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LAOPALA RG LIMITED

22nd *Annual Report*
2008-09

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Corporate Information

Board of Directors

Chairman	:	A.C. Chakrabortti
Managing Director	:	Sushil Jhunjunwala
Dy. Managing Director	:	Ajit Jhunjunwala
Directors	:	P. N. Roy G. Narayana Shakir Ali Arun Churiwal Rajiv Gujral
General Manager Finance & Secretary	:	Alok Pandey
Auditors	:	Doshi, Chatterjee, Bagri & Co.
Bankers	:	State Bank of India HDFC Bank Limited
Registrar & Share Transfer Agent	:	MCS Limited 77/2A Hazra Road Kolkata 700 029
Registered Office	:	'Chitrakoot', 10th Floor 230A, A. J. C. Bose Road Kolkata 700 020, India Tel 3053 6656 / 57 / 58 Fax 3053 6659 e mail : laopala@eth.net website : www.laopala.in
Works	:	Post. Madhupur, Dist. Deoghar Jharkhand B-108, ELDECO SIDCUL Industrial Park Sitarganj, Udham Singh Nagar Uttarakhand 262 405

NOTICE is hereby given that **22nd Annual General Meeting** of the Company will be held at Gyan Manch at 11, Pretoria Street, Kolkata 700 071 on Saturday the 29th August, 2009 at 11.30 a.m to transact the following business:

AS ORDINARY BUSINESS

1. To receive, consider and adopt Directors' Report and Auditors' Report and audited statement of accounts for the year ended 31st March, 2009
2. To appoint a Director in place of Sri G Narayana who retires by rotation and being eligible offers himself for reappointment.
3. To appoint a Director in place of Sri Shakir Ali who retires by rotation and being eligible offers himself for reappointment.
4. To appoint Auditors and fix their remuneration.

AS SPECIAL BUSINESS

5. **As Special Resolution :**

To consider and if thought fit, to pass with or without modification, the following, resolution :

RESOLVED THAT pursuant to sections 198, 269 and 309 read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactment thereof, for the time being in force), the consent of the Company be and is hereby accorded to the re-appointment of Sri Sushil Jhunjunwala as the Managing Director of the Company for further period of 5 (five) years with effect from 1st October 2009 on the following terms and conditions, provided such remuneration is also to be a minimum remuneration payable to Sri Sushil Jhunjunwala in the event of loss or inadequacy of the profits of the company in any financial year.

a. **Salary :** Rs. 2,00,000/- per month in the scale of Rs. 2,00,000/- - Rs. 4,00,000/-.

b. **Perquisites**

(i) In addition to the above, Mr Sushil Jhunjunwala shall be entitled to perquisites like accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with utilities such as gas, electricity, water, furnishing & repair, medical reimbursement, leave travel concession for himself and his family, club fees, medical insurance, personal accident insurance etc. in accordance with the rules of the company or as may be agreed to by and between the Board of Directors and Mr Sushil Jhunjunwala. Such perquisites for each year not to exceed his annual salary.

For the purpose of calculating the above ceiling perquisites shall be evaluated as per Income Tax rules, wherever applicable. In the absence of any such rules perquisites shall be evaluated at actual cost.

Provision of the Company's car and telephone at residence for official duties shall not be included in the computation of perquisites.

(ii) Company's contribution to Provident Fund is not taxable under the Income Tax Act. Gratuity payable as per rules of the company and encashment of leave shall not be included in the computation of limits for the remuneration or perquisites as aforesaid.

c. **Commission :**

As may be decided by the Board of Directors, within the overall ceiling stipulated as per the provisions of the Companies Act 1956.

d. **Leave :**

On full pay and allowance as per the rules of the Company but not exceeding one month's leave for eleven months of service. Mr Sushil Jhunjunwala shall also be entitled to be reimbursed all entertainment and/or travelling, hotel and other expenses actually incurred by him in performance of the duties on behalf of the company.

Place: Kolkata
Date: 30th May, 2009

By Order of the Board
ALOK PANDEY
G.M. Finance & Secretary

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies in order to be effective, must be lodged at the Company's Registered Office not less than 48 hours before the commencement of the Meeting.
3. The Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 regarding the Special Business contained in the notice is annexed.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 20th August, 2009 to 29th August, 2009 (both days inclusive).
5. Members are requested to bring their copy of Annual Report to the Meeting.
6. Shareholders requiring any information regarding accounts are requested to write to the company in advance so that the relevant information can be furnished by the Company.
7. Members of the Company are requested to intimate immediately to the Registered Office of the Company about the change of address, if any.
8. Members/Proxies are requested to bring the Attendance Slip duly filled in and hand it over at the entrance of the Meeting hall.
9. Reappointment of Directors

Sri G Narayana was appointed as a Director on 25th November, 1996. He is a Corporate Advisor, Management Author and Trainer. Currently he is a Chairman & Director of Punjab Chemicals & Crop Protection Ltd. and Yash Papers Ltd. and Director of Aryan Paper Mills Ltd. He is also a Chairman in Excel Emeritus Industries Ltd.

10. Reappointment of Directors

Sri Shakir Ali was appointed as a Director on 11th June, 1987. He is an Advocate and reputed Labour Advisor. Currently he is also a Director of M/s Eri-tech Limited.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT 1956

Item No. (6)

In the 17th Annual General Meeting held on 11th September, 2004 shareholders approved the reappointment of Sri Sushil Jhunjunwala as Managing Director for a period of 5 years with effect from 1st October 2004. His tenure of office as Managing Director expires on 30th September 2009 and being eligible Sri Sushil Jhunjunwala offers himself for reappointment as Managing Director of the company for a further period of 5(five) years with effect from 1st October, 2009. Currently Sri Sushil Jhunjunwala is also a director in Genesis Exports Ltd., BSL Ltd., SKJ Estates Pvt. Ltd., Ishita Housing Pvt. Ltd., Anuraha Designers Pvt. Ltd. and RSWM Ltd.

Excepting Mr Sushil Jhunjunwala and Mr Ajit Jhunjunwala no other director is interested in this resolution.

Place: Kolkata
Date: 30th May, 2009

By Order of the Board
ALOK PANDEY
G.M. Finance & Secretary

Directors' Report

Directors' Report to the Members

Your Directors have pleasure in presenting the 22nd Annual Report together with the Audited Accounts of the Company for the financial year ended 31st March, 2009.

Performance Review of the Company

Opalware Plant situated at Madhupur, and Sitargunj and the Crystal Glass Plant situated at Madhupur, operated almost at the normal level, despite difficult economic scenario prevailing during the year under review. The turn over of the Company increased only by 16.05% in the current financial year and the Profit before Tax was Rs. 170.74 lakhs as compared to Rs. 160.32 lakhs in the previous year. The profit during the current year has been affected due to loss of Rs. 166.67 lakhs on Forward Contract and high oil prices mainly in the first half of the year.

The summarized results of the current year's performance are given hereunder:

Sl. No.	Particulars	Rs. in lacs Year ended 31st March'09	Rs. in lacs Year ended 31st March '08
1	Net Sales / Income from operations	6526.42	5594.22
2	Other Income	50.42	53.36
3	Total expenses before interest and depreciation	5529.89	4951.56
4	Interest	412.87	187.31
5	Gross profit after interest but before depreciation	634.08	508.71
6	Depreciation	463.34	348.39
7	Profit before taxation	170.74	160.32
8	Tax expenses	89.34	57.18
9	Net profit	81.40	103.14
10	Tax for earlier year	-	(3.11)
11	Surplus available	81.40	100.03
12	Dividend	-	79.48
13	Tax on Dividend	-	13.51
14	Transferred to General Reserve	-	NIL
15	Balance as per last year	1268.01	1260.97
16	Balance carried to Balance Sheet	1349.41	1268.01

Dividend

Keeping in view the need to conserve the Company's resources your Directors constrained not to recommend any Dividend for the financial year ended 31st March, 2009.

Corporate Governance

Management Discussion and Analysis, Corporate Governance Report and the Auditors' Certificate regarding compliance of the same are given separately, which form part of this Report.

Responsibility Statement

Your Directors confirm that in preparation of the accounts the applicable accounting standards have been followed.

Your Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.

That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

That the Directors have prepared the accounts for the financial year ended 31st March, 2009 on a "going concern" basis.

Auditors

M/s Doshi Chatterjee Bagri & Co., retire and are eligible for reappointment. As per proviso to Section 224(1) of the Companies Act, 1956, a written certificate has been obtained by the Company from the Auditors stating that if they are reappointed Auditors of the Company, such re-appointment would be within the limits specified in Section 224(1B) of the Companies Act, 1956.

Comments on Auditors' Report

The Report of the Auditors read with the Notes on Accounts is self-explanatory and needs no further clarification.

Directors

Sri G Narayana and Sri Shakir Ali are retiring from the office of the Directors by rotation and being eligible offer themselves for re-appointment.

Conservation of energy and technology absorption and foreign exchange earnings and outgo

In accordance with the requirement of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, the particulars with respect to conservation of energy and technology absorption and foreign exchange earnings and outgo are given in Annexure 'A' forming part of this report.

Particulars of employees

The company has no employee employed during the year or part of the year in receipt of remuneration in excess of the sum prescribed under Section 217(2A) of the Companies Act, 1956.

Acknowledgement

The Directors express their grateful appreciation for the assistance and cooperation extended by Banks, various Government and other agencies, shareholders and the suppliers and solicit their continued support. Your Directors also wish to place on record their deep sense of appreciation for the devoted services of the Executives, Staff and Workers of the Company for its success.

Place: Kolkata
Date: 30th May, 2009

By Order of the Board
A. C. Chakrabortti

Chairman

Annexure to Directors' Report

Annexure 'A' to Directors report for the year ended March 31st, 2009

Conservation of Energy, Technology Absorption and Foreign Earnings and Outgo under Section 217(1)(e) of the Companies Act, 1956.

The Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988

A. Conservation of Energy	2008 - 09	2007 - 08
1 Electricity		
(a) Purchased		
Unit: KWH	9,170,625	40,15,550
Total amount (Rs. lakhs)	369.47	120.99
Rate/Unit (Rs.)	4.03	3.01
(b) Own Generation		
Through Generator		
Unit: KWH	4,877,916	51,20,333
Unit/Litre of oil	3.31	3.37
Cost/Unit (Rs.)	7.75	6.07
2 Furnace Oil		
Quantity		
Unit/Litre	2,212,036	22,73,655
Total cost (Rs. Lakhs)	547.47	464.36
Cost/Unit (Rs.)	24.75	20.42
3 Others		
(a) HSD		
Quantity		
Unit/Litre	212,320	79,722
Total cost (Rs. Lakhs)	64.48	22.85
Cost/Unit (Rs.)	30.37	28.66
(b) GAS		
Quantity		
Unit/Kgs	935,823	7,42,475
Total cost (Rs. Lakhs)	404.23	277.13
Cost/Unit (Rs.)	43.20	37.33
4 Consumption Per Unit of Production		
Unit	18,309,057	1,63,25,627
Electricity: KWH	0.77	0.56
Furnace Oil: Litre	0.12	0.14
HSD : Litre	0.012	0.005
GAS : Kgs	0.051	0.045

B. Technology Absorption

The continuous research is being made with an objective to improve the quality of the product and to reduce rejection, energy and raw material cost. Several tangible and intangible benefits are derived in area of energy consumption and product quality.

C. Foreign Exchange Earnings & Outgo

Particulars with regard to Foreign Exchange Earnings and Outgo appear in schedule 15 to the accounts.

Place: Kolkata

Dated: 30th May, 2009

On behalf of the Board

A.C. Chakrabortti

Chairman

Corporate Governance Report (Pursuant to clause 49 of the Listing Agreement)

1. Company's Philosophy

The company firmly believes in and has proactively adopted the adequate policies of Corporate Governance to ensure transparency, professionalism and accountability in its dealings with shareholders, customers, creditors, employees and with every person who comes in contact with the company.

2. Board of Directors

The business of the company is managed by the Board of Directors ("the Board"). The Managing Director along with Executive Director manages day to day operation of the Company. As on 31st March 2009 the Board consisted of two executive and six non-executive Directors.

During the financial year under review six Board Meetings were held on following dates: May 27, 2008, June 26, 2008, July 31, 2008; September 27, 2008; October 30, 2008; January 29, 2009;

Constitution of Board of Directors and related information.

Name of the Director	Category	No. of Board Meetings Attended	Attendance At last AGM	No. of outside Directorship excluding Private Companies as on March 31, 2009	No. of outside Board Committee membership/ Chairmanship excluding Private Companies as on March 31, 2009
Sri A C Chakrabortti	Chairman Non Executive and independent	6	Yes	13	6 (including 4 Chairmanship)
Sri Sushil Jhunjhunwala	Managing Director	6	Yes	2	2
Sri Ajit Jhunjhunwala	Dy. Managing Director	6	Yes	1	Nil
Sri Arun Churiwal	Non Executive and independent	4	No	5	1
Sri P N Roy	Non Executive and independent	Nil	No	Nil	Nil
Sri G Narayana	Non Executive and independent	5	Yes	3	Nil
Sri Shakir Ali	Non Executive and independent	6	Yes	1	Nil
Sri Rajiv Gujral	Non Executive and independent	5	Yes	5	Nil

There are no pecuniary relationship or transaction of non-executive directors vis-à-vis the company.

3. Audit Committee

The Audit Committee was constituted by the Board of Directors on May 25, 2002 and it consists of four non-executive independent directors. During the period under review the Audit Committee met on five occasions viz. May 27, 2008, June 26, 2008, July 31, 2008; October 30, 2008 & January 29, 2009; The constitution of Audit Committee also meets the requirements of section 292A of the Companies Act, 1956 and guidelines set out in listing agreement.

Constitution of Audit Committee and related information.

Annexure to Directors' Report

Name of the Directors	Category	No. of meetings attended during the financial year ended 31 st March 2009
Sri G Narayana	Chairman Non Executive and Independent	4
Sri A C Chakrabortti	Non Executive and Independent	5
Sri P N Roy	Non Executive and Independent	Nil
Sri Shakir Ali	Non Executive and Independent	5

The role of Audit Committee and terms of reference specified by the Board to the Audit Committee are as under:

- Review of the Company's financial reporting process, the financial statements and financial / risk management policies.
- Review Half-yearly and Annual Financial Accounts of the Company and discuss with Auditors.
- To meet and review with External and Internal Auditors the Internal Control Systems and to ensure their compliance.
- To review matters as required under the terms of Listing Agreement.
- To investigate matters referred to it by the Board.
- The Company Secretary acts as secretary to the committee.

4. Remuneration Committee

The Remuneration Committee of the Board of Directors has been constituted in accordance with the prescribed guidelines. The committee comprises of 3 Directors, all of whom are non-executive and independent. The Remuneration Committee comprises of the following:

(a) Sri A C Chakrabortti

(b) Sri Arun Churiwal

(c) Sri G Narayana

The Remuneration Committee approved the remuneration payable to all executive directors and non-executive directors within the over-all limits approved by the shareholders and in accordance with the provisions of Companies Act 1956.

Executive Directors' Remuneration details for the financial year ended March 31, 2009

Name of the Directors	Salary and perquisites	Commission	Total
Sri Sushil Jhunjunwala, Managing Director	32,49,769	-	32,49,769
Sri Ajit Jhunjunwala, Dy. Managing Director	24,45,934	-	24,45,934

Non-executive Directors' Remuneration details for the financial year ended March 31, 2009

Name of the Directors	Sitting Fees	Commission	Total
Sri A C Chakrabortti	24,000	-	24,000
Sri P N Roy	-	-	-
Sri G Narayana	20,000	-	20,000
Sri Shakir Ali	24,000	-	24,000
Sri Arun Churiwal	16,000	-	16,000
Sri Rajiv Gujral	20,000	-	20,000
	1,04,000		1,04,000

Salary and perquisites include companies contribution to Provident Fund. The company does not have any stock option scheme.

5. Investors' Grievance Committee

Chairman	:	Sri Shakir Ali
Members	:	Sri Sushil Jhunjunwala Sri Ajit Jhunjunwala Sri G Narayana
Compliance Officer	:	Sri Alok Pandey
No. of complaints received by Company's Registrar & Share Transfer Agents M/s MCS Ltd during the financial year ended March 31, 2009	:	13
No. of complaints resolved to the satisfaction of share-holders during the financial year Ended March 31, 2009.	:	13
No. of pending share transfers as on March 31, 2009	:	Nil

6. General Body Meeting

AGM for the financial year	Location of holding AGM	Date and time of AGM
2007-2008	'Gyan Manch'. 11 Pretoria Street, Kolkata 700 071	September 27, 2008 11.30 AM
2006-2007	'Gyan Manch'. 11 Pretoria Street, Kolkata 700 071	September 04, 2007 11.30 AM
2005-2006	'Gyan Manch'. 11 Pretoria Street, Kolkata 700 071	August 11, 2006 11.30 AM

6(a). Special Resolution passed in the last three years

- (a) Special Resolution passed at the 19th Annual General Meeting held on August 11, 2006
 - (i) De-listing of the shares of the company from The Calcutta Stock Exchange Association Ltd.
 - (ii) Preferential offer of equity shares on payment of premium up to an aggregate value not exceeding Rupees Twenty Hundred Lakhs.
- (b) No Special Resolution was passed at the 20th Annual General Meeting held on September 04, 2007
- (c) Special Resolution passed at the 21st Annual General Meeting held on September 27, 2008
 - (i) Payment of minimum remuneration during the year of inadequacy of profit or absence of profit to Mr Sushil Jhunjunwala, Managing Director of the Company
 - (ii) Payment of minimum remuneration during the year of inadequacy of profit or absence of profit to Mr Ajit Jhunjunwala, Dy. Managing Director of the Company
 - (iii) Enhancement of remuneration of Mrs. Nidhi Jhunjunwala as Sr. Manager – Product Development of the company, a relative of Mr Sushil Jhunjunwala, Managing Director and Mr Ajit Jhunjunwala, Dy. Managing Director of the Company.
 - (iv) Enhancement of remuneration of Mrs. Shruti Kishorepuria as Executive – Product Development of the company, a relative of Mr Sushil Jhunjunwala, Managing Director and Mr Ajit Jhunjunwala, Dy. Managing Director of the Company.

6(b). Postal Ballot

During the year 2008-09 no resolution was passed through Postal Ballot by your Company.

7. Disclosure

(a) Related Party Disclosure:

During the year under review, no transaction of material nature has been entered into by the Company with its promoters, the directors or the management, their subsidiaries or relatives etc., that may have potential conflict with the interests of the Company.

Annexure to Directors' Report

(b) Compliances by the Company

There has been no instance of non-compliance by the Company on any matter related to Capital Markets during the last three financial years. Hence, the question of penalties or strictures being imposed by SEBI, the Stock Exchanges or any statutory authorities does not arise.

(c) Whistle Blower Policy

The Company does not have a formal whistle blower policy. However, access to Audit Committee is made available to every employee.

(d) Code of conduct for prevention of Insider Trading

The Board has laid down a code of conduct for all Board members and Senior Management of the Company in accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. All Board members and Senior Management personnel have affirmed compliance with the Code of Conduct. The Managing Director has also confirmed and certified the same to the Board of Directors.

