

//// KRYPTON INDUSTRIES LIMITED

21ST ANNUAL REPORT

BOARD OF DIRECTORS

JAY. S. BARDIA	: MANAGING DIRECTOR
TANSUKH GULGULIA	: DIRECTOR
T.C. BACHHAWAT	: DIRECTOR
PUNAM CHAND DAGA	: DIRECTOR (UPTO 29-09-2010)
PRADEEP KUMAR SINGH	: DIRECTOR (w.e.f. 8-12-2010)

ADMINISTRATIVE

P.L.BARDIA	: CHIEF EXECUTIVE
TAPAN KUMAR DAS BANKER	: COMPANY SECRETARY : BANK OF BARODA International Business Branch, 4, India Exchange Place Kolkata – 700 001.
AUDITORS	: M/s. JAGDISH AGARWAL & ASSOCIATES Chartered Accountants, 446, City Centre, 19, Synagogue Street, Kolkata – 700 001.
REGISTERED OFFICE & WORKS - I	: FALTA SPECIAL ECONOMIC ZONE Sector-1, Plot No. 31 & 32 Falta, 24-Parganas (S) Pin – 743 504, West Bengal Phone: 91 31 74222227
WORKS -II	: P.O. & Village Banganagar, Diamond Harbour Road, 24-Parganas (S), West Bengal- 743513 Phone: 91 31 74241005
DEMAT REGISTRAR & SHARE TRANSFER AGENT	: MAHESHWARI DATAMATICS (P) LTD 6, Mangoe Lane, 2nd Floor Kolkata – 700 001 Phone: 033 224 35809/5029 Fax: 033 22484787
HEAD OFFICE	: 410, Vardaan Building 25A, Abanindra Nath Tagore Sarani 4th Floor, Kolkata – 700016 Phone: 033 22871366 Fax: 033 22871084 Website: www.kryptontire.com E-mail : krypton@vsnl.com

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NOTICE

NOTICE is hereby given that the Twenty First Annual General Meeting of the members of Krypton Industries Limited will be held at Falta Special Economic Zone, Sector 1, Plot No. 31 & 32, P S Diamond Harbour, 24 Parganas (s), Pin 743504 on Wednesday, the 28th day of September, 2011 at 11.30 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Accounts of the Company for the financial year ended 31st March, 2011, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Tilok Chand Bachhawat, who retires by rotation, and is eligible for re-appointment.
3. To appoint M/S. Jagdish Agarwal & Associates, the retiring Auditors as Statutory Auditors of the Company to hold office from conclusions of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modification the following resolution as a Special Resolution:-

4. SPECIAL RESOLUTION

“RESOLVED THAT pursuant to Regulation 6(a) of the SEBI (Delisting of Equity Shares) Regulations, 2009 (including any statutory modification(s) or re-enactments thereof for the time being in force) and all other applicable laws, rules, regulations and guidelines and subject to such approvals, exemptions, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any authority while granting such approvals to the company, Equity shares of the Company, be delisted from the Delhi Stock Exchange Association and Jaipur Stock Exchange.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to seek voluntary delisting and to take all necessary steps in this regard and to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in regard to delisting of the equity shares and to execute all such deeds, documents, writings as may be deemed fit for this purpose and to delegate the authority duly vested in it by virtue hereof to the Managing Director, Director or the Company Secretary to do the various acts, deeds and things required to be done in his behalf.”

5. ORDINARY RESOLUTION

“RESOLVED THAT Mr. Pradeep Kumar Singh, who was appointed as an Additional Director with effect from 8th Day of December, 2010 on the Board of the Company in terms of Section 260 of the Companies Act, 1956 and Article 79 of Article of Association of the Company, and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received

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from a Member in writing, under Section 257 of the Companies Act, 1956, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company, whose period of office shall be liable to determination by retirement of Directors by rotation”.

Registered Office: Falta Special Economic Zone
Sector-1, Plot-31&32, Falta,
24-Parganas (S), Pin-743504
West Bengal

By Order of the Board

Tarun Kumar Das
(Company Secretary)

Date: 12/08/2011

NOTES :

1. A Member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on poll on his behalf. A proxy need not be a member of the Company Proxies, in order to be effective, must be received at the registered office of the Company not less than 48 hours before the commencement of the Annual General Meeting i.e. by 11:30 A.M of 26/09/2011.
2. Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.
3. Additional information, pursuant to Clause 49 of the Listing Agreement with Stock Exchanges, of Directors seeking for re-appointment at the Annual General Meeting is annexed.
4. Members, who wish to obtain information on the Accounts of the Company for the financial year ended 31st March, 2011 may send their queries at least 10 days before the date of Annual General Meeting to the Company Secretary at the Registered Office of the Company.
5. Members / Proxies are requested to bring their attendance slips along with copy of the Annual Report and accounts to the Annual General Meeting.
6. Members holding shares in physical form are requested to advise immediately, change in their address, if any, quoting their folio number(s), to the company's Registrar & Share Transfer Agent.
7. Members holding shares in dematerialized form may please note that while opening a depository account they may have given their Bank Account details. If Members want to change/correct the Bank Account details, they should communicate immediately to the concerned Depository Participant. Members are also requested to furnish the MICR code of their Bank to the Depository Participant. **The company will not entertain any direct request from members for deletion/change in Bank Account details as furnished by the Depository Participants to the Company.**

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8. Members holding shares in physical Form are requested to notify/send the following to the Company's Registrar and Share Transfer Agent to facilitate better servicing:
 - Any change in their address /mandate / bank details.
 - Particulars of their bank account ,in case the same has not been furnished earlier and
 - Share Certificates, held in multiple accounts in identical names or joint accounts in the same order of names, for consolidation of such share holdings into a single account.
9. Non-Resident Shareholders are requested to inform the company immediately:
 - An address, in India, for sending all communications from the company.
 - E-mail address, phone no(s) / fax no(s), if any.
 - The particulars of NRE Bank Account maintained in India with complete name and address of the Bank, if not furnished earlier.
 - Change in residential status on return to India for permanent settlement.
10. Members who hold shares in physical form in single name are advised, in their own interest to avail of the nomination facility by filling Form 2B (in duplicate) as prescribed under the Companies (Central Government's) General Rules & Forms, 1956, with the Company or Registrar & Share Transfer Agent. The Company's Registrars & Share Transfer Agent on request will supply blank forms. Members holding shares in the dematerialised form may contact their Depository Participant for recording nomination in respect of their shares.
11. The Register of Members and Share Transfer books will remain closed from 20/09/2011 to 28/09/2011 (both day inclusive)
12. Members who hold the shares in dematerialized form are requested to bring their client ID and DP ID Nos. for easier identification of attendance at the meeting.

