Chandigarh, as the Statutory Auditors of the Company for the financial year ending 31st March 2009.

Notes on Accounts

The observations of the Auditors on the notes on accounts are adequately explained to the Company through the section

Notes on Accounts. Hence, no separate comments are required by the Directors on the Report of the Statutory Auditors.

Secretarial Audit Report

As a measure of good Corporate Governance practice, the Board of Directors of the Company appointed M/S Arora & Gujral, Practising Company Secretaries, to conduct the Secretarial Audit of the Company.

The Secretarial Audit Report confirms that the Company has complied with all compliances of stock exchanges under Listing Agreement, the Companies Act, 1956 and other applicable laws.

Particulars of conservation of energy, technology absorption and foreign exchange earnings and out go

Pursuant to the provisions of Section 217 of the Companies Act, 1956 and rules thereunder, the required information is given in the annexure -1 to this Report.

Industrial relations

The overall industrial relations have remained cordial throughout the year under review.

Acknowledgement

Your Directors wish to place on record their deep gratitude to the Departments of State/Central Governments, banks and other concerned authorities, for their valuable co-operation and assistance. Your Directors also wish to place on record their appreciation of the wholehearted and continued support extended by the shareholders and the employees of the Company which had always been a source of strength for the Company.

For and on behalf of the Board of Frectors

M. L. Gupta Chairman and Managing Director Baddi

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CORPORATE GOVERNANCE

Report on Corporate Governance

The Corporate Governance philosophy of the Company is based on the following principles:

- The highest ethical corporate values clearly defined.
- Fair and equitable treatment of all its stakeholders, employees, customers, shareholders and investors.
- Faith in individual potential and respect for human values.
- Strict compliance with all governance codes, Listing Agreements, other applicable laws and regulations.
- Promote highest levels of safety, transparency and accountability in operation.
- Independent verifications and safeguarding integrating of Companies financial reporting.

The Corporate Governance practices followed by the Company include the corporate structure, its culture, policies and practices, personal belief, timely and accurate disclosure of information, commitment to enhancing the shareholder value, while protecting the interests of all the stakeholders.

Board of Directors:

Composition and category of Directors:

The Company's policy is to have an appropriate mix of Executive and Non-Executive, Independent Directors, to maintain the independence of the Board and to separate the Board functions of governance and management. The Company has a sevenmember Board consisting of Shri M.L. Gupta, Shri Ramesh Gupta, Shri Amit Gupta, Shri Sham Mohan Lal, Shri Devinder Nath Sharma, Shri Suresh Gaur and Shri Ashok Bhatia.

Shri M.L. Gupta is the Chairman-cum-Managing Director and Shri Ramesh Gupta, Shri Amit Gupta are the Executive Non-Independent Directors. Further, Shri Sham Mohan Lal, Shri Devinder Nath Sharma, Shri Suresh Gaur and Shri Ashok Bhatia are Non-Executive Independent Directors. All the Independent Directors are eminent professionals, drawn from amongst persons with experience in business and industry, finance, law and public enterprises. None of the Non-Executive Independent Directors has any material pecuniary relationship with the Company.

Directors retiring by rotation and are being considered for reappointment.

In accordance with the provisions of Companies Act, 1956, Shri Ashok Bhatia and Shri Devinder Nath Sharma, will be retiring by rotation at the forthcoming Annual General Meeting. Being eligible they offer themselves for reappointment.

The Company has not entered into any materially significant transactions with its Directors/management or relatives, etc., affecting the interest of the Company at large, except in the normal course of business.

Board Meetings:

During the year ended on 31st March 2008, nine Board meetings were held on 30th April 2007, 26th July 2007, 1st September 2007, 24th September 2007, 1st October 2007, 30th October 2007, 20th January 2008, 29th January 2008 and 9th February 2008.

Details of attendance at Board Meetings during the year:

Name of Director	Board Meetings held during	Total no. of Board Meetings
	2007-08	attended
Shri M.L. Gupta	9	9
Shri Amit Gupta	9	9
hri Sham Mohan Lal	9	
Shri Devinder Nath		
Sharma	9	5
hri Ashok Bhatia		
Shri Suresh Gaur	9	8

Committees of Directors:

The Board has constituted three committees vis-à-vis, the Audit Committee, Shareholders'/Investors' Grievance Committee and Remuneration cum Compensation Committee. The Board is responsible for constituting, assigning, co-opting and fixing the terms of references for these committees. Recommendations/ decisions of the committees are submitted to the Board for approval. The committees of Board are as follows:

Audit Committee:

The Audit Committee constituted by the Board of Directors consists of three members, all of them are well-versed in finance, accounts, company law and general business practices.

The composition of the Audit Committee is as under:

- a) Shri Ramesh Gupta, Chairman
- b) Shri Suresh Gaur, Member
- c) Shri Devinder Nath Sharma, Member

All the members of the Audit committee possess financial/accounting expertise.

The composition of Audit Committee meets the requirements of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement of the Companies Act, 1956.

Terms of reference:

The terms of reference of the Audit Committee include:

- a) Reviewing with the management, the financial statements before submission to the Board for approval.
- b) Compliance with the Listing Agreement and other related requirements relating to the financial statements.
- c) To investigate any activity within-its terms of reference.
- d) To appraise the Board on the impact of the accounting policies, accounting standards and legislation.
- e) To hold the periodical discussions with statutory auditors on the scope and content of the audit.

f) To review the Company's financial and risk management policies.

During the year under review four meetings of the committee were held.

Investors' Grievance Committee:

The committee consists of the following Directors:

- 1. Shri Suresh Gaur Chairman
- 2. Shri Sham Mohan Lal Member
- 3. Shri Devinder Nath Sharma Member
- 4. Shri Arvind Sharma Compliance Officer

The committee specifically looks into redressal of shareholders' and in estors' complaints such as transfer of shares, non-receipt of shares after transfer, non-receipt of dividends and to ensure expeditious share transfer and demat process undertaken by the Registrar and Transfer Agents and recommends measures for overall improvement in the quality of investor services.

The Company addresses all complaints, suggestions and grievances expeditiously and replies are sent/issues resolved, usually within 15 days unless there is a dispute or other legal constraints.

No requests for share transfer are pending.

Remuneration-cum-Compensation Committee The committee comprises:

- 1. Shri Suresh Gaur Chairman
- 2. Shri Sham Mohan Lal Member
- 3. Shri Devinder Nath Sharma Member

The terms of reference of the Remuneration Committee includes the determination of remuneration packages of the Executive Directors, including remuneration policy, pension rights and any compensation payment or stock options and to approve the payment of managerial remuneration up to the limits specified therein.

The Company has no pecuniary relationship or transaction with

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its Directors other than payment of monthly remuneration to Shri M.L.Gupta.

The remuneration policy, as drafted by the Company, is directed towards rewarding performance. It is aimed at attracting and retaining high-caliber talent. The Company does not have an incentive plan which is linked to performance and achievement of the Company's objective. The Company has no stock option scheme. The Company has constituted a Remuneration Committee to deal with matters pertaining to the fixation of remuneration of Director and other key managerial personnel.