(e) The details of compliance with Mandatory/Non Mandatory requirements:

The Company has complied with all the mandatory requirements of the Corporate Governance Code including Board Composition, Audit Committee, Shareholders Grievance Committee, Disclosures to be made to the Board and Audit Committee including related party transactions, Accounting treatments, Risk Management etc.

With respect to Non-mandatory requirements, the Company has a Remuneration Committee in place and has no qualifications in the Auditors Report.

8. Means of Communication

The Company has published its quarterly results in The Business Standard (English) in all edition and Aajkaal (vernacular) in Kolkata.

Management's Discussion & Analysis forms part of this Annual Report which is also being posted to all the shareholders of the Company.

9. Code of Conduct

All the members of the Board and senior management personnel have affirmed compliance with the Companies Code of Conduct.

10. CEO / CFO Certification

The Managing Director and the Chief Financial Officer have furnished the necessary certificate to the Board of Directors with respect to financial statements for the year ended 31st March, 2009.

11. General Shareholders' Information

AGM date, time and venue	:	29 th August, 2009 at 11.30 a.m. at 'Gyan Manch', 11 Pretoria Street, Kolkata 700 071
Financial Calendar 2009-2010	:	First Qtr. Result Last week of July'09 2 nd Qtr. Result Last week of Oct.'09 3 rd Qtr. Result Last week of Jan'10 Audited Accounts Last week of June'10
Date of Book Closure	:	20 th August, 2009 to 29 th August, 2009 (both days inclusive)

Listing of Stock Exchanges : The National Stock Exchange Ltd.
The Stock Exchange, Mumbai
The Calcutta Stock Exchange Association
Limited, Kolkata (Applied for delisting)

Stock code
The National Stock Exchange Ltd. : LAOPALA
The Stock Exchange, Mumbai : 526947
The Calcutta Stock Exchange : 22016
Association Ltd, Kolkata

Demat ISIN No. for CDSL & NSDL : INE 059D01012

Market Price Data : High/Low during each month during the last financial year

Month	Share Price		Sensex	
	High	Low	High	Low
April 2008	32.95	26.40	17378.46	15343.12
May 2008	30.90	28.60	17600.12	16275.59
June 2008	28.80	23.45	16063.18	13461.60
July 2008	24.00	20.10	14942.28	12575.80
August 2008	32.90	23.00	15503.92	14048.34
September 2008	27.35	22.05	15049.86	12595.75
October 2008	23.95	16.10	13055.67	8509.56
November 2008	17.95	15.75	10631.12	8451.01
December 2008	19.15	17.00	10099.91	8739.24
January 2009	20.45	16.25	10335.93	8674.35
February 2009	17.95	16.15	9647.47	8822.06
March 2009	16.35	14.15	10048.49	8160.40

Registrar & Share Transfer Agents : MCS Ltd
77/2A Hazra Road, Kolkata 700 029
Telephone nos: 24767350(4 lines)
Facsimile nos: 24747674
mcskol@rediffmail.com

Share Transfer System : Registrar and Share Transfer Agents attends to share transfer formalities once in a fortnight. Demat requests are normally confirmed within 4 days from the date of receipt of request.

Annexure to Directors' Report

Distribution of Shareholding as on March 31, 2009

No. of equity Shares held	Shareholder(s) Nos.	Shareholder(s) %	Shareholding(s) Nos.	Shareholding(s) %
1 to 500	4304	85.3122	634256	5.9849
501 to 1000	350	6.9376	295755	2.7908
1001 to 2000	203	4.0238	326285	3.0789
2001 to 3000	54	1.0704	140237	1.3233
3001 to 4000	30	0.5946	112518	1.0617
4001 to 5000	26	0.5154	126789	1.1964
5001 to 10000	39	0.7730	307041	2.8973
10001 to 50000	24	0.4757	520682	4.9132
50001 to 100000	3	0.0595	184739	1.7432
100001 and above	12	0.2379	7949230	75.0102
	5045	100.0000	10597532	100.0000

Shareholding Pattern as on March 31, 2009

Category	Number of Equity Shares held	% of Equity Shares held
A. Promoters Holding		
1. Promoters		
Indian Promoters	6811787	64.277
Foreign Promoters	Nil	Nil
2. Persons acting in concert	4740	0.044
Sub-Total	6816527	64.321
B. Non-Promoters Holding		
3. Institutional Investors	Nil	Nil
a. Mutual Funds and UTI	565682	5.338
b. Banks, Financial Institution, Insurance Companies (Central/ State Govt. Institution/Non-Govt. Institution)	Nil	Nil
c. FIIS	Nil	Nil
Sub - Total	565682	5.338
4. Others		
a. Private Corporate Bodies	768084	7.248
b. Indian Public	2174811	20.522
c. NRIs/OCBs/Foreign Companies	268728	2.536
d. Any other (specify) Trust & Foundation	3700	0.035
Sub - Total	3215323	30.341
GRAND TOTAL	10597532	100.00

Dematerialisation of Shares	:	3642891 (34.37%) of the shares issued by the Company have been dematerialised upto 31 st March 2009.
Outstanding GDR/ADR/Warrants or any convertible instruments, conversion dates and likely impact on equity	:	N.A.
Plant Location	:	La Opala RG Ltd 1. Post: Madhupur, Dist. Deoghar Jharkhand 2. B-108, ELDECO SIDCUL Industrial Park, Sitargunj, Udham Singh Nagar, Uttarakhand 262 405
Address for correspondence	:	Shareholders should address their Correspondence to the Company's Registrar & Share Transfer Agents at the following address: MCS Ltd 77/2A Hazra Road Kolkata 700 029 Shareholders may also contact Company Secretary at the Registered Office of the Company for any assistance. The address of the Registered Office is as under: La Opala RG Ltd 'Chitrakoot', 10 th floor 230A, A.J.C. Bose Road Kolkata 700 020 Telephone nos: 3053 6656 / 57/58 Facsimile nos: 3053 6659 E-mail : laopala@eth.net

For and on behalf of the Board of the Directors

Place: Kolkata
Date: 30th May, 2009

A. C. Chakrabortti
Chairman

Auditors' Certificate

CERTIFICATE

TO THE MEMBERS OF
LA OPALA RG LIMITED

We have examined the compliance of conditions of Corporate Governance by LA OPALA RG LIMITED for the year ended on March 31, 2009, as stipulated in clause 49 of the Listing Agreement of the said Company with the stock exchange(s).

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. 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 the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

For **Doshi, Chatterjee, Bagri & Co.**
Chartered Accountants

Place: Kolkata
Date: 30th May, 2009

R. K. BAGRI
Partner
Membership No. 51956

Industry Structure & Development

Slowdown of world economy, the failure of U. S. housing and credit markets, fluctuation in fuel prices, the fear of job-loss, the tight liquidity position, and meltdown of stock prices all over the world have affected the general sentiments of people resulting therein decrease in consumer spending and increase in saving rate. The Government of almost all the countries has announced the stimulus package to boost their economy and generate demand. The position in India is not any different from the above scenario. The industry passed through unprecedented crises during the year. Under such a difficult economic condition the company was able to increase its turnover by 16.05% though it had a larger capacity. The La opala Diva range of products launched from our new factory situated at Sitargunj plant have been successfully established.

Opportunities and Threat

The impact of global economic turmoil is comparatively less felt in India than other countries as India was not the epicenter of the crises. It is expected that the growth rate of Indian economy will touch 6 to 7% in the financial year 2008-09. The company can leverage its growth as the fundamental macro economic of India looks strong. The company is facing stiff competition from imported product and at the same time China is dumping the product not only in India but all over the world as Chinese tableware industry is facing slowdown. The competition is also being faced from unorganized sector. In the intensified competitive scenario the focus is being made to penetrate into newer market and make the presence of the product being felt in the market by improved packaging, and introducing new designs to cater to the needs and tastes of regional customers

Outlook

Despite of slack domestic demand the company is hopeful to achieve higher growth by establishing its market leadership, providing quality product at affordable prices, introducing new colorful designs and strengthening distribution network. Barring unforeseen circumstances the future of the company looks bright.

Risks and concerns

The increased global competition, availability of foreign product at low cost, volatile oil prices, and unhealthy competition from unorganized sector are main factors of concern for the company

Internal Control System and their Adequacy

The company has adequate internal control system and procedures with regard to purchase of raw material, stores, packing material etc. commensurate with the size & nature of the business.

Financial Performance

The financial statements have been prepared in compliance with the requirements of the Companies Act and the Accounting Standards issued by the Institute of Chartered Accountants of India. During the year sales amounted to Rs. 6412.69 lacs compared to Rs. 5525.95 lacs in previous year. Profit before tax amounted to Rs. 170.74 lacs as compared to Rs. 160.32 lacs in previous year. The profit during the year has been affected due to loss of Rs. 166.67 lac on forward contract and high oil prices mainly in the first half of the year.

Industrial Relations

Industrial relations during the year under review remained cordial and peaceful. La Opala continuously endeavors to upgrade the knowledge and skills of its employees and attaches utmost priority to human resource development.

Corporate Social Responsibility

Your Company ensures the protection of interest not only of its stakeholders but the community at large. The Children Park as well as the Tripur Dham Temple at Madhupur is being maintained by the Company. The Company also provides lights at strategic location at villages surrounding the factory.

Cautionary Statement

Statements in the Management's Discussion and Analysis Report describing the Company's projection, estimates, expectations or predictions may be forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that would make a difference to the Company's operations include demand-supply conditions, raw material prices, change in Government regulations, tax regimes, economic developments within the country and other factors such as litigation and labour negotiations.