GREEN INITIATIVE OF MCA

Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paper less compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to kindly furnish your email id to Maheshwari Datamatics Pvt. Ltd (R&T of Krypton Industries Limited) at 6, Mangoe Lane, 2nd Floor, Kolkata –700 001 or email to **mdp@cal.vsnl.net.in**. Please ensure that you have indicated your Folio No. and as well as your consent to receive future communications from Krypton Industries Limited including Annual Reports etc through email at your registered email address.

Please help us to save the environment.

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Annexure to the Notice

Extract of Explanatory Statement Pursuant to section 173(2) of the Companies Act, 1956.

ITEM NO. 4

Presently, the equity shares of the company are listed on Bombay Stock Exchange Limited (BSE), Calcutta Stock Exchange (CSE), Delhi Stock Exchange Association Limited (DSE), & Jaipur Stock Exchange (JSE).

Of the above stock exchanges, Bombay Stock Exchange is the only operating and active stock exchange having nationwide trading terminals. The volume of trading at DSE & JSE is either nil or negligible, which doesn't justify fulfilling detailed compliance requirements and payment of listing fees to DSE, JSE. The Board of Directors of the Company have, therefore, decided to get the equity shares of the company, voluntarily de-listed from DSE & JSE only in accordance with the applicable laws, rules, regulations and guidelines.

Your Directors commend the resolution for approval of the shareholders as a Special Resolution. None of the directors of the company is concerned or interested in the resolution.

ITEM NO. 5

Mr. Pradeep Kumar Singh was appointed by the Board of Directors of your Company ('the Board') at its meeting held on 8th day of December, 2010, as an Additional Non-Executive Director in terms of section 260 of the company Act, 1956 ('the Act')

Mr. Pradeep Kumar Singh vacates his office at this Annual General Meeting pursuant to the provisions of section 260 of the Act. The Board recommends the appointment of Mr. Pradeep Kumar Singh as a Non-Executive Director of the Company, liable to retire by rotation, as set out in resolution relating to his appointment.

Notice along with the deposit of Rs 500 as required by section 257 of the Company Act, 1956 has been received from a member proposing the appointment of Mr. Pradeep Kumar Singh as a Director of the Company. Mr. Pradeep Kumar Singh does not hold any shares in the Company.

None of the Directors of your company, other than Mr. Pradeep Kumar Singh, is interested in the resolution.

The Board recommends this resolution for your approval.

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By Order of the Board

Tarun Kumar Das
(Company Secretary)

Date: 12/08/2011

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Detail of Directors Seeking Appointment at the Annual General Meeting

Particulars	Mr. Tilok Chand Bachhawat
Date of Birth	7 th December, 1953
Date of Appointment	29 ^h November, 1995
Qualification	Chartered Accountant
Expertise in Specific Functional Area	Techno-financial
Directorships held in other Companies (excluding Foreign Companies)	NIL
Memberships/Chairmanships of Committees of other Companies (Including only Shareholders /Investors Grievance Committee)	NIL
Number of shares held in the Company	6300

"Persons constituting 'Group' coming within the definition of group as defined in the Monopolies & Restrictive Trade Practices Act, 1969 for the purpose of inter-se transfer of shares of the Company under Regulations, 3(1)(e)(i) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations 1997" include the following:

Krypton Developers Limited

Eco Wheels Private Limited

Barons Polymers Private Limited

Hulash Chand Tara Chand Bardia (HUF)

Krypton Tyres Limited

P. L. Bardia

J. S. Bardia

Vimala Devi Bardia

Binod Kumar Sipani

Alka Bardia

Manju Sipani

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DIRECTORS REPORT

To the Members,

Your Directors have pleasure in presenting the 21st Annual Report on business and operations of the Company and the Audited Financial statements for the year ended 31st March 2011.

1. FINANCIAL RESULTS

During the year under review, the company achieved an aggregate income of **Rs 2495.98** lakhs. The highlights of the financial results are as under:

(Rupees in '000)

	Current Year 2010-2011	Previous Year 2009-2010
Sales	245415.18	235904.83
Other Income	4182.56	5040.63
Gross Total Income	249597.74	240945.46
Profit before Interest, Depreciation & Tax	37738.33	30862.40
Interest	14593.24	12443.01
Depreciation	6918.07	6668.63
Profit before Extraordinary Items and Tax	16227.02	11750.76
Extraordinary Items (Right Issue Expenses)	3461.92	419.18
Profit before Tax and after Extraordinary Items	12765.10	11331.58
Provision for Taxation	5740.14	2749.46
Profit after Tax	7024.96	8582.12
Balance in P&L A/c brought Forward	59088.95	50935.83
Balance Available for Appropriation	66113.91	59517.95
Proposed Dividend	0.00	0.00
Tax on Proposed Dividend	0.00	0.00
Transfer to General Reserve	0.00	429.00
Balance carried to Balance Sheet	<u>66113.91</u>	<u>59088.95</u>

2. DIVIDEND

In order to strengthen the financial position of the company the Board of Directors have decided not to recommend any dividend for the Financial Year ended 31st March, 2011 and plough back the profits of the company in its business.

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3. CONSOLIDATED FINANCIAL STATEMENTS & SUBSIDIARIES

As stipulated by clause 32 of the Listing Agreement, Consolidated Financial Statements have been prepared by the company in accordance with the requirements of Accounting Standard 21, on Consolidated Financial Statements issued by the Institute of Chartered Accountants of India.

These group accounts have being prepared on the basis of audited Financial Statements received from subsidiary companies M/s. Eco Wheels Private Limited, M/s. Krypton Developers Limited and Krypton Industries (Suzhou) Companies Limited along with the statement pursuant to sec 212 of the Companies Act, 1956, as approved by their respective Boards.

4. SUBSIDIARY COMPANIES

The Company has three subsidiary companies, the details of which are as follows : -

- 1) Eco Wheels Private Ltd. : 827100 Equity shares of Rs.10 each as fully paid up
- 2) Krypton Developers Ltd. : 49400 Equity shares of Rs.10 each as fully paid up
- 3) Krypton Industries (Suzhou) Co. Ltd : 100% capital investment.