General Body Meetings:

Date and venue of the last General Meeting:

		Date	Venue
1.	An rual General	29-09-2007	Registered Office
	Meating		# 21, Industrial Area
			Baddi, Distt: Solan
2.	Extra -Crdinary	30-10-2007	Registered Office
	General Meeting		# 21, Industrial Area
			Baddi, Distt: Solan

Disclosures

a. Disclosures on materially significant related party transactions of the Company of the material nature, with he promoters, the directors or relatives, the management etc. that may have potential conflict with the interest of the Company at large.

None of the transactions with any of the related parties were in conflict of the interest of the Company.

b. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by the Stock Exchanges or SEBI, or any other statutory authority, or any matter related to capital markets, during he last three years is NIL.

Means of Communication

The Company communicates with the shareholders at large through its Annual Report, publication of financial results, etc. The Board of Directors approves and takes on record the unaudited financial statements in the proforma prescribed by the stock exchanges within one month of the close of the quarter and the results are announced to all the stock exchanges where the shares of the Company are listed.

The email id for investor complaints redressal cell: chemiplast@yahoo.com

The official website of the company: www.chemiplast.com

The Management Discussion and Analysis Report forms part of the Annual Report.

Industrial

Area.

General Shareholder Information

Registered Office and works: 21,

ricgistered office and from	
	Baddi, Distt. Solan (HP)
	I) 21, Industrial Area,
	Baddi, Distt. Solan (HP)
	II) Village. Saidpura, Derabassi
	(Punjab).
Administrative Office	: 55, Industrial Area, Sector I,
	Parwanoo, Distt. Solan (HP)
Corporate Office	: 55, Industrial Area, Sector I,
	Parwanoo, Distt. Solan (HP)
Address for correspondence	: 55, Industrial Area, Sector I,
	Parwanoo, Distt. Solan (HP)
Annual General Meeting	: 30.09.2008, Registered Office
	at 11.00 A.M.
Financial calendar	: (Tentative)
Results for quarter	Last week of July 2008.
	Ending JUNE 2008
Results for quarter	Last week of Oct.2008.
	Ending SEPT.2008

Results for quarter	Last week of January 2009. Ending December 2008
Results for quarter	Last week of April 2009. Ending March 2009
Book Closure date	25th September 2008 (Thursday) to 29th September 2008 (Monday)

Share transfer system

Applications for transfer of shares held in the physical form are received at the Corporate Office of the Company at 55, Industrial Area, Sector I, Parwanoo. All valid transfers are processed and brought into effect within a period of 15 days from the date of receipt.

Shares held in the dematerialised form are electronically traded in the Depository and the Registrars and transfer agents of the Company periodically receive from the Depository the beneficiary holdings so as to enable them to update their records and to send all corporate communications, dividend warrants, etc.

The Company had made agreements with both depositories i.e., CDSL and NSDL. Now, the shareholders of the Company can dematerialise their shares with CDSL and NSDL.

The ISIN number of the Company is: INE134F01018.

Physical shares received for dematerialisation are processed and

completed within a period of 21 days from the date of receipt, provided they are in order in every respect. Bad deliveries are immediately returned to Depository Participants under the advice to the shareholders.

- a) Listing of Equity Shares on stock exchanges
 The Company's shares are listed on the Bombay Stock Exchange (BSE)
- b) Stock Market Data

Stock code: The stock code for the Company's shares is as follows:

The Bombay Stock Exchange- Code: 530611

c) Registrar and Transfer Agent

Transfer Agent for physical transfers and demat shares:

Skyline Financial Services Private Limited

(Unit: Sturdy Industries Limited)

246, Sant Nagar, Main ISCON Temple Road,

East of Kailash,

New Delhi - 110065

Tel: - +91-11-26292682-83

Fax: - +91-11-26292681

E-mail: admin@skylinerta.com

On and behalf of the Board of Directors

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Plac∈. Baddi

Dated: 1st September 2008

Chairman



AUDITOR'S REPORT ON Corporate Governance

To
The Members
Sturdy Industries Limited

We have examined the compliance of conditions of Corporate Governance by M/s Sturdy Industries Limited for the year ended 31st March 2008, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our Examination is limited to a review of 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 opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to explanation given to us by the Directors and the Management, we certify that the Company has complied with the conditions of the Corporate Governance as stipulated in the Clause 49 of the above mentioned Listing Agreement.

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

For M/s Bansal Satish & Associates

Chartered Accountants

Bikram K. Goel

Place: Baddi

Date: 01.09.2008

Partner
Membership No. 501451

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The report on Management Discussion and Analysis is related to the Company's performance in the present economic as well as the industry scenarios. The report also discusses the opportunities available to the Company and the threats perceived by the management.

The Company and the industry

Your Company is one of the leading manufacturers of specialised irrigation system and aluminium composite panels in India. The Company's product portfolio includes specialised irrigation infrastructure (HDPE, PVC and LLDPE pipes) integral to complete micro-irrigation systems, super asbestos corrugated cement sheets, sunbond aluminium composite panels, power transmission and distribution aluminium cables, conductors and aluminium rods.

The Company's primary business strategy is to increase the manufacturing capacities in each of the respective business lines to compete the global market and superior quality manufacturing, commitment to R&D and penetration in the new domestic as well as the international markets. The principle elements of strategy are:

- Growing the business organisation through selective strategic partnerships, mergers and acquisitions
- Focusing on supply chain
- Introducing new products in the market
- Maintaining cost competitiveness

Financial review

Turnover achieved for the year ended 31st March 2008 stood at Rs. 11,818.83 lacs, reflecting a growth of 67.51% over the previous year's turnover i.e. Rs. 7,055.53 lacs. Consumption of

raw materials increased by 59.42% from Rs. 5946.57 lacs to Rs. 9479.79 lacs. Net profit before tax increased by 287.85% from Rs. 108.88 lacs to Rs. 422.30 lacs. The earnings per share of the Company increased 344.23%. The Company has been well driven under the able guidance of the top management, especially by Mr. M. L. Gupta and Mr. Ramesh Gupta. The management visualises the overall growth in the future for its stakeholders.

Key products

The key products of the Company are as follows:

- Metallic/coloured aluminium composite panels and sheets sold under the 'Sunbond' brand.
- 2. Super asbestos corrugated cement sheets and plain boards sold under 'Super' brand.
- Power transmission and distribution infrastructure comprising aluminium conductors, cables and aluminium rods.
- Micro-irrigation systems, sprinkler and drip irrigation systems and HDPE, PVC and LLDPE pipes marketed under the 'Swati' brand.

Exports

The Company has taken various initiatives to increase the export of its products to the overseas market. The Company has entered into various agreements of partnerships and joint ventures with the overseas customers. In the previous year, the Company had exported aluminium rods, wires and composite panels, etc to the European Union, Egypt, Mauritius, Spain, Switzerland and Bulgaria, among others.

Competitive strengths

The Company believes that the following are its key competitive strengths to successfully execute the above mentioned strategies:

- 1. Strong brand name in India
- 2. Flexible and feasible production facilities
- 3. Cost competitive and high-quality producers
- 4. Experienced management and sales teams
- 5. Diverse revenue streams

Opportunities and risks

Uncertainties in business offer opportunities and downside risks. The major risks for the business are the tentative demand for the products in the country, low-cost and low- quality competition, strengthening rupee, rising energy costs, the unstable raw material costs, business cycles of the end users and the implementation delay in projects. The Company is working on new product developments for the domestic and the export markets. The Company has to sustain its growth, retain its leadership in ACC sheets in the country and at the same time improve its efficiency.