Place: Kolkata

Date: 30th May, 2009

By Order of the Board

A. C. Chakrabortti
Chairman

Auditors' Report

To the members of LA OPALA RG LIMITED

We have audited the attached Balance Sheet of LA OPALA RG LIMITED [the Company] as at March 31, 2009, the Profit and Loss Account and Cash Flow Statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. Further to our comments in the annexure referred to in paragraph 1 above, we report that:
 - (i) We have obtained all the information and explanations, which, to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (ii) In our opinion, proper books of account as required by law, have been kept by the Company so far as appears from our examination of those books.
 - (iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - (iv) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
 - (v) On the basis of written representations received from the Directors as on March 31, 2009, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on March 31, 2009 from being appointed as a Director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
3. In our opinion and to the best of our information and according to the explanations given to us, the said Balance Sheet, the Profit and Loss Account and Cash Flow statement read together with the notes thereon give the information required by the Companies Act, 1956, in the manner so required and also give a true and fair view, in conformity with the accounting principles generally accepted in India:
 - (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2009;
 - (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Doshi, Chatterjee, Bagri & Co.
Chartered Accountants

R. K. BAGRI
Partner
Membership No. 51956

Kolkata
Date: 30th May, 2009

Annexure referred to in paragraph (1) of the auditors' report of even date to the members of LA OPALA RG LIMITED on the accounts as at and for the year ended March 31, 2009

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
- (c) No substantial part of fixed assets has been disposed off during the year.
- (ii) (a) The physical verification of inventory has been conducted at reasonable intervals by the management.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) On the basis of our examination of inventory records, we are of the opinion that the Company has maintained proper records of inventory. As far as we can ascertain and according to the information and explanations given to us, the discrepancies noticed on physical verification of inventory as compared to book stocks were not material and the same have been properly dealt with in the books of account.
- (iii) (a) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Accordingly paragraph 4 (iii) (b), (c) and (d) of the order is not applicable.
- (b) According to the information and explanations given to us, except for loan of Rs. 99 lacs taken from two directors during the year, the company has not taken any loans, secured or unsecured, from companies, firms, or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. The maximum amount outstanding during the year was as well as the year end balance was Rs.131.26 lacs.
- (c) The rate of interest and other terms and conditions on which above mentioned loans have been taken from the directors are prima facie not prejudicial to the interest of the Company.
- (d) There are no stipulations for repayment of the above mentioned loans.
- (iv) There are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, no major weakness has been noticed in the underlying internal controls.
- (v) (a) According to the information and explanations given to us, the contracts and arrangements that need to be entered into the register maintained in pursuance of Section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to information and explanations given to us, the transactions of purchase of services made in pursuance of contract and arrangements entered in the register maintained u/s 301 of the Companies Act, 1956 and aggregating during the year to Rs.500000/- or more, have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- (vi) The Company has not accepted deposits from the public within the meaning of Section 58A and Section 58AA or any other relevant provisions of the Companies Act, 1956. Accordingly, paragraph 4 (vi) of the order is not applicable.

Auditors' Report

- (vii) The Company has an internal audit system commensurate with its size and nature of its business.
- (viii) The Central Government has not prescribed maintenance of cost records under Section 209 (1) (d) of the Companies Act, 1956.
- (ix) (a) The Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Sales-tax/ Value Added Tax, Service tax, Customs duty, Excise Duty, Cess and other applicable statutory dues with the appropriate authorities. No undisputed amounts payable in respect of aforesaid dues are there at the year end for a period of more than six months from the date they became payable.
- (b.) According to the records of the Company and the information and explanation given to us, there are no dues outstanding on account of any dispute except for the following:

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which it relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	1,61,250	1987-1988	High Court
Income Tax Act, 1961	Income Tax	4,88,552	2000-2001	Assistant Commissioner of Income Tax
Income Tax Act, 1961	Income Tax	11,21,145	2003-2004	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	4,970,901	2006-2007	Commissioner of Income Tax (Appeals)
Central Sales Tax Act, 1956	Sales Tax	47,14,326	2002-2006	Supreme Court
Customs Act	Custom Duty	1,50,000	2005-06	Appellate Tribunal

- (x) The Company does not have any accumulated losses at the end of the reporting financial year and has not incurred cash losses in the financial year and immediately preceding financial year.
- (xi) The Company has not defaulted in repayment of dues to banks.
- (xii) As the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities, paragraph 4(xii) of the order is not applicable.
- (xiii) As the Company is not a Chit fund/nidhi/mutual benefit fund/society to which the provisions of special statute relating to chit fund are applicable, paragraph 4 (xiii) of the order is not applicable.
- (xiv) The Company has maintained proper records of the transactions for dealing in shares, securities and other investments and timely entries have been made therein. The shares, securities and other investments have been held by the Company in its own name.

- (xv) According to the information and explanations provided to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions. Accordingly, paragraph 4 (xv) of the order is not applicable.
- (xvi) The proceeds of term loans raised by the Company during the year were applied for the purpose for which they were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of financial statements of the Company, there are no funds raised on short-term basis which have been used for long-term investment.
- (xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Act. Accordingly, paragraph 4 (xviii) of the order is not applicable.
- (xix) The Company has not issued any debentures and as such, paragraph 4 (xix) of the order is not applicable.
- (xx) Since the Company has not raised any money by public issue during the year, paragraph 4 (xx) of the order is not applicable.
- (xxi) On the basis of our examination of books of account and according to the information and explanations provided to us by the management, we report that, no fraud on or by the Company has been noticed or reported during the course of our audit for the year ended March 31, 2009.

Doshi, Chatterjee, Bagri & Co.
Chartered Accountants

R. K. BAGRI
Partner
Membership No. 51956
Date: 30th May, 2009

Balance Sheet as at 31st March, 2009

	Schedule	Rs.	As at 31.03.2009 Rs.	As at 31.03.2008 Rs.
SOURCES OF FUNDS				
Shareholders' Funds				
Share Capital	1		105,975,320	105,975,320
Reserves and Surplus	2		256,024,700	247,884,624
			<u>362,000,020</u>	<u>353,859,944</u>
Loan Funds				
Secured Loans	3	393,114,607		303,416,496
Unsecured Loans	4	<u>53,060,138</u>		<u>30,108,898</u>
			446,174,745	333,525,394
Deferred tax Liabilities (Net)	5		<u>47,337,077</u>	<u>41,280,036</u>
			<u>855,511,842</u>	<u>728,665,374</u>
APPLICATION OF FUNDS				
Fixed Assets				
Gross Block	6	753,854,556		746,179,370
Less : Depreciation		<u>214,068,688</u>		<u>170,068,484</u>
Net Block		539,785,868		576,110,886
Add : Capital Work in Progress including Capital Advances		<u>195,335</u>		<u>892,060</u>
			539,981,203	577,002,946
Investments	7		753,300	753,300
Current Assets, Loans & Advances				
Stock-in-trade	8	250,969,168		123,652,389
Sundry Debtors		120,191,926		98,541,567
Cash & Bank Balances		3,902,546		10,627,144
Loans & Advances		<u>37,856,491</u>		<u>31,774,958</u>
		412,920,131		264,596,058
Less : Current Liabilities & Provisions	9			
Current Liabilities		87,805,261		93,834,973
Provisions		<u>10,622,531</u>		<u>20,231,957</u>
		<u>98,427,792</u>		<u>114,066,930</u>
Net Current Assets			314,492,339	150,529,128
Miscellaneous Expenditure (To the extent not written off or adjusted)	10		285,000	380,000
			<u>855,511,842</u>	<u>728,665,374</u>
Notes to Accounts	15			

For DOSHI, CHATTERJEE, BAGRI & CO.
Chartered Accountants

R. K. Bagri
Partner
Membership No : 51956
Kolkata
Date : 30th May 2009

Alok Pandey
G. M Finance
& Secretary

On Behalf of the Board

A. C. Chakrabortti - Chairman
Sushil Jhunjunwala - Managing Director
Ajit Jhunjunwala - Dy. Managing Director

Profit & Loss Account for the year ended 31st March, 2009



	Schedule	For the year ended 31.03.2009 Rs.	For the year ended 31.03.2008 Rs.
INCOME			
Sales		646,033,689	556,176,647
Export Incentives		<u>11,373,466</u>	<u>6,826,979</u>
		657,407,155	563,003,626
Less : Returns		<u>4,763,761</u>	<u>3,581,155</u>
		652,643,394	559,422,471
Less : Excise Duty		<u>32,560,138</u>	<u>50,781,983</u>
		620,083,256	508,640,488
Other Income	11	5,041,854	5,335,569
Variation in Stock	12	<u>101,307,196</u>	<u>(5,882,354)</u>
		<u>726,432,306</u>	<u>508,093,703</u>
EXPENDITURE			
Material Cost		133,427,911	100,098,524
Packing Material Consumed		43,306,279	37,342,387
Manufacturing Expenses	13	264,153,235	191,821,193
Administrative, Selling & Distribution Expenses	14	222,041,935	127,864,396
Depreciation		46,333,606	34,839,349
Miscellaneous Expenses written off		95,000	95,000
		<u>709,357,966</u>	<u>492,060,849</u>
Profit before Taxation		<u>17,074,340</u>	<u>16,032,854</u>
Provision for Taxation:			
- Income tax		1,947,618	1,829,617
- Fringe Benefit tax		929,605	560,000
- Deffered tax		<u>6,057,041</u>	<u>3,329,071</u>
Profit after Taxation		<u>8,140,076</u>	<u>10,314,166</u>
- Income tax payments for earlier year		-	(311,024)
Balance brought forward		<u>126,801,634</u>	<u>126,097,429</u>
Profit available for appropriation		<u>134,941,710</u>	<u>136,100,571</u>
APPROPRIATIONS :			
Proposed Dividend		-	7,948,149
Tax on Proposed Dividend		-	1,350,788
Transfer to General Reserve		-	-
Balance Carried to Balance Sheet		<u>134,941,710</u>	<u>126,801,634</u>
		<u>134,941,710</u>	<u>136,100,571</u>
Notes to Account	15		
Earnings Per Share : Basic & Diluted (in Rs.)		0.77	0.94
(Refer Note No. 7 in Schedule 15)			