The Ministry of Corporate Affairs vide General Circular No. 2/2011 dated 8th February, 2011 has granted general exemption to companies seeking approval of Central Government under section 212 (8) of the Companies Act, 1956 from annexing to this report the Annual Reports of the subsidiaries subject to compliance of certain conditions specified therein. The Board Resolution for availing above exemption has been passed on 12th day of August, 2011. Hence, the Annual Reports of the subsidiary companies have not been annexed herewith. The Company has presented in the annual report, the consolidated financial statement of holding company and all its subsidiaries duly audited by the statutory auditor, which has been prepared in compliance with applicable accounting standards and, were applicable, listing agreement. The Company has disclosed in the consolidated balance sheet the following information in aggregate for each subsidiaries viz. capital reserves, total assets, total liabilities, details of investment, turnover, profit before taxation, provision for taxation, profit after taxation & proposed dividend etc. which have been disclosed at other place of annual report. Annual Accounts of the subsidiary companies and related detailed other information shall be made available to the members seeking such information and shall also be kept open for inspection at the Head Office of the Company by any member during working hours.

5. OPERATIONAL REVIEW

A review on division wise performance of the company is furnished below:-

Tyre Division

The total income of the tyre division for the year 2010–11 amounted to Rs.1164.39 lakhs compared to Rs.1277.03 lakhs of in the previous year i.e. the total income has decreased by about 8.82 %. The profit before tax amounted to Rs. 52.89 lakhs as compared to Rs. 79.25 lakhs which was substantially down by Rs. 26.36 lakhs as compared to the previous year. The directors hope for a better performance in the forthcoming year.

Footwear Division

The total income of the Unit amounted to Rs 1333.75 lakhs as compared to Rs. 1132.42 Lakhs in the previous year i.e. the total income has increased by about 17.78%.The unit reported a profit before tax of Rs. 75.49 Lakhs during the year compared to Rs. 34.07 lakhs in the previous year i.e.. the Profit before tax increased by about 121.57%. The performance of the footwear division has shown marked improvement and it is expected to do better business in future.

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6. WORKING

Your company is grown during 2010–11. Company has increased its domestic sales and putting more effort to build up the sales organization to support the India sales operation. Company has increased its output from the existing infrastructure. The increased productivity has helped the company to start building new capacities with new investment by our valued shareholder who has participated in the rights issue. The footwear division has contributed to the growth heavily while the tyre division is expected to perform well in coming future

Company sales as a whole is continuously growing and with better customer relations and customer base by our team has helped us to set a stage for quick growth over coming years.

7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required Listing agreement with Stock Exchange:-

A. Industry Structure & Developments:-

Krypton has posted a very good year with respect to sales growth and particularly good year for local market network expansion. The distribution network will key focus area for this year also.

The tyre and wheels business is continuously growing. Our customer base has also increased in international as well as domestic market. The overall performance of this division should have been much better but is effected by increased raw material prices.

The China unit has performed better than last year. The unit is already under process of sale and the sale will be concluded as soon as the permission is received.

The footwear division has already set on a growth path. Krypton has received very good customer response and demand for its products. The complete footwear is becoming more popular as compare to the footwear component, Shoe sole, business. This trend will continue this year and krypton will launch newer products in coming months to strengthen its position further in the Eastern India market. Krypton is working with very big OEM customers and also selling its own products through dealership network.

The medical equipment business has grown further facing stiff competition with cheap Chinese import. Over the last year the import from China has become more expensive and the quality of our products has been appreciated by the customers. This has helped the business to get a very good foothold in the market and the good quality reputation is bringing better sales.

B. Outlook and opportunities

Your Company has identified the following opportunities and future building business areas:

1. Krypton has a clear opportunity to become a significant player in the Footwear market, Medical equipment market and of course creating a bigger market for its MCP tubeless tyre business in India. This opportunity provide us to grow at a rapid pace. This will be supported by the new investment into expanding capacities which will be completed by the year 2011.

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2. Enhancing the Sales and distribution network in India rapidly but with control for all its products, after the current penetration and acceptance by the market, will be the most important task for the company which will help the company to become widely known and delivering better performance.
3. A wide market presence along with promotional activities will help Krypton the brand better know in the market. The footwear will also use KRYTPON brand name for all its premium product apart from SOFTFLEX brand. The medical equipment division which sell its products under "iCARE" brand name will also use Krypton name to identify itself as part of Krypton.
4. The expansion program was delayed due to delay in rights issue. Now the right issue is successfully completed, The implementation of its expansion program has already started. Company is expecting to complete the expansion of Tyres and footwear production capacities by the end of year 2011. The capacities will be fully operation to support the increased demand.

The debottlenecking of medical equipment production unit is underway and should be completed by November 2011. This will help the unit to adapt more flexible production system which can make different products simultaneously without effecting overall productivity. This will allow the unit to shorten delivery cycle, reduce inventory and better service to our customers.

C. Outlook on threats, risk and concern

1. Business Risks

The biggest risk company is facing is managing the rapid growth it is aiming for. The timely implementation of projects, controlling distribution market, providing right promotional support to its product will be very critical for overall success of your company.

The increase in raw material cost, manpower cost and energy cost is another concern which it is facing. Till now company is able to pass on these increases to its customer with a lag for each increase. In future it has to be seen how much this will passing on of incremental cost will be possible. Your company is working more on reducing per unit input resource cost where is focusing on increasing productivity to reduce per unit manpower and power cost. With innovating new materials, also reducing material cost of its product to remain on the growth path.

Major part of business depends on different large OEM customers. Krypton enjoys a very good long term relations with its customers which helps itself to continue to get regular increased business with them. Company is also building up its own distribution network which is helping it to reduce the risk and increase profitability in the long run.

2. Financial Risks:

The financial long term investment in all the expansion and working capitals have been continuously monitored and followed. Company has taken special program to reduce the debtors and credit period to the customers.

The foreign exchange risks are regularly covered and due to varied markets and purchase the risk has reduced considerably.

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3. Legal & Statutory Risks

Your company has entered into the business agreements with various companies in different countries, either as distributors or consumers of your company's product and has non-disclosure agreements with some of them, which sometimes restrict the scope of business.

Your company has laid down procedures to monitor that all statutory obligation are timely met. Continuous monitoring of the same through a proper system of reporting ensures that the company has not defaulted in the same.

4. Political Risks

Your company has negligible risk due to political situation as it does not have any business with countries, which are termed or perceived, as politically unstable countries. None of the assets of the company are situated on politically unstable regions.

Changes in taxation system can effect in positive and negative manners and like any other business your company also have to face such risks.

D. Internal Control System and their adequacy:

Your Company believes that Internal Control is a necessary concomitant of the principle of governance that freedom of management should be exercised within a framework of appropriate checks and balances. Your Company remains committed to ensuring an effective internal control environment that provides assurance on the efficiency of operations and security of assets.

The company has an Audit Committee, the details of which have been provided in the Corporate Governance Report. The Audit Committee reviews internal reports and provides suggestions for improvement /takes corrective actions. The committee also meets the Company's Statutory Auditors to ascertain, interalia, their views on the adequacy of internal control systems in the company and keeps Board of Directors informed from time to time.