The diversified product mix is the major strength of the Company. It is into merger and acquisition process and setting up new business. The Company ventures into new partnerships and joint ventures with other business groups to meet the global competition.

We believe in our competitive strength, including innovation, leadership and market analysis. Low product manufacturing cost, government subsidy/grants, high demand of quality products and efficient management team at a our principal

strengths to meet the global competition.

Internal control systems

Your Company has a sound internal control system for financial reporting for various transactions, efficiency of operations and compliance with relevant laws and regulations. Suitable delegation of power and also the guidelines for preparation of accounts have been issued for uniform compliances. The Company has established a separate internal control department to exercise the various controls and check that all the organisation's departments function properly. The internal control department reviews the effectiveness and efficiency of these systems to ensure that all assets are protected against loss and that the financial and operational information is complete and accurate.

Under the consultancy assignments for the development and implementation of the framework for compliance under Clause 49 of the Listing Agreement with the BSE, a detailed and structured internal control framework is also made. Audits are finalised and conducted on internal risk assessment. Significant findings are brought to the notice of the Audit Committee of the Board and corrective measures are recommended for effective implementation.

Human relations

We lay special emphasis to the human resources function and believe that our opportunities and competitive compensation policy help us in attracting and retaining our personnel. We have an elaborate performance system in place comprising goal setting and periodic reviews (including confirmation and annual reviews).

The review sessions impress upon several aspects of the professional's careers such as career and competency, individual preferences and organisational needs.

Our compensation package has a fixed component in line with the industry standards and a variable component linked to the corporate and individual performance.

Safety

Safety management is integrated with the Company's overall environment, health and safety management system and has taken up the zero-accident goal. To achieve this the Company has taken up the following measures:

- Identification of the hazards and risks present in the work environment and its rectification
- Continuous monitoring of unsafe conditions and unsafe acts through safety inspection.
- Safety induction training for all employees and specific job safety awareness programmes on a continuous basis.

Future prospects

Considering the overall business conditions, the Company is confident about its future prospects. The Directors are striving hard to bring better symmetries of proper utilisation of resources and to accomplish the basic goals with an overall objective of customer satisfaction.

The low manufacturing cost of our products is our basic strength and the Company offers the good quality products to its customers at an acceptable price. The ever rising raw material cost is a growing concern to all. Aluminum, cement, plastic and energy costs have recorded historical high prices, and with energy crisis the Company expects the raw material costs to remain high in 2008. The Company will continue to strike for correct selling price in order to maintain an acceptable profit margin.

The management believes that with 'the ongoing efforts to control overall cost improve plant efficiency and create the right mix of products, the Company will emerge as the most successful company in India.

Cautionary statement

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may be forward looking statements within the meaning of applicable securities, laws and regulations.

Important factors that could make a difference to the Company's operations include, among other things, economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates, changes in government regulations, tax laws and other statutes and incidental factors.

Auditor's Report

To Member of Sturdy Industries Limited Baddi (H.P)

We have audited the attached Balance Sheet of STURDY INDUSTRIES LIMITED BADDI (H.P) as at 31st March, 2008 and related Profit & Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto, which have signed under reference to this report. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statement 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. At 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.

As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004, issued Central Government of India in terms of sub-scction(4A) of Section 227 of The Companies Act. 1956 of India (the' Act) and in the basis of such check of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we report that:

a) We have obtained all the information and explanation,

- which to the best of our knowledge and belief were necessary for purpose of our audit.
- b) In our opinion, proper books of accounts have been kept by the company so far as appears from our examination of the books.
- c) The Balance Sheet and Profit & Loss Account dealt with by the report are in agreement with the books of accounts.
- d) In our opinion the attached Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with this report, comply with the accounting standards as referred to in the Section 211(3C) of the Companies Act 1956 except that no provision for gratuity has been made by the Company for the year.
- e) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the company's Accounting Policies and the notes thereto give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:
 - In the case of Balance Sheet of the state of affairs of the Company as at 31st March 2008.
 - ii) In the case of Profit & Loss Account of the Profit of the company for the year ended on that date.

For Bansal Satish & Associates

Chartered Accountants

Place: Panchkula

Date : August 30, 2008

Bikram K. Goel Partner

Annexure - 'A'

ANNEXURE TO AUDITOR'S REPORT REFERRED TO IN PARAGRAPH 3 OF OUR REPORT OF EVEN DATE

- (i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) These fixed assets have been physically verified by the management at regular intervals. No material discrepancies were noticed on such verification;
 - (c) No substantial part of the fixed assets have been disposed off during the year;
- (ii) (a) The Physical Verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the frequency of the verification is reasonable.
 - (b) The procedures of physical verification of inventory 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 is maintaining proper records of inventory and no material discrepancies were noticed on physical verification;
- (iii) (a) The Company has granted unsecured loans to Directors of the company covered under the register maintained under section 301 of the Act The maximum amount involved during the year was 2717437.56 and the year end balance of the loan granted to the directors was 2717437.56.
 - (b) In our opinion, the rate of interest and other terms and condition for such loans are not prime facie Prejudicial to the company.
 - (c) Payment of amount is regular.

- (d) There is no overdue amount.
- (e) The Company has taken unsecured loans to from companies(s), and/or director(s) of the company covered under the register maintained under section 301 of the Act The maximum amount involved during the year was 22362231.77 and the year end balance of the loan taken was 22322231.77
- (f) In our opinion, the rate of interest and other terms and condition for such loans are not prime facie prejudicial to the company.
- (g) Payment of amount is regular.
- (h) There is no overdue amount.
- (iv) There is adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed asset and for the sale of goods. There is no continuing failure to correct the major weaknesses in the internal control.
- (v) (a) According to the information and explanation given to us, we are of the opinion that the company has entered all the transactions that needed to be entered into a register in pursuance to section 301 of the Ac have been so entered;
 - (b) A cording to the information and explanation given to us., each of these transactions have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time
- (vi) The company has not accepted deposits from the public.
- (vii) The company is under the process of developing its

- internal audit system commensurate with its size and nature of business;
- (viii) According to the information and explanation given to us., maintenance of cost records has not been prescribed by the Central Govt. under clause (d) of sub section of section 209 of the Act.
- (ix) (a) According to the information and explanation given to us the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, cess and any other statutory dues with the appropriate authorities. There are no arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (x) The company has no accumulate losses and has not incurred any cash losses during the financial year covered by the report and in the immediately preceding financial year.
- (xi) According to information and explanation given to us the company has not defaulted in the repayment of dues of financial Institutions or bank.
- (xii) According to information and explanation given to us no loans has been granted on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) Provisions of special statute applicable to chit fund are not applicable to the company.
- (xiv) The company does not deal or Trade, in share, securities,

debenture and other investment.