Schedules 11 to 15 form part of the Profit & Loss Account.
This is the Profit & Loss Account referred to in our report of even date

For DOSHI, CHATTERJEE, BAGRI & CO.
Chartered Accountants

R. K. Bagri
Partner
Membership No : 51956
Kolkata
Date :30th May 2009

Alok Pandey
G. M Finance
& **Secretary**

On Behalf of the Board

A. C. Chakrabortti - **Chairman**
Sushil Jhunjunwala - **Managing Director**
Ajit Jhunjunwala - **Dy. Managing Director**

Cash Flow Statement for the year ended March 31, 2009

	2008-09	2007-08
	Rs.	Rs.
A. Cash Flow from Operating Activities		
Net Profit before Taxation and Extraordinary items	17,074,340	16,032,854
Adjustment for :		
Depreciation	46,333,606	34,839,349
(Profit)/Loss on sale of investments	-	(771,656)
Loss on sale of Fixed Assets	511,992	323,205
Interest Income	(314,630)	(431,756)
Interest Expenses	41,286,695	18,731,121
Dividend Received	(7,039)	-
(Gain)/Loss and Forward Contract	16,667,487	(1,734,855)
Miscellaneous Expenditure written off	95,000	95,000
Operating Profit before working capital changes	<u>121,647,451</u>	<u>67,083,262</u>
Movements in Working Capital		
Decrease/(Increase) in sundry debtors	(21,650,359)	5,071,528
Decrease/(Increase) in Inventories	(127,316,779)	(26,872,645)
Decrease/(Increase) in Loans & advances	(2,470,028)	(9,904,272)
Increase/(decrease) in Current liabilities	<u>(4,093,401)</u>	<u>23,390,187</u>
Cash generated from operations	(33,883,116)	58,768,060
Direct Taxes paid (net of Refunds)	<u>(3,488,728)</u>	<u>(6,902,580)</u>
Cash Flow before extraordinary Items	(37,371,844)	51,865,480
Prior period adjustments	-	(311,024)
Cash Flow from operating activities	<u>(37,371,844)</u>	<u>51,554,456</u>
B. Cash flow from Investing activities		
Purchase of Fixed Assets	(15,720,196)	(161,172,790)
Sale of Fixed Assets	60,000	679,999
Subsidy received	-	1,500,000
Sale of Investments	-	7,212,751
Dividend Received	7,039	-
Interest Received	<u>314,630</u>	<u>431,756</u>
Net cash used in investing activities	<u>(15,338,527)</u>	<u>(151,348,284)</u>
C. Cash flow from Financing activities		
Proceeds from Borrowings	112,649,352	133,887,203
Gain/Loss on Forward Contract	(16,667,487)	1,734,855
Interest Paid	(40,531,516)	(18,731,121)
Dividend paid (including dividend distribution tax)	<u>(9,464,576)</u>	<u>(18,502,676)</u>
Net Cash used in Financing activities	<u>45,985,773</u>	<u>98,388,261</u>
Net Increase/(Decrease) in cash or cash equivalents (A+B+C)	(6,724,598)	(1,405,567)
Cash or Cash equivalents at the beginning of the year	<u>10,627,144</u>	<u>12,032,712</u>
Cash or Cash equivalents at the end of the year	<u><u>3,902,546</u></u>	<u><u>10,627,144</u></u>
Components of cash and cash equivalents as at	31.03.2009	31.03.2008
Cash in hand	368,516	715,888
With banks	<u>3,534,030</u>	<u>9,911,256</u>
	<u><u>3,902,546</u></u>	<u><u>10,627,144</u></u>

Notes :

The above Cash Flow Statement has been prepared under the indirect method set out in Accounting Standard on Cash Flow Statement (AS 3) issued by The Institute of Chartered Accountants of India.
As per our Report of even date

For DOSHI, CHATTERJEE, BAGRI & CO.
Chartered Accountants

R. K. Bagri
Partner
Membership No : 51956
Kolkata
Date : 30th May 2009

Alok Pandey
G. M Finance
& Secretary

A. C. Chakrabortti - Chairman
Sushil Jhunjunwala - Managing Director
Ajit Jhunjunwala - Dy. Managing Director

Schedules forming part of the Balance Sheet



	As at 31.03.2009 Rs.	As at 31.03.2008 Rs.
Schedule : 01		
Share Capital		
Authorised		
150,00,000 (150,00,000) Equity Shares of Rs. 10 each	<u>150,000,000</u>	<u>150,000,000</u>
Issued, Subscribed & Paid Up		
10,597,532 (10,597,532) Equity Shares of Rs. 10 each fully paid up	<u>105,975,320</u>	<u>105,975,320</u>
Of the above shares -		
6,00,000 Equity Shares have been allotted as fully paid up		
Bonus Shares by capitalisation of Revaluation Reserve		
60,48,766 Equity Shares have been allotted as fully paid up		
Bonus Shares by capitalisation of Free Reserve		
19,23,766 Equity Shares have been allotted as fully paid up Shares for consideration otherwise than in cash in terms of Scheme of Amalgamation		
Schedule : 02		
Reserves & Surplus		
(1) Capital Reserve :		
(a) Capital Revaluation Reserve :		
Balance as per last account	1,214,135	1,214,135
(b) Subsidy :		
Balance as per last account	1,311,344	1,311,344
(2) Securities Premium :		
Balance as per last account	14,337,340	14,337,340
(3) General Reserve :		
Balance as per last account	104,220,171	108,510,161
Less : Adjustment as per transitional provision of AS - 15	-	4,289,990
Add : Transferred from Profit & Loss Account	<u>-</u>	<u>-</u>
	104,220,171	104,220,171
(4) Profit & Loss Account		
Balance as per annexed accounts	134,941,710	126,801,634
	<u>256,024,700</u>	<u>247,884,624</u>
Schedule : 03		
Secured Loans		
Term Loan	249,990,537	226,708,970
(Secured against mortgage of fixed assets of Madhupur and Sitargunj Units).		
Working capital loan	142,557,406	76,707,526
(Secured against hypothecation of entire current assets including inventory and receivables)		
Other Loans	566,664	-
(Secured against the fixed assets purchase there against)		
	<u>393,114,607</u>	<u>303,416,496</u>
Note : Amount falling due for payment within one year Rs. 17,742,856/-		
Schedule : 04		
Unsecured Loans		
From bodies corporate	24,277,225	5,525,498
From Directors	14,001,168	3,736,962
Deferred Sales Tax	<u>14,781,745</u>	<u>20,846,438</u>
	<u>53,060,138</u>	<u>30,108,898</u>

Schedules forming part of the Balance Sheet

Schedule : 05	As at	As at
	31.03.2009	31.03.2008
	Rs.	Rs.
Deferred Tax Liabilities (Net)	<u>47,337,077</u>	<u>41,280,036</u>

Schedule : 06

Fixed Assets

Description	Gross Block				Depreciation				Net Block	
	As at 01.04.2008 Rs	Additions/ Adjustments (Net) Rs	Sales/ Adjustments (Net) Rs	As at 31.03.2009 Rs	As at 01.04.2008 Rs	For the year Rs	Adjustment Rs	Total 31.03.2009 Rs	As at 31.03.2009 Rs	As at 31.03.2008 Rs
Land	2,626,696	-	-	2,626,696	-	-	-	-	2,626,696	2,626,696
Land (Lease Hold)	28,799,042	-	-	28,799,042	596,872	327,262	-	924,134	27,874,908	28,202,170
Building	149,187,739	2,691,280	1,135,117	150,743,902	21,808,584	4,390,552	-	26,199,136	124,544,766	127,379,155
Plant & Machinery	542,810,891	7,652,723	6,167,160	544,296,454 *	137,170,740	40,001,936	893,944 **	176,278,732	368,017,722	405,640,151
Furniture & Fixture	12,055,514	5,191,348	(26,121)	17,272,983	5,273,583	903,864	-	6,177,447	11,095,536	6,781,931
Vehicle	5,983,498	743,302	1,348,092	5,378,708	3,122,792	466,922	1,348,092	2,241,622	3,137,086	2,860,706
Office & Other Equipment	4,715,990	112,147	91,366	4,736,771	2,095,913	243,070	91,366	2,247,617	2,489,155	2,620,078
Total	746,179,370	16,390,800	8,715,614	753,854,556	170,068,484	46,333,606	2,333,402	214,068,688	539,785,868	576,110,886
Previous Year	386,176,313	363,732,669	3,729,612	746,179,370	136,237,275	35,057,617	1,226,408	170,068,484	576,110,886	
Capital Work-in-progress									195,335	892,060

* Includes subsidy of Rs. 30.00.000/- received from Government of Uttarakhand.

** After adjusting Rs. 7,80,787/- being excess depreciation charged in earlier year.

Expenditure on New Project	upto	upto
	31.03.2009	31.03.2008
Land and Site Development Expenses	-	28,799,043
Building including under construction	-	70,130,396
Machinery and Equipment including under erection	-	237,866,126
Other Asset	-	6,210,583
Pre operative expenses pending allocation to Fixed Assets		
Raw material consumed during Trial Run	-	1,378,800
Salary & Staff Cost	-	5,274,944
Interest	-	12,853,293
Rent	-	1,075,692
Rates & Taxes	-	593,930
Insurance	-	204,846
Depreciation	-	563,525
Other Expenses	-	13,905,837
Less: Stock Obtained out of Trial Run	-	(273,702)
	-	378,583,313
Less: Capitalised during the year - 2006-07	-	26,259,100
Less: Capitalised during the year - 2007-08	-	352,324,213
Balance carried forward	-	-

Schedule : 07

Investments

			As at 31.03.2009 Rs.	As at 31.03.2008 Rs.
Other than trade (at cost)				
LONG TERM INVESTMENT				
QUOTED*				
A. Equity Shares (of Rs. 10 each fully paid up)				
Genesis Exports Ltd.	75,330	(75,330)	879,983	879,983
Total			879,983	879,983
Less: Diminution in Value of Investment			126,683	126,683
			753,300	753,300

* Listed but Quotations not available.