E. Financial Performance

Financial Performance of the company is very encouraging. Your Company has performed satisfactorily despite of the newer areas of operations.

F. Human Resource Developments:

During the fiscal 2010–2011 company 132 Persons on its payroll. Apart from this company has generated indirect employment to about 285 persons in nearby locations. Company is working on to restructure the total organization to help its growth with further recruitment in the top and middle management level at different positions.

G. Cautionary Note

Certain statements made in the "Management Discussion & Analysis Report" which seek to describe the company's objectives, projections, estimates, expectation or predictions etc may constitute "forward looking statements" within the meaning of applicable laws and regulations. Actual result may differ from such expectations, projections, etc., whether express or implied. Several factors could make significant difference to the Company's operations. These include climatic conditions and economic conditions affecting demand and supply, government regulations and taxation, natural calamities, etc. which the company doesn't have any direct control.

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8. FIXED DEPOSITS

The Company has neither invited nor accepted any fixed deposits from the public within the meaning of section 58A of the Companies Act, 1956 during the year under review.

9. LISTING AT STOCK EXCHANGES

The equity shares of the company are listed on the stock exchanges at Kolkata, Mumbai, Delhi and Jaipur. The annual Listing fees for the year 2010-2011 has been paid to all these stock exchanges

The Company is in the process of getting its shares delisted from the Jaipur and Delhi Stock Exchanges. The company's equity shares shall continue to be listed on the stock exchange at Kolkata (CSE) and Mumbai (BSE), of which BSE has nation wide trading terminals.

10. CORPORATE GOVERNANCE

A separate section on Corporate Governance together with a certificate from the Auditors of the Company regarding full compliance of conditions of corporate Governance as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges forms part of the Annual Report.

11. DIRECTORS

In accordance with the provision of the Companies Act, 1956 Mr. T. C. Bachhawat retires by rotation as director at the forthcoming Annual General Meeting and is eligible for re-appointment.

12. RIGHTS ISSUE

The company came out with successful rights issue during the year. Your company has issued 7,310,680 number of shares of a nominal value of Rs 10 each at a premium of Rs 5 per share as rights issue. The implementation of its expansion program has already started. Company is expecting to complete the expansion of Tyres and footwear production capacities by the end of current financial year.

13. DIRECTORS RESPONSIBILITY STATEMENT

As required under Section 217(2AA) of the Companies Act, 1956, your Directors confirm having:

- Followed in the preparation of the Annual Accounts, the applicable Accounting Standards with proper explanation relating to material departures if any;
- Selected such accounting policies and applied them consistently and made judgments and estimates that are responsible and prudent so as to give true and fair view of the state of affairs of your company at the end of the financial year and of the profit of your company for that period.
- 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 your company and for preventing and detecting fraud and other irregularities.; and
- Prepared the annual accounts on a going concern basis.

14. PERSONNEL

During the year under review there was no employee in the employment of the Company falling within the purview of Section 217(2A) of the Companies Act, 1956 read with the Rules made there under.

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15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGES EARNINGS AND OUT GO:

The information as required Under Section 217(1)(e) of the Companies Act,1956 read with Companies(Disclosures of Particulars in the Report of Board of Directors) Rules, 1988 are appended as Annexure to the Report hereinafter.

16. AUDITOR'S REPORT

The Auditors Report is self-explanatory and doesn't warrant any comment.

17. ISO 9001-2000

Your company operates in ISO 9000 quality assurance system as per the ISO 9001-2000 standards. The Audit was duly carried out during the year 2007 by BIS and your company has been re-registered as ISO 9001-2000 Company. The new standards are mainly customer oriented and they will help our Company to get much better controls to improve with best customer satisfaction standards.

18. AUDITOR

M/s. Jagdish Agarwal & Associates (Registration No.320253E) retire as Auditors of the Company at the conclusion of the forthcoming Annual General Meeting and have confirmed their eligibility and willingness to accept the office of the Auditors, if re-appointed.

19. ACKNOWLEDGEMENT

Your Directors take this opportunity to record their appreciation for the continued and sustained support and co-operation extended to the Company by the Government of India, State Governments, Financial Institutions and Banks, Dealers and Customers, Suppliers, Transporters, Employees, Shareholders and all other Stakeholders.

Registered Office: Falta Special Economic Zone
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West Bengal

By Order of the Board

Tarun Kumar Das
(Company Secretary)

Date: 12/08/2011

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ANNEXURE TO THE DIRECTORS REPORT

Statement showing particulars pursuant to the Companies (Disclosures of Particulars in the Report of Board of Directors) Rules, 1988.

A) CONSERVATION OF ENERGY

(a) POWER AND FUEL CONSUMPTION	Current Year <u>2010-11</u>	Previous Year <u>2009-10</u>
(1) Electricity		
a) Purchased (from State Grid)	9,97,170	9,60,145
Units (in KWH)		
Total amount (Rs. in Lacs)	64.29	51.93
Rate / Units (Rs/ KWH)	6.45	5.41
b) Own Generator		
Through diesel Generator		
Units (KWH)	34,380	48,540
Units per liter of Diesel Oil		
(KWH /Liters)		
Cost / Unit (Rs. / KWH)	13.26	11.55
(2) Coal, furnace Oil, others	—	—

(b) CONSUMPTION PER UNIT OF PRODUCTION

(1). PU TYRES

Production (Pcs in Lacs)	7.47	6.65
Electricity per pcs (unit)	1.61	1.76

(2). PU SHOE SOLE

Production (pairs in lacs)	16.73	14.85
Electricity per pair (unit)	0.32	0.39

(B) TECHNOLOGY ABSORPTION

1. Specific areas in which where R & D carried out by the Company

Your company has primarily worked on developing lot of new designs in the footwear product range. Company has been able to introduce many new products for its footwear range.

Your company along with it subsidiary companies has developed a large range of disable persons and patient assistance equipments. These products have been complete design house design and development team.

Company has also developed the high load capacity castors but the products are not pursued further due to market conditions

2. Benefit derived as a result of the above R&D

The company achieved very good response in the footwear market for its new products therefore, helping the company to generate reasonable business even with difficult market situations.

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With in-house designs, more India specific, for the disable persons and patient assistance equipments, hospital furniture, company could produce these products at very competitive prices and with market acceptable products. The "i Care" product range has been introduced in the market and with very good response. You company plan to distribute the whole product range in India and also for global market.

The High load capacity castors and wheel project is under watch category till we see a reversal of trend in the industrial purchase trend world wide.