- (xv) The company has given guarantee for associate companies the terms and condition of the guarantee given by the company for loan taken by associate companies from banks are not prima facie Prejudicial to the interest of the company as per management.
- (xvi) To best of our knowledge and belief and according to the information and explanation given to us, in our opinion, term loans availed by the company were prime facie, applied for the purpose for which loans were obtained, other than temporary deployment pending application.
- (xvii) None of the raised for short-term basis have been used for long-term investment.
- (xviii) The company has not made any preferential all atment of shares to parties and companies covered in the register maintained under section 301 of the Act.
- (xix) No debentures have been issued by the company;
- (xx) No money has been raised by making any public issue;
- (xxi) According to the information and explanation given to us and based on representation given by the management, taken on record by the board of directors, no fraud has been noticed or reported during the course of our audit.

For Bansal Satish & Associates
Chartered Accountants

Place: Panchkula

Date: August 30, 2008

Bikram K. Goel

Partner

Balance Sheet As at 31st March, 2008

			(Amount in Rs.
Particulars	Schedule	As at 31.03.2008	As at 31.03.2007
SOURCES OF FUNDS			
Share Holders Fund			74
Share Capital	A	84212000.00	80812000.00
Reserve & Surplus	В	83472685.28	46905316.28
Deferred Tax Liabilities		13904555.00	13093174.00
Loan Funds	a. at man distinguishings.		
Secured Loans	C	188242133.28	202334015.26
Unsecured Loans	D	35841680.77	9442006.38
and the second of the second o	1 (in 1) to the second of the	405673054.33	352586511.92
APPLICATION OF FUNDS			
Fixed Assets			
Gross Block	Ē	238174533.43	235631252.27
Less : Depreciation		87259527.85	75573497.46
Net Block		150915005.58	160057754.81
Capital Work in Progress		4857519.00	75000.00
Investments	F	273320.00	173320.00
Current Assets, Loans and Advances	G	. 14	is a
nventories		222472248.00	184770976.06
Sundry Debtors	the second of th	199821920.59	150036603.16
Cash & Bank Balances	and the first of the second se	27645298.94	14788967.09
oan & Advances	and the state of t	34699422.36	24392310.19
		484638889.89	373988856.50
ess : Current Liabilities and Provisions	Н	235314735.14	182061556.40
let Current Assets	* ** ******	249324154.75	191927300.10
esc - Expenditure			
the Extent not Written off or adjusted		303055.00	353137.00
		405673054.33	352586511.92

Auditor' Report

As per our separate report of even date annexed hereto

Notes to Accounts & Accounting Policies

on behalf of the Board,

For Bansal Satish & Associates

For Sturdy Industries Ltd.

Cl artered Accountants

Bikram K. Goel M. L. Gupta Ramesh Gupta Partner Director Managing Director

Q

Date: August 30, 2008

Place: Panchkula

1

(Amount in Rs.)

Particulars	Schedule	As at 31.03.2008	As at 31.03.2007
INCOME			
Sales	J	1181883265.92	705553074.63
Other Income	j	2483639.57	2198823.12
Increase/(- Decrease) In Work	Κ	-23461773.92	51590023.23
In Progress & Finished Goods			
		1160905131.57	759341920.98
EXPENDITURES		10	
Consumption of Raw Material & Spare	Ĺ	947979278.67	594657737.85
Manufacturing Expenses	M	29188264.26	27778101.65
Administrative Expenses	N	22950319.78	32723181.27
Selling & Dist. Expenses	Ο	19731551.32	17091658.00
Financial Expenses	P	30810644.49	28197905.98
Excise Duty		56278792.00	35296994.00
Misc. Expenditure W/off		50082.00	50082.00
Depreciation		11686030.39	12657484.72
		1118674962.91	748453145.47
Profit before taxation		42230168.66	10888775.52
Provision for Taxation		4723471.77	1221681.21
Deferred Tax Liabilities		(811381.00)	(574798.00)
Profit after taxation		36695315.89	9092296.40
Advance Tax/ FBT Adjustment	• •	127946.89	46015.00
Brought Forward from Previous Year	en e	37916823.02	28778511.62
Surplus Carried to Balance Sheet	•	74484192.02	7916823.02
Notes to Accounts & Accounting Policies	Q		

Auditor Report

As per our separate report of even date annexed hereto

on behalf of the Board,

For Bansal Satish & Associates

Chartered Accountants

For Sturdy Industries Ltd.

Bikram K. Goel

Partner

M. L. Gupta

Managing Director

Ramesh Gupta Director

Date: August 30, 2008

		(Amount in Rs.)
Particulars	As at 31.03.2008	As at 31.03.2007
SCHEDULE A SHARE CAPITAL		
Authorised Capital		
7000000 (Pr. Yr 7000000)		
Equity Shares of Rs 10/- Each	7000000.00	70000000.00
200000 (Pr. Yr 200000)		
Preference Shares of Rs. 100/- Each	20000000.00	2000000.00
	9000000.00	90000000.00
Issued Subscribed and Paid up Capital		
6081200 Equity Shares (Pr. Yr. 6081200) Rs. 10/- each fully paid up	60812000.00	60812000.00
200000 Preference Shares (Pr. Yr 200000) of Rs. 100 Each Fully Paid up	2000000.00	20000000.00
Share Application Monies	3400000.00	_
	84212000.00	80812000.00

SCHEDULE B RESERVES AND SURPLUS		
General Reserve	8988493.26	8988493.26
Balance as per Profit and Loss Account	74484192.02	37916823.02
	83472685.28	46905316.28
Deferred Tax Liabilities		
Opening Balance	13093174:00	12518376.00
Add: During the year	(811381 00)	574798.00
	13904555.00	13093174.00

SCHEDULE C SECURED LOANS		
WORKING CAPITAL BORROWINGS (Note-1)		
From Punjab National Bank, Parwanoo	127618180.26	113590253.98
TERM LOAN (Note -2)		
From Punjab National Bank, Parwanoo	58343927.00	87270067.00
COMMERCIAL VEHICLE LOAN (Note-2)		
From ICICI Bank Ltd	122907.28	1473694.28
COMMERCIAL VEHICLE LOAN (Note -2)		
From HDFC Bank Ltd	2157118.74	_
	188242133.28	202334015.26

Notes:

- 1 Working Capital Finance is secured by hypothecation of stocks of Spare part, Raw Material, semi Finished Good, Finished Good & Bills and personal guarantee of directors.
- 2 Term Loan is secured by Hypothecation of plant & Machinery, Building ,Truck.

SCHEDULE D UNSECURED LOAM	NS TO THE PROPERTY OF THE PROP		
From Shareholders/Directors & Their I	Relatives		
& Firms in which Shareholders/Directe	ors Interested	22322231.77	4947264.38
From Others		13519449.00	4494742.00
		35841680.77	9442006.38

(Amount in Rs.)

		GROSS BLOCK	(April	· ·	DEPREC	IATION		NET I	BLOCK
Particulars .	Original Cost	Addition/ Sale	Total	Upto 31/03/2007	During the Year	Adjustment	Total	As on 31/03/2008	As on 31/03/2007
Land	5361563 00		5361563.00		-			5361563 00	
Building	46198639.37	_	46198639.37	13706810.09	3011022.35		16717832,44	29480806.93	3249182 9.2 8
Plant & Machinery Furniture & Fixture	175478779.00		175478779.00	55873689.35	7606201.44		63479890.79	111998888 21	119605089.65
& Other Equipment	1530251.00	122384.00	1652635.00	1100383.55	107423.44		1207806.99	444828 01	429867.45
Vehicle	7062019.90	2382649.16	9444669.06	4892614.48	961383.16		5853997.64	3628919.43	2169405.42
Total	235631252.27	2505033.16	238136285.43	75573497.47	11686030.39		87259527.86	150915005.58	160057754.80
Previous Year	235014603.27	616649.00	235631252.27	55293157.00	12657484.72	7622855.74	75573497 46	160057754.80	179721446.27

(Amount in Rs.)