Details of Investments in Mutual Funds made and redeemed during the year:

Name of the Fund (Face Value)	Quantity Purchased	Quantity Sold
HDFC Cash Management Fund (Rs.10.00)	349,602,624	349,602,624

Schedule : 08

Current Assets, Loans & Advances

			As at 31.03.2009 Rs.	As at 31.03.2008 Rs.
A. Stock in Trade				
Raw Materials			66,991,787	43,738,116
Finished Goods			33,472,314	21,697,384
Semi Finished Goods			121,477,537	31,945,271
Packing Materials			7,110,201	5,518,014
Stock in Transit			1,213,978	1,451,352
Stores			20,703,351	19,302,252
			250,969,168	123,652,389
B. Sundry Debtors (Considered Good)				
Exceeding 6 Months				
Secured			707,389	97,976
Unsecured			5,802,950	4,795,804
			6,510,339	4,893,780
Others				
Secured			4,433,611	3,442,575
Unsecured			109,247,976	90,205,212
			113,681,587	93,647,787
			120,191,926	98,541,567
C. Cash & Balances				
Cash in Hand			368,516	715,888
With Scheduled Bank :				
On Current Account			2,741,225	8,764,092
On Unpaid Divident Account			792,805	956,780
On Margin Account			-	190,384
			3,902,546	10,627,144
D. Loans & Advances (Unsecured, considered good except otherwise stated)				
Advances recoverable in cash or in kind of value to be received or pending adjustments including Rs. 11,15,000 considered doubtful			37,412,310	30,827,282
less provision for doubtful advances			1,115,000	-
			36,297,310	30,827,282
Advance Payment of Taxation (Net of Provisions)			1,559,181	947,676
			37,856,491	31,774,958
			412,920,131	264,596,058

Schedules forming part of the Balance Sheet

Schedule : 09	As at	As at
Current Liabilities & Provisions	31.03.2009	31.03.2008
	Rs.	Rs.
Current Liabilities		
Sundry Creditors (For Goods & Services)	44,019,008	49,717,596
For Expenses & Other Finance	35,563,684	35,484,612
Unclaimed dividend (Note 1)	780,340	945,979
Advance from Customers	2,095,729	3,889,286
Security Deposits	5,346,500	3,797,500
	<u>87,805,261</u>	<u>93,834,973</u>
Provisions		
For Proposed Dividend	-	7,948,149
For Dividend Tax	-	1,350,788
For Gratuity	9,225,651	7,947,091
For Excise Duty	1,396,880	2,985,929
	<u>10,622,531</u>	<u>20,231,957</u>
	<u>98,427,792</u>	<u>114,066,930</u>

1. There is no amount due and outstanding to be credited to Investor Education and Protection Fund.

Schedule : 10	As at	As at
Miscellaneous Expenditure	31.03.2009	31.03.2008
	Rs.	Rs.
<i>(To the extent not written off or adjusted)</i>		
Share Issue Expenses		
Opening Balance	380,000	475,000
Less: Amortised during the year	95,000	95,000
	<u>285,000</u>	<u>380,000</u>

Schedules forming part of the Profit & Loss Account

Schedule : 11	For the year	For the year
Other Income	ended	ended
	31.03.2009	31.03.2008
	Rs.	Rs.
Interest (Tax Deducted at Source Rs.2,304, P.Y. Nil)	314,630	431,756
Dividend on Current Investments	7,039	-
Miscellaneous Receipts	307,324	1,544,543
Profit on sale of Current Investment	-	771,656
Variation on Excise Duty on Inventories	1,589,049	835,453
Insurance Claim Received	72,606	17,306
Gain on Forward Contract	-	1,734,855
Gain on Foreign Exchange	2,751,206	-
	<u>5,041,854</u>	<u>5,335,569</u>
Schedule : 12		
Variation in Stock		
Closing Stock :		
Finished Goods	33,472,314	21,697,384
Semi Finished Goods	121,477,537	31,945,271
	<u>154,949,851</u>	<u>53,642,655</u>
Less: Opening Stock		
Finished Goods	29,166,974	29,923,095
Semi Finished Goods	24,475,681	29,328,212
	<u>53,642,655</u>	<u>59,251,307</u>
Less: Stock obtained out of Trial Run	-	273,702
	<u>101,307,196</u>	<u>(5,882,354)</u>

Schedule : 13	As at 31.03.2009	As at 31.03.2008
Manufacturing Expenses	Rs.	Rs.
Wages & Allowances	44,026,388	40,105,600
Stores & Spare Parts	23,183,926	13,583,678
Power & Fuel	176,372,300	120,585,898
Repairs to Plant & Machinery	11,892,025	10,352,694
Repairs to Building	1,037,911	881,533
Repairs to Others	6,564,326	5,378,787
Processing Charges	1,076,359	933,003
	<u>264,153,235</u>	<u>191,821,193</u>
Schedule : 14		
Administrative, Selling and Distribution Expenses	For the year ended 31.03.2009	For the year ended 31.03.2008
	Rs.	Rs.
Salary & Allowances	40,594,050	27,380,394
Employer's Contribution to Provident Fund	5,736,643	4,999,102
Employer's Contribution to Employees State Insurance Corporation	1,164,223	1,165,431
Gratuity	2,178,576	1,893,629
Rent	3,399,894	2,370,613
Rates & Taxes	839,949	687,550
Insurance	1,092,347	545,079
Transport Charges	17,202,034	15,340,274
Advertisement and Sales Promotion	40,518,821	12,045,905
Interest on Fixed Loans	31,272,074	13,536,237
Interest to Others	10,014,621	5,194,884
Travelling	9,173,133	7,231,015
Transit Loss	4,002,426	4,537,011
Staff Welfare	1,824,807	1,711,595
Discount	5,260,318	1,860,299
Brokerage & Commission	4,822,222	7,163,606
Donation	-	173,601
Audit Fees	489,840	315,094
Director's Commission	-	195,000
Loss on sale/ discard of assets	511,992	323,205
Loss on Foreign Exchange Fluctuation (Net)	-	1,981,547
Provision for Doubtful Advances	1,115,000	-
Gain / Loss on Forward Contracts	16,667,487	-
Irrecoverable Debts written off	5,471,351	-
Miscellaneous Expenses	18,690,127	17,213,325
	<u>222,041,935</u>	<u>127,864,396</u>

Schedules forming part of the Balance Sheet and Profit and Loss Account

Schedule 15 :

Notes to Accounts

1.0 Nature of Operations

La Opala RG Limited is a leading manufacturer and marketer of life style product in tableware segment . The company has spread the wings beyond domestic arena and ventured into leading market in the world.

2.0 Statement of Significant Accounting Policies

(a) Basis of preparation

The financial statements have been prepared to comply with the Accounting Standards referred to in the Companies (Accounting Standards) Amendment Rules 2006 and the relevant provisions of the Companies Act, 1956 (the 'Act'). The financial statements have been prepared under the historical cost convention (except for revaluation of certain fixed assets) on accrual basis except for Subsidy, Insurance Claim and Carbon Credit, which are accounted for on cash/acceptance basis due to uncertainty of realization. The accounting policies have been consistently applied by the Company and except for the changes in accounting policy discussed more fully below, are consistent with those used in the previous year.

(b) Fixed Assets

Fixed assets are stated at cost (or revalued amounts, as the case may be), less accumulated depreciation and impairment losses. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

(c) Impairment of assets

The carrying amount of assets are reviewed at each balance sheet date to determine if there is any indication of impairment based on internal or external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount, which represents the greater of the net selling price of assets and their "value in use". The estimated future cash flows are discounted to their present value at the weighted average cost of capital. Reversal of impairment loss is recognized immediately as income in the Profit and Loss Account.

(d) Depreciation

Depreciation on fixed asset (other than the revalued asset) is calculated on their respective cost and depreciation on revalued asset is calculated on their respective revalued amount on Straight Line method at the rates prescribed in Schedule XIV of the Companies Act, 1956.

(e) Borrowing Costs

Borrowing Costs relating to acquisition/construction of qualifying assets are capitalized until the time of substantial activities necessary to prepare the qualifying assets for their intended use are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

(f) Expenditure on New Projects

Expenditure directly relating to the construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized as part of indirect construction cost to the extent to which the expenditure is related to the construction or is incidental thereto. Income attributable to the project is deducted from the total of the indirect expenditure.

(g) Leases

Where the Company is the lessee

Finance leases, which effectively transfer to the Company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease payments are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly against income. Lease management fees, legal charges and other initial direct costs are capitalized.

Capitalized leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease rentals are recognized as an expense in the Profit and Loss account on a straight-line basis over the lease term.

(h) Grants and Subsidies

Grants and subsidies from the government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with.

When the grant or subsidy relates to an expense item, it is recognized as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate. Where the grant or subsidy relates to an asset, its value is deducted in arriving at the carrying amount of the related asset.

(i) Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments.

(j) Inventories

Inventories are valued as follows:

Raw materials, components, stores and spares : Lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on first in first out (FIFO) basis.

Work-in-progress and finished goods : Lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs to complete the sale.

(k) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Sale of Goods

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer.

Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividends

Revenue is recognised when the shareholders' right to receive payment is established by the balance sheet date.

(l) Foreign currency transaction

Foreign exchange transactions

Foreign currency transactions are recorded at the exchange rates prevailing at the date of the transactions. Realized gains/losses on foreign exchange transactions during the year are recognized in the Profit and Loss Account.