3. Future Plan of Action

The Company is working on development of PU DIP men's shoes and further higher range of Chappals and sandals in the footwear segment, and very good growing domestic markets. Company will built up more R&D capabilities on disable persons and patient support equipments and Hospital furniture to enhance product range, enter different market segments and give a cost effective solution to the Hospital and patient care industry.

You company has taken more products developments for India market. First phase of trials, data collections and research on these data has given lot of inputs for modifying / developing new products for Indian market mainly, targeting bicycles, electric bikes and push carts. Your company has put up its PU tire development team on these products for future growth in the India market.

(C) FOREIGN EXCHANGE EARNING AND OUTGO

	2010-11	2009-10
1. (A) Foreign Exchange Earning	88192.26	92073.09
2. (B) Foreign Exchange Outgo		
i) CIF VALUE OF IMPORTS		
● Raw materials Component & Trading Goods	55779.02	67580.24
● Stores and Spare parts & Component	898.07	849.72
● Capital Goods	1849.08	2834.72
ii) Others	537.80	3270.77

Registered Office:
Falta Special Economic Zone
Sector-1, Plot-31&32, Falta,
24-Parganas (S), Pin-743504
West Bengal

For and behalf of the Board

J. S. BARDIA
(Chairman)

Date : 12.08.2011

IIII KRYPTON INDUSTRIES LIMITED

REPORT ON CORPORATE GOVERNANCE (Pursuant to clause 49 of The Listing Agreement)

1. Company's Philosophy on Corporate Governance

The basic philosophy of corporate governance in the Company is to **maximize long-term shareholder's value**, keeping in view the needs and interests of all its stakeholders and to achieve business excellence. The Company is committed to transparency in all its dealings and places high emphasis on business ethics.

The key elements of good corporate governance include honesty, trust and integrity, openness, performance orientation, responsibility and accountability, mutual respect, and a commitment to the organization. The Corporate Governance framework of the Company ensures that timely and accurate disclosure is being made on all material matters regarding the Company, including the financial situation, performance, ownership and governance of the Company. The Board believes good Corporate Governance is voluntary and self-disciplinary. The Board supports principles of good governance and lays appropriate emphasis on regulatory compliance, integrity and accountability.

2. Board of Directors :

a) Composition and category of Directors

The Board of Directors of the Company as on 31st March, 2011 comprised of total 4 Directors, consisting of One Executive Director and 3 Non Executive Independent Directors. Mr. Punam Chand Daga was a Director of the Company upto 29th September, 2010 and Mr. Pradeep Kumar Singh, Director of the Company joined the Board as an Additional Director as on 8th December, 2010. Mr. Jay Singh Bardia, Managing Director is the only Executive Director. During the year under review the Board met 12 times on 12.05.2010, 25.06.2010, 29.07.2010, 16.08.2010, 29.09.2010, 25.10.2010, 29.10.2010, 29.11.2010, 08.12.2010, 31.01.2011, 18.02.2011 and 14.03.2011 all at 11 A.M. The constitution of the Board during the year ended 31st March 2011 and their attendance at the Board Meetings, last Annual General Meeting and the Directorship/ Chairmanship/Membership of Committee of each Director in other companies are as under:

Sl. No.	Name of Director	Attendance		Category of Directors	Relationship with other directors	No. of Directorship Public Companies		No. of committee Membership/Chairmanship in other Companies	
		Board	Last AGM			Listed	Others	Chairman	Members
1.	Mr. Jay S. Bardia	12	Yes	Executive, Chairman-cum Managing Director	None	NIL	3	NIL	NIL
2.	Mr. Tilok Chand Bachhawat	08	Yes	Independent Non-Executive	None	NIL	NIL	NIL	NIL
3.	Mr. Tansukh Gulgulia	10	Yes	Independent, Non -Executive	None	NIL	2	NIL	NIL
4.	Mr. Punam Chand Daga (Upto 29.09.2010)	04	Yes	Independent, Non -Executive	None	NIL	2	NIL	NIL
5.	Mr. Pradeep Kumar Singh (from 08.12.2010)	04	No	Independent, Non-executive	None	NIL	1	NIL	NIL

IIII KRYPTON INDUSTRIES LIMITED

None of the director is a member in more than 10 committees or acts as a Chairman of more than 5 Committees across all companies in which he is a director.

Necessary information as mentioned in Annexure 1A to Clause 49 of the Listing Agreement has been placed before the Board for consideration

b) Board Procedure:

Scheduling and selection of Agenda Items for Board Meetings:

- i) The Company holds minimum of four Board Meetings in each year, which are pre-scheduled after the end of each quarter. Apart from the four pre-scheduled Board Meetings, additional Board Meetings are convened by giving appropriate notice at any time to address the specific needs of the Company.
- ii) All departments in the Company are encouraged to plan their functions well in advance, particularly with regard to matters requiring discussion / approval in the Board Committee Meetings. All such matters are communicated to the Company Secretary in advance so that the same could be included in the Agenda for the Board Meetings.
- iii) The Board is given presentations covering Finance, the major business segments and operations of the Company, before taking on record the results of the Company for the preceding financial quarter at each of the pre-scheduled Board Meeting.

The Chairman of the Board and the Company Secretary in consultation with the other concerned persons in senior management finalise the agenda papers for the Board Meeting. Directors have access to the Company Secretary's support and all information of the Company and are free to suggest inclusion of any matter in the Agenda.

Board Material Distributed in Advance

Agenda Papers are circulated to the Directors, in advance. All material information is incorporated in the Agenda Papers for facilitating meaningful and focused discussions at the Meeting. Where it is not practicable to attach any documents to the Agenda, the same are placed on the table at the Meeting.

Recording Minutes of Proceedings at Board/Committee Meetings

The Company Secretary records the minutes of the proceedings of each Board Meeting. Draft Minutes are circulated to all the members of the Board for their comments. The minutes of proceedings of a Meeting are entered in the Minutes Book within 30 days from the conclusion of the Meeting.

Compliance

The Company Secretary while preparing the agenda, notes on agenda, minutes etc. of the Meeting(s), is responsible for and is required to ensure adherence to all the applicable provisions of law including the Companies Act, 1956.

c) Reappointment of Director liable to retire by rotation:

According to the provisions of the Companies Act, 1956 at every Annual General Meeting of the Company one- third of directors are liable to retire by rotation. Thus, Mr. Tilok Chand Bachhawat shall retire at the ensuing Annual General Meeting and being eligible offers himself for reappointment.

d) Directors with materially significant related party transaction, pecuniary or business relationship with the company :

Except for drawing remuneration and sitting fees, none of the directors have any other materially significant related party transaction, pecuniary or business relationship with the company.