SCHEDULE IF INVESTMENT		
Quoted		
(i) 10,000 Equity shares of Rs.10/- each of Tirupati Aluminium Ltd.	100000.00	100000.00
(ii) 188 Equity share of Rs. 10/- each of P.N.B.	73320.00	73320.00
(iii) Principal Mutual Fund	100000.00	·
	273320.00	173320.00

SCHEDULE G CURRENT ASSETS, LOAN & ADVANCES		a un propriété
A. Inventories		
(As Taken, Valued & Catified by the Management)		-
i) Raw Material	123934666.00	63142197.14
ii) Finished Goods	60043141.00	110086721.36
iii) Work In Progress	35254152.00	8672345.56
iv) Spare & Store	3240289.00	2869712.00
Total-A	222472248.00	184770976.06
B. Sundry Debtors		
(Unsecured but Considered good)		
Less Than Six Month	145896053.67	100612173.50
Other debts	53925866.92	49424429.63
Total-B	199821920.59	150036603.16
C. Cash & Bank Balances		
i) Cash in hand	6396110.72	6009873.09
ii) Balances With scheduled Banks	e a e seu La companya di Santa	
In Current A/C	13388144.92	3659396.70
In Fixed Deposits	7861043.30	5119697.30
Total-C	27645298.94	14788967.09

11	moul	nt	in	Dc
1771	11001	"	** 1	£13.

Particulars		Α	s at 31.03.2008	As at 31.03.2007
SCHEDULE G CURRENT ASSETS, LOAN	& ADVANCES (Contd.)			<u> </u>
D. Loans & Advances		,		
i) Advance recoverable in cash or in kin	d or for value to be received			
Unsecured - Considered Good			3330540.56	5097880.52
- Considered Doubtful			2681181.00	2681181.00
ii) Balance with Excise, & Others Govt A	uthorities			
Unsecured - Considered Good			16725058.00	13407655.47
- Considered Doubtful			3205593.20	3205593.20
iii) Advances to Suppliers, & Others				and all others against being
Unsecured - Considered Good	And the second s		8757049.60	-
- Considered Doubtful				111 1 100 111 111 1111
Total-D			34699422.36	24392310.19

SCHEDULE H. CURRENT LIABILI	TIES & PROVISIONS	F. 4		A Company of the	÷ a i
Current Liabilities	•,5				
Sundry Creditors				225388632.39	173860824.67
Expenses Payable				4343030.98	4429450.61
Provision for Income Tax		-	***************************************	4723471.77	1221681.12
Security (Deposit)				859600.00	2549600.00
				235314735.14	182061556.40

SCHEDULE MISCELLANEOUS EXPE	ENDITURE	The control of the co	2,432,148,148
Preliminary Expenses		353137.00	403219.00
Less: Exp. W/off	and the state of t	50082.00	50082.00
	anggangangan kan ta sanara si akun. Masabbapitkan tamaskadan napudinda sara sindan ditada ini akupupa, akuputa	303055.00	353137.00

			-
(Amoi	int	in	Dc I
	4116	1111	11.3.7

Particulars	32 s 2 55 s 7 12 13	As at 31.03.2008	As at 31.03.2007
SCHEDULE J. INCOME FR	OM OPERATIONS		
Sales		1181883265.92	705553074.63
Other Income		2483639.57	2198823.12
		1184366905.49	707751897.75

SCHEDULE K INCREASE/(DECRE	ASE) IN WORK-	IN PROGRESS & FINISHED GOODS		
Work in Progress			•	
Opening Stock		en e	8672345.56	8613789.99
Less: Closing Stock			35254152.00	8672345.56
Increase (Decrease) (a)			26581806.44	58555.57
Finished Goods				
Opening Stock		- 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	110086721.36	58555253.70
Less: Closing Stock	•		60043141.00	110086721.36
Increase(Decrease) (b)	÷.		-50043580.36	51531467.66
Total Increase/Decrease (a+b)		** ** ** ** ** ** ** ** ** ** ** ** **	-23461773.92	51590023.23

SCHEDULE L' CONSUMPTION OF RAW MATERI	AL & STORES	
1. Raw Material		
Opening Stock	63142197.14	96369101.69
Add: Purchases	1003819399.71	559346013.52
Less: Closing Stock	123934666.00	63142197.14
Consumption of Raw Material (a)	94302693 0.85	592572918.07
2. Store and Spares	· · · · · · · · · · · · · · · · · · ·	
Opening Stock	- 2869712.00	-
Add: Purchases	5322924.82	4954531.78
Less: Closing Stock	3240289.00	2869712.00
Consumption of Stores and Spare (b)	4952347.82	2084819.78
Total (a+b)	94797927 8.67	594657737.85

	29188264.26	27778101.65
Repair and Maintenance	1781324.00	3070475.65
Freight and Cartage	10616304.26	8546952
Power & Fuel	4306806.00	5413251.00
Electricity & Water Charges	12483830.00	10747423.00
SCHEDULE M MANUFACTURING EXPENSES		



(Amount in Rs.)

Particulars		As at 31.03.2008	As at 31.03.2007
SCHEDULE N ADMINISTRATIVE EXPENSES	a la		
Personal Expenses	e ,	11513727.80	22228586. 55
Other		11436591.98	10494594.72
The state of the s	•	22950319.78	32723181.27

SCHEDULE O SELLING & DISTRIBUTION EXPENSES		
Freight & Cartage Outward	11728938.08	10114691.98
Advertising & Publicity	1209211.00	1169239.00
Testing Cnarges	123804.00	172383.00
Trade Discount & Rebate & Comm.	2288389.85	1589596.80
Business Promotion	59728.00	341071.00
Selling & Dist		103498.00
Commission On Sales	4301490.39	3295892.22
Exhibition Expenses	19990.00	175095.00
Packing Material		130191.00
	19731551.32	17091658.00

SCHEDULE P FINANCIAL EXPENSES		
Intt on Terr Loan	6795531.66	7677375.50
Intt & Bank Linar jes	23273196.83	16418729.48
Foreign Exc! ang: Variation	741916.00	4101801.00
	30810644.49	28197905.98

Auditor Report

As per our separate report of even date annexed hereto

on behalf of the Board,

For Bansal Satish & Associates

Chartered Accountants

For Sturdy Industries Ltd.

Bikram K. Goel

Partner

M. L. Gupta

Managing Director

Remesh Gupta
Director

Date: August 30, 2008

SCHEDULE Q ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS

(Forming part of Balance Sheet as at 31.03.2008)

(A) SIGNIFICANT ACCOUNTING POLICIES

Basic of Accounting

(i) The accounts of the company are prepared on the basis of historical cost convention and in accordance with the applicable accounting standards expect where otherwise stated

Fixed Assets

Fixed Assets are stated at cost of acquisition/cost of construction less depreciation. Cost of acquisition/cost of construction is inclusive of freight, duties and taxes and incidental expenses related to acquisition, installation, erection, commissioning. The benefit of modvat credit has been taken.