Foreign exchange assets and liabilities are translated at the year end rates and resultant gains/losses from foreign exchange translation are recognized in the Profit and Loss Account.

Forward Exchange Contracts not intended for trading or speculation purposes

The premium or discount arising at the inception of forward exchange contracts is amortised as expense or income over the life of the contract. Exchange differences on such contracts are recognised in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognised as income or expense for the year.

Schedules forming part of the Balance Sheet and Profit and Loss Account

(m) Employee Benefits

i Short Term Employee Benefits.

Short term employee benefits, such as salaries, wages, performance incentives, etc. are recognized as an expense at actual amounts, in the Profit & Loss Account of the year in which the related service is rendered. Earned leave accrued during the year is paid after the end of the year and charged to the Profit & Loss Account.

ii Post Employment Benefits

(a) Defined contribution plans

Defined contribution plans are Provident Fund Scheme, Employee State Insurance Scheme and Government administered Pension Fund Scheme for the employees. The company makes monthly contributions towards these funds / schemes, which are recognized in the Profit & Loss Account in the financial year to which they relate.

(b) Defined benefit plans

The company has a defined benefit plan for Post-employment benefit in the form of Gratuity for all employees which are administered through Life Insurance Corporation of India (LIC). Liability for above defined benefit plan is provided and contributed on the basis of actuarial valuation, as at the Balance Sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit method. The fair value of the plan asset is reduced from the gross obligation to recognize the obligation on net basis. Contribution as above and actuarial gain / loss are recognized in the Profit & Loss Account of the year.

(n) Income taxes

Tax expense comprises of current tax, deferred tax charge or release and Fringe Benefit Tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

(o) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split, and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(p) Provisions

A provision is recognised when an enterprise has a present obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

(q) Contingencies

Liabilities, which are contingent in nature, are disclosed in the notes to accounts.

3.0 Disclosure under AS-15 (Revised 2005)

Employees Benefits have been measured on a discounted basis by the Projected Unit Credit Method on the basis of actuarial valuation. The actuarial valuation of Gratuity has been done on the following assumptions:

	2008-09	2007-08
Discount Rate	8.00%	7.50%
Rate of increase in compensation level	5%	5%
Rate of Return on plan assets	8%	8%
Expected Average remaining working lives of employees (years)	18.39	19.51 to
	to 28.83	27.51
Change in the present value of obligation	(Rs. In lakhs)	(Rs. In lakhs)
Present value of obligation as at 01.04.2008	129.90	116.95
Current Service Cost	14.24	12.53
Interest cost	11.03	9.87
Actuarial (gains)/losses	1.15	(3.61)
Benefits paid	(10.24)	(5.84)
Present value of obligation as at 31.03.2009	146.08	129.90
Change in the Fair Value of Plan Assets		
Fair value of Plan Assets as at 01.04.2008	50.43	41.78
Actual Return on Plan Assets	4.17	4.31
Actual Company contribution	9.00	10.18
Actuarial Gains / (Loss)	0.47	--
Benefits paid	(10.24)	(5.84)
Fair value of Plan Assets as at 31.03.2009	53.83	50.43
Reconciliation of present value of obligation and the fair value of Plan Assets	(Rs.in Lakh)	(Rs.in Lakh)
Present value of funded obligation as at 31.03.2009	141.32	128.60
Present value of unfunded obligation as at 31.03.2009	4.76	1.30
TOTAL	146.08	129.90
Fair value of plan assets at the end of period (to the extent funded)	53.83	50.43
Unfunded Net Liability recognized in the Balance Sheet	92.25	79.47
Expenses recognized in the Profit and Loss Account		
Current Service Cost	14.24	12.53
Interest cost	11.03	9.87
Expected Return on Plan Asset	(4.17)	-
Settlement cost	-	0.31
Actuarial Losses (Gains) on Obligation	1.15	(3.77)
Actuarial Losses (Gains) on Plan Asset	(0.47)	-
Total Expenses recognized in Profit & Loss Account	21.78	18.94

Notes:

- Expected rate of return on plan assets is based on the actuarial expectation of the average long-term rate of return expected on investment of the fund during the estimated term of the obligation.
- The estimates of future salary increase takes into account the inflation, seniority, promotion and other relevant factors on long term basis.
- The present value of gratuity obligation of Rs. 4.76 lakhs for employees of Sitargunj unit has not been funded.

4.0 Segment Information

The company deals in one product only - glass and glassware. As such it does not have reportable business segment. For the purpose of geographical segments, the consolidated sales are divided into India and other countries. The following table shows the distribution of the Company's consolidated sales by geographical market, regardless of where the goods were produced:

	2008-09 (Rs.)	2007-08 (Rs.)
Export Sales	19,55,78,475	13,15,39,766
Domestic Sales	44,56,91,452	42,10,55,726
Total	<u>64,12,69,927</u>	<u>55,25,95,492</u>

Schedules forming part of the Balance Sheet and Profit and Loss Account

5.0 Related Party Disclosure

Associates

Genesis Exports Ltd.

Ishita Housing (P) Ltd

SKJ Estate (P) Ltd.

Key Management Personnel

Sushil Jhunjunwala - Managing Director

Ajit Jhunjunwala - Dy. Managing Director

Relatives of key management personnel

Nidhi Jhunjunwala.

Shruti Kishorepuria

	Associates		Key Management Personnel (Managing Director, Whole time director, manager and other managerial personnel)		Relatives of Key Management Personnel	
	2008-09 (Rs.)	2007-08 (Rs.)	2008-09 (Rs.)	2007-08 (Rs.)	2008-09 (Rs.)	2007-08 (Rs.)
Rent paid	22,14,000	18,06,904	-	-	-	-
Advance given	-	110,000	-	-	-	-
Advance refunded	-	110,000	-	-	-	-
Loan Received	-	-	99,00,000	-	-	-
Loan refunded	-	-	-	16,42,033	-	-
Interest paid	-	-	6,63,493	-	-	-
Interest provided	-	-	10,27,699	4,41,000	-	-
Remuneration	-	-	56,95,703	44,44,650	7,17,000	4,30,650
Balance outstanding as at the year end:	-	-	-	-	-	-
Receivable	40,00,000	40,00,000	-	-	-	-
Payable	-	-	1,40,01,468	37,36,962	-	-

6.0 Lease:

In case of asset taken on lease:

Operating Lease:

Land at Sitargunj has been taken on lease for 90 years. The annual lease rent is required to be paid @ Rs. 5/- per sq. mtr. The total area of land is 40,497.19 sq. mtr.

Office premises at Kolkata and Delhi have been obtained on non cancelable operating lease. The monthly rent is payable @ Rs1,84,000 per month. There is an escalation clause of 15% after every three years. There are no restriction imposed on lease arrangements. There is no sub lease.

	Operating Lease	
	2008-09 (Rs.)	2007-08 (Rs.)
Lease payment for the year	24,16,485	20,04,485
Minimum Lease payment not later than 1 year	24,16,485	23,16,485
Later than one year but not later than Five years	1,06,62,140	1,03,30,140
Later than Five years	1,66,03,320	1,68,05,805

Schedules forming part of the Balance Sheet and Profit and Loss Account



7.0	Earning per Share (EPS)	2008-09 (Rs.)	2007-08 (Rs.)
	Net Profit as per Profit and Loss Account	81,40,076	1,00,03,142
	No of Equity Shares	1,05,97,532	1,05,97,532
	Earnings per Share :(Basic and Diluted)	Rs.0.77	Rs 0.94
		2008-09 (Rs.)	2007-08 (Rs.)
8(a)	Deferred Tax Liability (net):		
	Deferred Tax Liabilities		
	Timing differences on account of depreciation	6,80,77,378	6,31,94,867
	Gross Deferred Tax Liabilities	<u>6,80,77,378</u>	<u>6,31,94,867</u>
	Deferred Tax Assets		
	Unabsorbed business loss	1,47,54,055	1,78,76,204
	Minimum Alternate Tax	37,77,235	18,29,617
	Employee Benefit	<u>22,09,010</u>	<u>22,09,010</u>
	Gross Deferred Tax Assets	<u>2,07,40,300</u>	<u>2,19,14,831</u>
	Net Deferred Tax Liability	4,73,37,077	4,12,80,036
8(b)	Provision for taxation for the year includes 19,47,618 being Minimum Alternate Tax (MAT) in terms of Section 115JB of the Income Tax Act, 1961, which will be available as tax credit for set off in the future years as per section 115JAA of the said act.		
	The Company is also entitled for tax credit of Rs 37,77,235 for set off in future years on account of tax provisions under MAT in earlier years.		
9.0	Contingent Liabilities not provided for	2008-09 (Rs.)	2007-08 (Rs.)
	Disputed Customs Duty	1,50,000	NIL
	Disputed Income tax	67,41,848	6,49,802
	Disputed Excise duty	-	50,95,252
	Disputed Sales Tax	47,14,326	47,14,326
10.0	Micro, Small & Medium Enterprises		
	There were no dues outstanding to the supplier registered under the Micro, Small and Medium Enterprises (Development) Act, 2006, to the extent such parties have been identified from the available documents/ informations.		
11.0	Supplementary Statutory Information	2008-09 (Rs.)	2007-08 (Rs.)
11.1	Directors' Remuneration		
	Managing/Wholetime Director		
	Salaries and perquisites	52,78,103	36,00,000
	Contribution to Provident fund	4,17,600	4,14,000
		<u>56,95,703</u>	<u>40,14,000</u>
	Non-Executive Directors		
	Sitting Fees	1,04,000	63,500
	Commission to Non-Executive Directors		1,95,000
		<u>1,04,000</u>	<u>2,58,500</u>
		57,99,703	42,72,500

Schedules forming part of the Balance Sheet and Profit and Loss Account

11.2 Computation of Net Profit in accordance with section 349 of the Companies Act, 1956 for calculation of commission payable to directors

	2008-09 (Rs.)	2007-08 (Rs.)
Profit as per Profit and Loss Account	1,70,74,340	1,60,32,854
<i>Add:</i>		
Directors' remuneration	57,99,703	42,72,500
Loss on sale of fixed assets	5,11,992	3,23,205
Sub total :	2,33,86,035	2,06,28,559
<i>Less:</i>		
Profit on sale of Investment	-	7,71,656
Net profit as per Section 349 of the Companies Act, 1956	<u>2,33,86,035</u>	<u>1,98,56,903</u>

11.3 Remuneration to the Managing Director and Deputy Managing Director has been paid in accordance with Schedule XIII of the Companies Act, 1956.