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3. Audit Committee:

The terms of reference, role and scope are in line with those prescribed by Clause 49 of the Listing Agreement with the Stock Exchange(s). The Company also complies with provisions of section 292A of the Companies Act, 1956 pertaining to Audit Committee and its functioning.

- a) The Audit Committee consists of Mr. Jay Singh Bardia, Managing Director and other two Independent non-executive directors viz., Mr.T.C.Bachhawat (F.C.A) and Mr. Tansukh Gulgulia (LL.B).

Mr. Punam Chand Daga was a Chairman of the committee (upto 29.09.2010). Mr. T. C. Bachhawat, an Independent Director, has been designated as the Chairman of the Committee (w.e.f. 29.09.2010), who is having good knowledge in finance and accountings. The Committee is mandated to meet at least four times in a year. Mr. Sanjay Kumar Garodia was acted as Company Secretary.

- b) Brief description of the terms of reference to the Audit Committee: -

- I. Overview of Company's Financial Reporting process & disclosure of its Financial Information's to ensure that Financial Statement reflects true and fair position and that sufficient and credible information is disclosed.
- II. Recommending the appointment, re-appointment of and removal of external auditor, fixation of Audit fees and approval for payment of other services.
- III. Reviewing with the management, external & internal auditors of the adequacy of Internal Control System.
- IV. Reviewing the adequacy of internal audit functions.
- V. To review the unaudited Quarterly/Half yearly and annual financial statements before submissions to the Board, focusing on: -
 - Any changes in accounting policies and practices.
 - Major Accounting entries based on exercise of judgment by management.
 - Qualifications in draft Audit Report.
 - Significant adjustments arising out of audit.
 - The Going Concern assumption.
 - Compliance with Accounting Standards.
 - Compliance with Stock Exchange and Legal Requirements concerning financial statements.
- VI. Reviewing the company's financial and risk management policies.

- c) Composition of Audit Committee : -

Sl. No.	Name of Member	Category	No. of meetings attended
1	Mr. T.C Bachhawat	Chairman (w.e.f 29.09.2010)	5
3	Mr. Punam Chand Daga	Chairman (upto 29.09.2010)	5
4	Mr. Jay Singh Bardia	Member	5
5	Mr. T. S. Gulgulia	Member	2

Five Committee meetings were held viz., on 29.04.2010, 30.07.2010, 14.08.2010, 29.10.2010 and 28.01.2011.

IIII KRYPTON INDUSTRIES LIMITED

4. Remuneration Committee :

The Remuneration Committee of the Board of Directors of the Company was set up by the Board in May 2004, consisting of three independent Directors viz., Mr. Tansukh Gulgulia, Mr. Pradeep Kumar Singh and Mr.T.C.Bachhawat. Mr. Pradeep Kumar Singh has been designated as the Chairman of the Committee w.e.f 8th December, 2010. Mr T.C Bachhawat was acted as a Chairman upto 7th December, 2010. The committee determines the Company's policies on remuneration packages payable to Managing Director and also reviews the compensation levels vis-à-vis other companies and the industry in general. All directors were present in the meeting. The Managing Director, Mr. Jay Singh Bardia, receives remuneration, which is based on the recommendation of the board and within the ceilings fixed by the shareholders.

- a) **Remuneration Policy:** The Company decides the remuneration package of Senior Management members by emphasizing the current employment scenario of Remuneration package of the industry.

The company pays remuneration by way of salary, perquisites & allowances, incentives & commission (variable components) to its Managing Directors & Non-Executive Directors etc. Annual Increments, if any, are decided by the Remuneration Committee within the salary schedule as approved by the members and are effecting from 1st April 2007 annually.

It was unanimously decided by the Directors in the committee meeting held on 31.03.2011 not to take commission during the year.

b) **Remuneration to Executive Director**

Remuneration of the Managing Director for the year-ended 31.03.2011, which was approved by shareholders, is as follows:

Salary	Rs 30,00,000
Commission	NIL
	Rs. 30,00,000

c) **Remuneration to Non-Executive Director:**

Remuneration of non-executive Directors for the year ended March 31st, 2011 is as follows:-

Name of the Directors	Sitting Fees (Rs.)	Total (Rs)
Mr.Pradeep Kumar Singh	500	2000
Mr.T.C.Bachhawat	500	4000
Mr. Tansukh Gulgulia	500	5000
Mr.Punam Chand Daga	500	2000

d) **Details of the Shares of the Company held by directors as on March 31,2011 are as follows:**

Name of the Directors	No. of Shares held
Mr. Pradeep Kumar Singh	NIL
Mr. T.C.Bachhawat	6,300
Mr. Tansukh Gulgulia	300
Mr. Jay Singh Bardia	11,500

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5. Shareholders / Investors Grievance Committee :

The Shareholders/Investors Grievance Committee reviews & redresses the investor/queries/grievances/complaints on the matter relating to the transfer of shares, non receipt of Annual Reports, Non receipt of dividend declared etc & also approves, transfers, transmission, consideration & splitting of such certificates. The company adopts a policy of disposing of investor's complaint within a span of 15 days.

I. The Share Transfer Committee was re-constituted as Shareholders/Investors Grievance Committee on 08.12.2011 in compliance with the Clause 49 of the Listing Agreement with the Stock Exchange. The Shareholders/Investors/Grievance Committee met on 24 different occasions during the year under consideration. The meetings are held on 10th and 25th of every calendar month and if there is a public holiday on that date then on the immediately next working date.

II. The Composition of an meetings attended by the members are as under:

Name of the Directors	No. of Meeting attended
Mr.Tansukh Gulgulia Chairman of the Committee	24
Mr.Punam Chand Daga (upto 7/12/2010)	16
Mr Pradeep Kumar Singh (from 8/12/2010)	8

Mr. Sanjay Kumar Garodia was Company Secretary of the Company was acted as a Compliance Officer of the committee.

III. Investors Grievance Redressal:

No. of Complaints received during the financial year 2010-2011 :- 3
No. of Complaints redressed during the financial year 2010-2011 :- 3
No. of Complaints pending at the end of the financial year 2010-2011 :- NIL

IV. Break up of Investors Grievances received during the period:

Dividend related complaints : 3
Share Certificate : 0
Annual Report : 0
Total : 3

v Name, designation and address of Compliance Officer :

Mr. Sanjay Kr.Garodia
Company Secretary
Krypton Industries Ltd.
410, Vardaan Building
25A, Camac Street
Kolkata-700016
Tel : 033-2287-1366/1367
Fax : 033 2287 1084
E-mail : krypton @vsnl.com

The request for transfer/dematerialisation of shares was carried out within the stipulated time period as per regulation of SEBI.