Depreciation

Depreciation on Fixed Assets is provided on Straight Line Method as per the classification and in the manner specified in Schedule-XIV to the Companies Act, 1956 Depreciation on Plant & Machinery is provided on Straight Line Method basis as the plant is in a continuous process.

Inventories

Inventories are valued as follows:

- a) Finished Goods: Valued at cost or net realizable value whichever is lower.
- b) Raw Material: Valued at cost or net realizable value, whichever is lower.
- c) Work in Progress: Valued at Estimated Cost.
- d) Scrap: Valued at net realizable value.

Modvat

Modvat credit on Excise Duty paid goods is accounted for by reducing the purchase cost of related goods.

- 1. Previous year figures have been re-arranged or re-grouped wherever necessary to make them comparable with the current year's figures.
- 2. No Provision for gratuity has been made as same are not applicable to the Company so far.

3. Contingent Liability not provided for in respects of:

	Current Year Previous	/ear
(a) Outstanding balance of Bank Guarantees	Rs. 52.00 (Lacs) Rs 1.20 (L	.acs)
(b) Corporate Guarantees:	Rs 2518.67 (Lacs) Rs 2518.67 (L	acs)
(b) Outstanding ILC/FLC	Rs. 487.14 (Lacs) \$ 130	815

- 4. Balance of some of the Sundry Debtors & Creditors, Loans And Advances are subjects to Confirmation and reconciliation from the respective parties. The Management does not expect any material difference affecting the Financial Statement for the Year.
- 5. In the opinion of the Board of Directors, the Current assets, Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in Balance Sheet.
- 6. Estimated amount of Contracts remaining to be executed on capital account and not provided for net of advances 48.58 Lacs (previous Year -Nil)

7. Payment to Auditors

	2007-2008 (Rs.) 2006-2007 (Rs.)
(a) Statutory Audit Fee	84270.00 <u>56120.00</u>
(b) Tax Audit Fee	16854.00 16854.00

SCHEDULE Q ACCOUNTING POLICIES AND NOTESTO THE ACCOUNTS (Contd.)

- 8. Loan & Advances includes a sum of Rs.2717437.56 (Pr. Yr.3051287.56) to concerns/firms in which directors are interested u/s 301 of the companies act 1956. Maximum outstanding during the year Rs.2717437.56 (Pr. Yr.3051287.56)
- 9. During the year, the Company has accounted for Deferred Tax liability/asset in accordance with the Accounting Standards-22 "Accounting for Taxes on Income" issued by the Council of the Institute of Chartered Accountants of India.
- 10 Additional Information pursuant to the provision of paragraph 3 and 4 part II of Schedule VI of the Company Act,

		2007-2008 (MT)	2006-2007 (MT)
A)	CAPACITY		
	Licensed	N.A	N.A
	Installed	43000	43000
B)	PRODUCTION/PURCHASES		
	Plastic	5575.800	5178.2 97
	ACC Sheets (M.T)	29178.229	33164. 395
	ACP Sheets (Nos./M.T)	2725.050	194160

- C) Particulars of Opening & Closing Stock, & Goods Sold during the year.
- C) SALE /STOCK

		Op. Ste	ock	Cl. Sto	ck	Sale	Sale	
		Qty.	Amt.	Qty.	Amt.	Qty.	Amt.	
		M.T./NOS	(Lacs)	M.T./NOS	(Lacs)	M.T./NOS	(Lacs)	
CU	RRENT YEAR							
a)	Irrigation Pipes& Fittings	299.08	386.68	6.090	3.18	6034.83	48 ;9.17	
b)	Plastic Goods Aluminium	-1	_	-	-	887.845	10 33.65	
c)	ACC Sheet	5701.398	313.46	3964.300	185.92	30915.378	1932.42	
d)	ACP Sheet(Nos.Kgs)	191.490	400.73	406.256	411.33	2510.284	3943.60	
e)	Others						24.84	
PRI	EVIOUS YEAR							
a)	Irrigation Pipes & Fitting,			i		4568.921/		
	Plastic Goods Others	736.221	401.12	299.08	240.30	1556 Set	3868.90	
b)	ACC Sheet	2860.976	148.74	5701.398	313.46	30323.973	1989.84	
c)	ACP Sheet (Nos.)	6718	113.25	138364	400.73	62514	1196.79	
d)	Others		-		-	-	21.99	

D) MATERIAL CONSUMED/PURCHASED

	Year Ending 31.03.2008		Year Ending 31	.03.2007
	Qty. (M.T)	Amt. (Lacs)	Qty. (M.T)	Amt. (Lacs)
Plastic	6328.245	4833.20	5184.775	3950.19
Material Asbestos	2786.495	656.09	3207.971	606.99
Cement	12635.400	471.53	13882.000	325.60
Fly Ash	8232.975	10.56	9199.941	15.18
Pulp	141.179	21.20	208.660	27.07
Aluminium, Granules	2624.727	3437.69	957.310	1000.70
		9430.27		5925.73

SCHEDULE Q ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS (Contd.)

E) VALUE OF RAW MATERIAL STORE & SPARES CONSUMED

		2007-2008	%age	2006-2007	%age
		Amount (Rs)		Amount (Rs)	
a)	Raw Material :				
	l) Imported	1261.90	13.38%	1099.04	18.55%
	II) Indigenous	8168.37	86.62%	4826.69	81.45%
b)	Stores & Spares :				
	l) Imported		_	-	
	II) Indigenous	49.52	100%	20.84	100%

F) EXPENDITURE IN FOREIGN CURRENCY

	2007-2008		2006-2007
Capital Asset	_		_
PVC Resin & Asbestos, Aluminium	\$3,502,000	·	\$2,645,652
Others	,		
CIF VALUE OF IMPORTS	· · · · · · · · · · · · · · · · · · ·		· · · · · · · · · · · · · · · · · · ·
	Amount (Lacs)	Amount (Lacs)	
RAW MATERIAL	1261.90	1099.04	
EARNING IN FOREIGN EXCHANG	SE \$625,000	\$88,314	
NON RESIDENT HOLDERS ETC.			
a) No. of non resident share ho	lders 3	3	
b) No. of shares held by the the	m 1284180	1284180	

11. Segment Reporting

Primary Segment

Based on the guiding principle given in the Accounting Standard-17 "Segment Leporting" issued by the institute of Chartered Accountants of India, the Company's primary segments are Irrigation Pipe . & Fittings, ACC sheets & Aluminium Compos ce Panels.