2008-09 (Rs.)	2007-08 (Rs.)
------------------	------------------

11.4 Earnings in foreign currency

Exports at F.O.B. Value	19,34,10,486	13,02,20,373
Others	236,061	3,87,825
	<u>19,36,40,547</u>	<u>13,06,08,198</u>

2008-09 (Rs.)	2007-08 (Rs.)
------------------	------------------

11.5 Expenditure in foreign currency

Travelling	10,58,977	5,52,592
Technical Fees	-	394,650
Others	24,57,925	17,94,474
	<u>35,16,905</u>	<u>27,41,716</u>

11.6 Value of imports calculated on CIF basis

2008-09 (Rs.)	2007-08 (Rs.)
------------------	------------------

Raw materials	5,00,57,478	3,53,92,272
Components and spare parts	1,01,13,975	60,74,092
Glassware	12,07,636	35,77,833
Capital goods	10,58,772	157,56,946
	<u>6,24,37,861</u>	<u>6,08,01,143</u>

12.0 Additional Information pursuant to paragraph 3,4C,4D of part II of the Schedule VI to the Companies Act,1956

12.1 Licensed Capacity, Installed Capacity and Actual Production

Class of Goods	Licensed Capacity		Installed Capacity		Actual Production	
	2008-09	2007-08	2008-09	2007-08	2008-09	2007-08
Glass and Glassware	N.A	N.A	8580 MT	8580 MT	1,83,09,057 Pcs	1,63,25,627 Pcs
Wind Mill	N.A	N.A	600 Kwh	600 Kwh	9,28,958 Units	9,08,459 units

12.2 Sales and Stock

	Quantity (pcs)		Value (Rs)	
	2008-09	2007-08	2008-09	2007-08
Glass and Glassware				
Opening Stock	8,35,727	11,37,828	19,19,08,093	2,50,07,344
Sales	1,78,20,475	1,66,27,728	63,04,81,204	53,62,81,180
Closing Stock	13,24,309	8,35,727	3,31,73,323	1,90,83,093
Wind Mill				
	Quantity(unit)		Value (Rs)	
Sales	15,00,000	15,00,000	54,78,001	55,96,483

Schedules forming part of the Balance Sheet and Profit and Loss Account



	Quantity (pcs)		Value (Rs)	
	2008-09	2007-08	2008-09	2007-08
12.3 Details of Trading Goods				
Opening Stock	19,711	38,411	26,14,291	49,15,751
Purchase	12,516	45,905	16,10,700	49,67,274
Sales	26,856	64,605	53,10,722	1,07,17,830
Closing Stock	5,371	19,711	2,98,991	26,14,291
12.4 Consumption of Raw Materials and Components				
	Quantity		Value (Rs)	
	2008-09	2007-08	2008-09	2007-08
Transfer Paper - Sheet	5,02,084	3,87,132	2,81,80,855	1,75,74,523
Chemicals Mt	7034	5,001	10,36,36,356	7,41,13,429
Others Mt	Nil	38	Nil	34,43,297
12.5 Imported and indigenous raw materials, components and spare parts consumed				
	Percentage of total consumption		Value (Rs)	
	2008-09	2007-08	2008-09	2007-08
Raw Materials				
Imported	34	34	4,47,49,435	3,24,23,420
Indigenous	66	66	8,70,67,776	6,27,07,829
	<u>100</u>	<u>100</u>	<u>13,18,17,211</u>	<u>9,51,31,249</u>
Stores				
Imported	36	47	83,12,639	63,20,658
Indigenous	64	53	1,48,71,287	72,63,020
	<u>100</u>	<u>100</u>	<u>2,31,83,926</u>	<u>1,35,83,678</u>
13.0 Amount payable to Auditors			2008-09	2007-08
			(Rs.)	(Rs.)
Statutory Audit			1,75,000	1,75,000
Tax Audit			50,000	50,000
Others			82,500	1,00,000
			<u>3,07,500</u>	<u>3,25,000</u>
14.0 Particulars of unhedged foreign currency exposure as at 31.03.2009 is as follows:				
	Currency in			
	USD	INR		
Sundry Debtors	5,53,025	2,80,16,256		
Sundry Creditors	17,640	8,93,293		

Forward Contract outstanding as on 31st March, 2009 for hedging is USD 20 Lakhs against FCNRB Loan.

15.0 In accordance with Accounting Standard 29 on "Provisions, Contingent Liabilities and Contingent Assets" the following provisions are in the books of accounts as at March 31st, 2009.

Description	As at 01.04.2008	Additions during the year	Utilized/Reversed during the year	As at 31.03.2009
Provision for Gratuity	7,947,091 (1,133,689)	21,78,576 (7,947,091)	9,00,016 (1,133,689)	92,25,651 (7,947,091)
Provision for Excise Duty	2,985,929 (3,821,382)	13,96,880 (2,985,929)	29,85,229 (3,821,382)	13,96,880 (2,985,929)

Schedules forming part of the Balance Sheet and Profit and Loss Account

16.0 Share Issue Expenses are being amortised over a period of five years starting from 2007-08.

17.0 Previous year Comparative

Previous year's figures have been regrouped where necessary to conform to current year's classification. Current year's figures being inclusive of Sitargunj Unit for the whole year as against part of the year, last year are not comparable to previous year's figures.

For **DOSHI, CHATTERJEE, BAGRI & CO.**

Chartered Accountants

R. K. Bagri

Partner

Membership No: 51956

Kolkata

Date : 30th May 2009

Alok Pandey

G. M Finance

& Secretary

For & on behalf of Board of Directors

A. C. Chakrabortti - **Chairman**

Sushil Jhunjunwala - **Managing Director**

Ajit Jhunjunwala - **Dy. Managing Director**

ADDITIONAL INFORMATION

PURSUANT TO PART IV OF SCHEDULE VI TO THE COMPANIES ACT, 1956

A. Registration Details		
Registration No.		42512
State Code		21
Balance Sheet Date		31.03.2009
B. Capital raised during the year		(Rs. In Thousand)
Public Issue		Nil
Rights Issue		Nil
Bonus Issue		Nil
Private Placement		Nil
C. Position of Mobilisation and Deployment of Funds		
Total Liabilities		855,512
Total Assets		855,512
Source of Funds		
Paid-up Capital		105,975
Reserves and Surplus		256,025
Secured Loans		393,115
Unsecured Loans		53,060
Deferred Tax Liability (Net)		47,337
Total		855,512
Application of Funds		
Net Fixed Assets		539,982
Investments		753
Net Current Assets		314,492
Miscellaneous expenditure		285
Total		855,512
D. Performance of the Company		
Turnover/Income		
Total Expenditure		651,352
Profit/(Loss) before tax		634,278
Profit/(Loss) after tax		17,074
Earnings per share (Rs.)		8,140
Dividend Rate		0.77
E. Generic names of three principal products/services of Company (as per monetary terms)		
Item Code No.	<i>Product</i>	
70134900, 70133700	Opalware	
70134100, 70133300, 70132200	Crystal	

LA OPALA RG LIMITED

Registered Office "Chitrakoot" (10th Floor), 230A, Acharya J. C. Bose Road, Kolkata 700 020

PROXY

I/Weof

being a member / members of the above named Company, hereby appoint

.....of

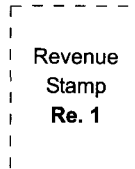
or failing him

of

as my / our proxy to vote for me / us on my / our behalf at the **TWENTY SECOND ANNUAL GENERAL MEETING of the Company to be held on Saturday, 29th August at 11.30 A.M. at Gyan Manch, 11, Pretoria Street, Kolkata 700 071** and at any adjournment thereof.

Signed

Date



Regd. Folio No.

NOTE : Proxies must reach the Company's Registered Office not less than 48 hours before the Meeting.



PLEASE CUT HERE AND BRING THE FOLLOWING ATTENDANCE SLIP AT THE MEETING

LA OPALA RG LIMITED

Registered Office "Chitrakoot" (10th Floor), 230A, Acharya J. C. Bose Road, Kolkata 700 020

ADMISSION SLIP 22nd Annual General Meeting

Date : 29th August, 2009

Place : Gyan Manch, 11 Pretoria Street, Kolkata-700 071

Time : 11 : 30 A.M.

Only members or their proxies will be allowed to attend the meeting.

Signature of the member / proxy present.

Folio No.Shares Held

Presence of our Brands in International Market

SPAIN
POLAND
NETHERLAND
ITALY
FRANCE
GERMANY
SCOTLAND
U. K.
GREECE



USA
CANADA

BRAZIL
JAMAICA

MOROCCO
SOUTH AFRICA
SUDAN
ALGERIA
TANZANIA
EGYPT

IRAN
SAUDI ARABIA
U.A.E.
KUWAIT
BAHARIN
QUATER
JORDAN
TURKEY

SRI LANKA
THAILAND
MALAYSIA
INDONESIA
SOUTH KOREA
JAPAN
BANGLADESH
NEPAL

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LA OPALA RG LTD

"Chitrakoot" 10th Floor, 230A, A.J.C. Bose Road, Kolkata 700 020, India

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