//// KRYPTON INDUSTRIES LIMITED

6 General Body Meeting

A. General Meetings:

Details of Place and Time of last three Annual General Meeting were given below:

YEAR	DATE	VENUE	TIME
2007-2008	24.10.2008	Works – 2, P.O & Village Banganagar, Diamond Harbour Road, 24-Parganas(s) West Bengal - 743513	11 A.M.
2008-2009	30.09.2009	Works – 2, P.O & Village Banganagar, Diamond Harbour Road, 24-Parganas(s) West Bengal - 743513	11 A.M.
2009-2010	29.09.2010	FALTA SPECIAL ECONOMIC ZONE Sector-1, Plot No. 31 & 32 Falta, 24-Parganas (S) Pin - 743 504, West Bengal	11.30 AM

B. Postal Ballot :

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, result of the voting conducted through Postal Ballot by the Company on the Ordinary Resolutions under the provisions of Section 293(1)(a) of the Companies Act, 1956 for seeking members consent for sell or otherwise dispose off M/S. KRYPTON INDUSTRIES (SUZHOU) COMPANY LIMITED, a loss making WOS at China.

Serial no.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of Total Valid Votes
1.	Number of valid Postal Ballot Forms received	09	208,738	100
2.	Votes in favour of the Resolution u/s 293(1)(a) of the Companies Act, 1956	08	208,737	99.999
3.	Votes against the Resolutions	1	1	0.001
4.	Number of invalid Postal Ballots Forms received	0	0	0

The shareholders of the Company have approved the Ordinary Resolution BY MAJORITY and the said results have been announced on November 29, 2010 at 11 A.M. at the Head office of the Company at 410. Vardaan Building , 25A, Camac Street, Kolkata-700 016.

7. Disclosures

A) Related Related party transactions:

The Related Party transactions in ordinary course of business have been disclosed in the Note 10 of Schedule 15 (Notes to Accounts). Company has not entered into any transaction of material nature with the promoters, directors, management, subsidiaries or relatives, etc that may have potential conflict with the interests of the company at large.

//// KRYPTON INDUSTRIES LIMITED

B) Compliances by the Company:

During the last 3 years no penalties or strictures have being imposed on the company by the Stock Exchanges, SEBI or any other statutory authority on any matter related to Capital Markets.

C) Share Capital Reconciliation Audit:

Mr. Hari Ram Agarwal, partner of M/s H.R.Agarwal & Associates, Practicing Chartered Accountants, carried out a Share Capital Reconciliation Audit in accordance with SEBI circular D & CC /FITTC/ CIR –16/2002 Dated 31.12.2002 during the year on quarterly basis to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Limited (CSDL) and the total issued and listed capital. Any difference in aggregate is reported in quarterly reports. Moreover, number of requests confirmed after 21 days and / or number of requests pending beyond 21 days during /at the end of each quarter by / with RTA is reflected in the report along with reasons for delay, if any

8. Means of Communication:

- i) The The company regularly intimates un-audited quarterly financial results to the stock exchanges immediately after these on record by the Board. These Financial results are normally published in The Economics Times / Business Standard and Kalantar. The results are not sent individually to the shareholders.
- ii) Management Discussion and Analysis Report forms part of the Report of Directors.

9. General Shareholder Information

a) Annual General Meeting:

Date	:	28 th September, 2011
Time	:	11.30 A.M.
Venue	:	Falta Special Economic Zone, Sector 1, Plot No. 31 & 32, P S Diamond Harbour, 24 Parganas, Pin 743504, West Bengal

b) Financial Calendar : -

i) Audited Results Announced	:	12.08.2011
ii) Posting of Annual Report	:	On or before 05/09/2011
iii) Last date of Receipt of Proxy Forms	:	26 th September, 2011 (within 11.30 A.M.)

c) Date of Book Closure : 20th September to 28th September, 2011

d) Listing on Stock Exchanges : Bombay Stock Exchange
Calcutta Stock Exchange
Delhi Stock Exchange
Jaipur Stock Exchange

The company confirms that it has paid annual listing fees for the year 2010-2011.

//// KRYPTON INDUSTRIES LIMITED

- e) Stock Code / Symbols
- 1) Stock Exchange Codes
- i) Bombay Stock Exchange, Mumbai : Krypton \523550
 - ii) The Calcutta Stock Exchange Association Ltd : Physical K-025
 - iii) Jaipur Stock Exchange : Physical –1836
 - iv) Delhi Stock Exchange : NOT AVAILABLE
- 2) ISIN No. : INE 951B01014
- f) **Registrar & Transfer Agents** : **Maheshwari Datamatics Pvt. Ltd**
6, Mangoe Lane, 2nd Floor,
Kolkata –700 001.
E-Mail : mdp@cal.vsnl.net.in
Phone : 033 2243 5809/5029
Fax : 033 22484787

However, keeping in view the convenience of shareholders, documents relating to shares continue to be received by the company as well as at the Registrar's Office.

g) Share Transfer Systems:

The physical shares received by the company for transfer are sent immediately to the Registrar and Share Transfer Agent of the company. The Registrar on receipt of share for transfer verifies the same and sends them to the Compliance Officer for necessary action on bi-monthly basis. The shares received for transfer are approved at Share transfer Committee Meetings which are generally held twice in a month. In case of transfer in Physical mode an option letter of simultaneous dematerialisation of shares is sent to the transferees immediately. If no reply is received in 30 days the share certificate duly endorsed are returned immediately to the shareholders. If dematerialisation confirmation is received then the shares are sent immediately to NSDL/CSDL for transfer in the Shareholders DP account. The Transfer of shares in the electronic mode is handled by the Registrar & Share Transfer agent.

h) Dematerialisation of shares:

The shares of the company are in compulsory demat segment and are available for trading in the depository system of both the National Securities Depository Limited & Central Depository Services (India) Limited. As on 31st March, 2011, equity shares of the company forming 59.2896 % of the share capital of the Company stand Dematerialized.