The above business segments have been identified considering:

- The Nature of the products
- II. The related risks and returns
- III. The internal financial reporting systems

(Rs. in Lacs)

Total Revenue 4849.17 1932.42 3943.60 1093.65 24.84 11843.60 SEGMENT RESULT Interest 308.1 Profit before tax 422.30 Provision for current tax 47.24 Profit after tax 375.00 SEGMENT ASSETS 1732.33 744.08 1580.32 4056.73 SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.73	Description		Plastic	ACC	Aluminium	Others	Other	Total
INFORMATION SEGMENT REVENUE Sales 4849.17 1932.42 3943.60 1093.65 24.84 11843.66 SEGMENT RESULT Interest Profit before tax Provision for current tax Profit after tax SEGMENT ASSETS 1732.33 744.08 1580.32 1580.32 4056.73				Sheet			Income	
Sales 4849.17 1932.42 3943.60 1093.65 24.84 11843.66 Total Revenue 4849.17 1932.42 3943.60 1093.65 24.84 11843.66 SEGMENT RESULT Interest 308.1 Profit before tax 422.30 Provision for current tax 47.24 Profit after tax 375.00 SEGMENT ASSETS 1732.33 744.08 1580.32 4056.73 SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.73	A.							
Total Revenue 4849.17 1932.42 3943.60 1093.65 24.84 11843.60 SEGMENT RESULT Interest 308.1 Profit before tax 422.30 Provision for current tax 47.24 Profit after tax 375.00 SEGMENT ASSETS 1732.33 744.08 1580.32 4056.73 SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.73		SEGMENT REVENUE						
SEGMENT RESULT Interest 308.1 Profit before tax 422.3 Provision for current tax 47.24 Profit after tax 375.0 SEGMENT ASSETS 1732.33 744.08 1580.32 4056.7 SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.7		Sales	4849.17	1932.42	3943.60	1093.65	24.84	11843.68
Interest 308.1		Total Revenue	4849.17	1932.42	3943.60	1093.65	24.84	11843.68
Profit before tax 422.30 Provision for current tax 47.24 Profit after tax 375.00 SEGMENT ASSETS 1732.33 744.08 1580.32 4056.73 SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.73		SEGMENT RESULT						
Provision for current tax 47.24 Profit after tax 375.00 SEGMENT ASSETS 1732.33 744.08 1580.32 4056.73 SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.73		Interest						308.11
Profit after tax 375.00 SEGMENT ASSETS 1732.33 744.08 1580.32 4056.73 SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.73		Profit before tax						422.30
SEGMENT ASSETS 1732.33 744.08 1580.32 4056.73 SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.73		Provision for current tax	1					47.24
SEGMENT LIABILITIES 1732.33 744.08 1580.32 4056.73		Profit after tax	1					375.06
		SEGMENT ASSETS	1732.33	744.08	1580.32		es grés de la company	4056.73
Depreciation 24.79 71.67 20.40 116.3		SEGMENT LIABILITIES	1732.33	744.08	1580.32			405€.73
		Depreciation	24.79	71.67	20.40			116.06

B. SECONDARY SEGMENT

SCHEDULE Q ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS (Contd.)

11. RELATED PARTY DISCLOSURES

Disclosures as required by the Accounting Standard 18 "Related Disclosures" are given below:

a) List of Related Parties

Associate Companies:

- 1. Swati Storwel Pvt. Ltd.
- 2. Nu-Line Industries Pvt. Ltd.
- 3. Malwa Fasteners Pvt. Ltd.
- 4. United Polymer Industries
- 5. Chemiplast Industries
- 6. Tirupati Aluminum Ltd.

Key management personnel and relatives:

1. Sh. M.L.Gupta

- 2. Sh. Ramesh Kumar Gupta
- 3. Sh. Amit Kumar Gupta
- b) Transactions with related Parties

31.03.2008

(Rs. in Lacs)

Na	ture of transactions	Associate	Key management
		Companies	personnel
1.	Sales and other Income	1096.65	
2	Purchase of raw materials and stores	1096.65	
3	Expenditure on services		
4	Outstanding balances as on 31.03.2008		
	Debtors	806.86	
	Creditors	1164.53	
5	Loans and advances		27 .17
6	Management remuneration		1.98
7	Loans and advances Accepted		223.62
8	Others Receivable/Advances		_
			31.03.2007
1	Sales and other Income	<u> </u>	
2	Purchase of raw materials and stores	. –	
3_	Expenditure on services	_	
4	Outstanding balances as on 31.03.2007	·	
	Debtors	296.36	
	Creditors	-	
5	Loans and advances	_	30.51
6	Management remuneration		1.98
7	Loans and advances Accepted	_	6.47
8	Others Receivable/Advances		

12. Expenditure on employees in receipt

of remuneration of not less than Rs. 36,00,000/- per annum, if employed through out the year or Rs. 3,00,000/- per month when employed for part of the year.

13. Schedules A to Q Forms part of the Balance Sheet and Profit and Loss Account

Auditor' Report

As per our separate report of even date annexed hereto

on behalf of the Board,

For Bansal Satish & Associates

For Sturdy Industries Ltd.

Chartered Accountants

Bikram K. Goel

Partner

M. L. Gupta Managing Director Ramesh Gupta Director

Date: August 30, 2008

Place: Panchkula

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SCHEDULE Q ACCOUNTING POLICIES AND NOTES TO THE ACCOUNTS (Contd.)

- 12. Additional information as required under part IV of schedule VI to the companies Act, 1956. Balance sheet abstract and company's general business profile (Rs. In Lacs).
 - **REGISTRATION DETAIL**

Regd. No.

9557

State Code

06

Balance Sheet date

31.03.2008

II. CAPITAL RAISED DURING THE YEAR

Public Issue

Private Placement

Nil

III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (Rs. in Lacs)

tai	Liabi	lities

Total Assets

4056.74

4056.74

Source of Funds

Application of Funds

Paid up Capital	
Reserve & Surplus	

Net Fixed Assets Capital Work in Progress 1509.15 48.58

Deferred Tax

834.73 139.05

842.12

Investment **Net Current Assets** 2.73

Secured Loan Unsecured Loan 1882.42 358.42

Misc. Expenditure

2493.25 3.03

IV. PERFORMANCE OF COMPANY

Turnover

(including Misc. Income)

EPS (on annualised basis)

11843.67

Total Expenditure Profit before Tax

11421.37

422.30

Profit after Tax

375.06

Dividend Rate

6.17

V. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS OF COMPANY

Item Code No. (ITC)

Product Description

IRRIGATION PIPES & FITTING, ACC SHEETS, ACP SHEETS

For Bansal Satish & Associates

on behalf of the Board,

Chartered Accountants

For Sturdy Industries Ltd.

Bikram K. Goel

Partner

M. L. Gupta Managing Director Ramesh Gupta Director

Date: August 30, 2008

Cash Flow Statement pursuant to clause 32 of the listing agreement with the Stock Exchanges (Rs. in Lacs)

			(1.5 == 35)
		For the year	For the year
		ended 31.03.2008	ended 31.03.2007
Α.	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit/(Loss) before Tax & Extra-Ordinary items	422.30	108.89
	Adjustment for Depreciation	116.86	126.57
	Misc. Exp. W/off	0.50	0.50
	Intt. Expenses	308.10	
	Intt. Received	(24.80)	
	Operating Profit before Working Capital	822.96	235.96
	Changes		
	Adjustment for		
	Trade & other receivables	(497.85)	(453.14)
	Inventories	(376.00)	(212.16)
	Change in Others Current Assets	(104.10)	
	Trade Payable	532.53	331.66
	Other liabilities & Provisions	-	(9.20)
	Cash flow before extra ordinary items	(445.42)	(342.84)
	Extra Ordinary Items		-
	Net Cash from Operating Activities	377.54	(106.88)
В.	CASH FLOW FROM INVESTING ACTIVITIES		····
	Purchase of Fixed Assets	73.26	(6.17)
	Refund of Loan/Deposits		11.33
	Intt. Received	24.80	
	Decrease in Investment		-
	Net Cash from Investing Activities	98.06	5.16
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	Intt. Expenses	(308.10)	
	Increase in Long Term Borrowings	(281.20)	(168.91)
	Increase in Bank Borrowings for		162.76
-	Working Capital	140.38	-
	Adjustment for General Reserve		(28.48)
	Share Application Money	34.00	
	Issue of Share Capital	_	_
	Repayment of Loans	264.00	11.55
	Misc. Expenditure		3.53
	Net Cash Flow from Financing Activity	(150.92)	(19.55)
	Net Increase in Cash & Cash Equivalents	128.56	(131.59)
	Cash and Cash Equivalents (Opening Balance)	147.89	279.48
	Cash and Cash Equivalents (Closing Balance)	276.45	147.89

Cash Cash Equivalents consist of Cash/Cheques in hand and balance with banks including fixed Deposing Accounts.

For Bansal Satish & Associates Chartered Accountants

on behalf of the Board, For Sturdy Industries Ltd.

Bikram K. Goel Partner M. L. Gupta Managing Director Ramesh Gupta Director

Date: August **30, 2008** Place: Panchkula

Auditor's Certificate

We have certified that above Cash flow statement of STURDY INDUSTRIES LIMITED, which has been derived from the audited annual accounts for the period ended 31st March, 2008 after making such adjustments / grouping as were considered appropriate and found the same to be correct and true and correct.

For Bansal Satish & Associates Chartered Accountants

Bikram K. Goel
Partner

Date: August 30, 2008

Notice

2008 at the Registered Office at Plot 21, Industrial Area, Baddi, Solan-173205 of the Company at 11.00 AM to transact the following business:

ORDINARY BUSINESS:

- To receive, to consider and adopt the Audited Balance Sheet as on 31st March 2008 and the Profit and Loss Account for the year ended on 31st March 2008 alongwith the Reports of the Board of Directors and Auditors thereon.
- To appoint the Directors in place of Mr. Devinder Nath Sharma, who retires by rotation and being eligible, offers himself for re-appointment as the Director of the company.
- 3. To appoint the Directors in place of Mr. Ashok Bhatia, who retires by rotation and being eligible, offers himself for reappointment as the Director of the company.
- 4. To appoint Auditors and to fix their remuneration and in this regards to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

"Resolved That M/S Bansal Satish & Associates, Chartered Accountants be and are hereby appointed as Statutory Auditors of the Tompany to hold office from the conclusion of the Annual General Meeting of the Company till the conclusion of the Next Annual General Meeting at remuneration at may be decided by the Board of Directors in consultation with Auditors."

SPECIAL BUSINESS:

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

"Resolved that pursuant to provisions of Sections 16, 31, 94 and other applicable provision of the Companies Act, 1956 and other applicable laws, if any, the approval of members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs 9,00,00,000 (Nine Crores) comprising of 700000 (Seventy Lacs) equity shares of Rs. 10 (Rupees Ten) each and 200000 (Two Lac) redeemable preference shares of Rs. 100/-(Rupees Hundred) each to Rs. 16,00,00,000 (Rupees Sixteen Crores) comprises of 1,40,00,000 (One Crore forty Lac) equity shares of Rs 10 /- (Rupees ten) each and 200000 (Two Lac) redeemable preference shares of

(Seventy Lac) equity shares of Rs. 10 /- (ten) each."

For and on Behalf of the Board of Sturdy Industries Limited

-Sd-

Place: Baddi

Dated: 01-09-2008

Company Secretary

Notes

- A member entitled to attend and vote at the meeting and is entitled to appoint a proxy to attend and vote on his behalf and the proxy need not be a member of the Company. The instrument appointing a proxy should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- 2) The explanatory statement pursuant to section 173 (2) of the Companies Act, 1956, relating to special business to be transacted at the meeting is annexed hereto.
- 3) Members are requested to bring their attendance slip alongwith their copy of annual report to the meeting.
- 4) In the case of jointholders attending the meeting, only such joint holder who is higher in order of names will entitled to vote.
- 5) Members who hold shares in dematerialized form are requested to bring their client ID and DP ID numbers for easy identification of attendance at the meeting. Those members who hold shares in the physical form are requested to write their Folio number in the attendance slip for attending the meeting.
- 6) The Register of members will remain closed on from 25th September 2008 (Thursday) to 29th September 2008 (Monday) (both days inclusive).
- 7) Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
- 8) The Members are requested to intimate to the Company regarding the change of their addresses if any.

For and on Behalf of the Board of Sturdy Industries Limited

-Sd-

Place: Baddi

Dated: 01-09-2008

Company Secretary

Explanatory Statement

(pursuant to section 173 (2) of the Companies Act, 1956)

Item no 5:

The present Authorized Share Capital of the Company is Rs. 9,00,00,000 (Rupees Nine Crores) and the paid up Share Capital of the Company at present is Rs. 8,99,12,000 (Rupees Eight Crores Ninety Nine Lacs And Twelve Thousand).

To enable the company to expand its capital further, the Board of Directors of the company have decided to increase the Authorized Share Capital of the company by creation of 7000000 (Seventy Lac) equity shares of Rs. 10/- (Rupees ten) each. These new shares shall rank pari -passu with the existing equity shares.

The resolution for the abovesaid purpose is submitted for your approval.

None of the Directors is concerned or interested in this resolution.

For and on Behalf of the Board of Sturdy Industries Limited

-Sd-

Place: Baddi

Dated: 01-09-2008

Company Secretary



STURDY INDUSTRIES LIMITED

Regd. Office: 21, Industrial Area, Baddi, Distt. Solan, H. P. 173205 (In case of members is unable to be present in person at the meeting this form may be used)

Proxy Form

I/ We		of
being a member/ members of the STURDY INDUSTRIES		
appoint, Mr. / Mrs / Miss		failing
him,		
Annual General Meeting of the Company to be held on Tuesday 30th September, 2008 at 11.00 A. M. a	it 21, INDU	STRIAL AREA,
BADDI, DISTT. SOLAN. H. P. 173205 and any adjournment thereof.		
Signed this day of	Rupee on	
Regd. Folio. No	Revenue	1
Signature	Stamp is to be affixed	1
Signature	<u> </u>	
Name		
Notes:		
1. The proxy must be deposited at the Registered office of the Company at : 21, Industrial Area, Baddi, E	istt. Solan,	H. P. 1732 05
atleast 48 hours before the time for holding the meeting.		
2. A proxy need not be a member of the Company.		
STURDY INDUSTRIES LIMITED		
Regd. Office: 21, Industrial Area, Baddi, Distt. Solan, H. P. 173205		
Attendance Slip		
(Please fill Attendance Slip and had it over at the entrance of the Meeting Ha	II)	
Name of the attending Member	********	•••••
(IN BLOCK LETTER)	-	
Name of Proxy (in case of proxy)		
Regd. Folio No		
No. of Shares held	· -	
I hereby record my presence at the 20th Annual General Meeting held on Tuesday, September 30, 20 Industrial Area, Baddi, Distt. Solan, H. P. 73205	08 at 11.0	3 a.m. at 21,

Member/ Proxy's Signature