//// KRYPTON INDUSTRIES LIMITED

i) Stock Market Data: -

Monthly high and low quotations of shares traded at Mumbai Stock Exchange (BSE) and performance in relation to BSE Sensex from April 2010 to March 2011 are as under:

Months	Krypton at BSE		BSE SENSEX	
	High (Rs)	Low (Rs)	High	Low
April, 2010	48.50	25.90	18,047.86	17276.80
May, 2010	37.50	30.20	17,536.86	15960.15
June, 2010	42.85	30.10	17,919.62	16,318.39
July, 2010	47.00	34.00	18,237.56	17395.58
August, 2010	49.70	33.25	18,475.27	17,819.99
September, 2010	37.75	31.35	20,267.98	18,027.12
October, 2010	33.85	28.05	20,854.55	19,768.96
November, 2010	30.25	25.80	21,108.64	18,954.82
December, 2010	27.00	21.05	20,552.03	19,074.57
January, 2011	23.40	16.60	20,664.80	18,038.48
February, 2011	23.80	17.05	18690.97	17,295.62
March, 2011	25.95	15.15	19,575.16	17,792.17

j) **Distribution of Shareholding:**

i) Categorywise shareholding pattern as on 31.03.2011 was as under:

CATEGORY	NO.OF SHARES HELD	PERCENTAGE OF SHAREHOLDING
PROMOTER'S HOLDING		
FOREIGN PROMOTERS	324000	7.5342
INDIAN PROMOTERS*	1027054	23.8828
NON-PROMOTERS HOLDING		
BANKS, FINANCIAL INSTITUTIONS,	200	0.0047
INSURANCE COMPANIES	-	-
(CENTRAL/STATE GOVT. INSTITUTIONS/NON-GOVT. INSTITUTIONS)		
MUTUAL FUNDS/UTI	7000	0.1628
OTHERS		
PRIVATE CORPORATE BODIES	530856	12.3443
INDIAN PUBLIC	2267620	52.7304
NRIs/OCBs	143670	3.3408
TOTAL	43,00,400	100

*Including NRI Promoters holding 7,59,500 shares is on 31.03.2011

IIII KRYPTON INDUSTRIES LIMITED

(ii) DISTRIBUTION OF SHARE HOLDING AS ON 31.03.2011

Nominal Value of Shares (Rs)	Share Holders		Share Amount	
	(Numbers)	%of TotalIn Rs.	% of Total	
(1)	(2)	(3)	(4)	(5)
Upto 5,000	7723	93.2167	936307	21.7726
5001 to 10000	265	3.1986	225176	5.2362
10001 to 20000	124	1.4967	191928	4.4630
20001 to 30000	44	0.5311	112161	2.6086
30001 to 40000	28	0.3380	102903	2.3929
40,001 to 50,000	13	0.1569	61200	1.4231
50,001 to 1,00,000	35	0.4225	258155	6.0030
1,00,001 & Above	53	0.6398	2412550	56.1006
Grand Total :	8285	100.0000	43004000	100.00

k) Outstanding GDRs /ADRs/warrants or any Convertible Instruments, conversion date and likely impact on equity. Your Company has not issued any such warrants as on date.

l) Plant Location:

DIVISION -I (Tyre Division) FALTA SPECIAL ECONOMIC ZONE Sector-1, Plot No. 31 & 32 Falta, 24-Parganas(S) Pin - 743 504, West Bengal	DIVISION –II (Footwear Division) BANGANAGAR, DIAMOND HARBOUR ROAD Falta, 24 Parganas(S) Pin - 743513, west Bengal
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m) Address for Correspondence : M/s Krypton Industries Ltd
 410, Vardaan Building, 25A, Camac Street,
 4th Floor, Kolkata-700016
 E-Mail: Krypton @vsnl.com
 Ph: 033 22871366/ 1367, Fax – 033 22871084

Compliance with the Non Mandatory Requirements

i) The Board

Since the Chairman is holding executive position, he is entitled to re-imburement of expenses incurred in performance of his duties.

ii) Remuneration Committee

Discussed in Point No.4 of the Report on Corporate Governance

//// KRYPTON INDUSTRIES LIMITED

iii) Shareholders Rights

The Company's results are available on website www.corpfiling.co.in. A half yearly declaration of financial performance including summary of the significant events is presently not being sent to each household of the shareholders. However the Company's half yearly results are published in English Newspaper (having a wide circulation) and in Bengali newspaper.

iv) Audit qualifications

During the period under review, there is no audit qualification on company's financial statements.

v) Training of the Board Members

Presently, Company doesn't have any training programme.

vi) Mechanism for evaluating non-executive Board Members

Presently, company doesn't have such mechanism as contemplated for evaluating the performance of non-executive Board Members.

vii) Whistle Blower Policy

Presently, the company doesn't have any Whistle Blower Policy.

//// KRYPTON INDUSTRIES LIMITED

CEO / CFO CERTIFICATION

(Pursuant to Clause 49 of Listing Agreement)

The Board of Directors
KRYPTON INDUSTRIES LIMITED

Pursuant to Clause 49 of the Listing agreement, this is to certify that:

1. We have reviewed financial statements and the Cash Flow Statement for the year ended 31st March 2011, and to the best of our knowledge and belief;
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements might be misleading;
 - b) These statements together present a true and fair view of the Company's affair and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transaction entered into by the Company during the years, which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibilities for establishing and maintaining internal control for financial reporting. We have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to be taken for rectifying these deficiencies.
4. We have indicated to the Auditors and Audit Committee
 - a) Significant changes in internal control over financial reporting during the year.
 - b) Significant changes in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management, or an employee having a significant role in the company's internal control system over financial reporting.

For Krypton Industries Limited

Place: Kolkata
Date: 12-08-2011

Panna Lal Bardia
(Chief Executive)

Jay Singh Bardia
(Managing Director)

//// KRYPTON INDUSTRIES LIMITED

Declaration on Compliance of the Company's Code of Conduct

As provided under clause 49 of the Listing Agreement with the Stock Exchange, all Board members and Senior Management Personnel have affirmed compliance with code of conduct as applicable to them for the year ended 31st March, 2011.

For **Krypton Industries Limited**

Jay Singh Bardia
Managing Director

Date : 12.08.2011

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of
Krypton Industries Limited,

We have examined the compliance of the conditions of Corporate Governance by **Krypton Industries Limited**, for the year ended on 31 st March, 2011, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination has been limited to a review of procedures and implementation thereof adopted by the company for ensuring compliance with 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 the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

We 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 **JAGDISH AGARWAL & ASSOCIATES**
CHARTERED ACCOUNTANTS
FIRM REGISTRATION NO. 320253E

J. P. AGARWAL
PARTNER

Place: Kolkata

Dated: 12th Day of August, 2011

Membership No. 055436

//// KRYPTON INDUSTRIES LIMITED

AUDITOR'S REPORT

1. We have audited the attached Balance Sheet of **KRYPTON INDUSTRIES LIMITED**, as at 31st March, 2011 and also the Profit and Loss Account and the 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.
2. We conducted our audit in accordance with the 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.
3. As required by the Companies (Auditor's Report) Order, 2003 as amended by Companies (Auditor's reports) (Amendment) Order, 2004 (together the 'Order') 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.
4. Further to our comments in the Annexure referred to in paragraph 3 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) In our opinion, 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 31st March, 2011, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
 - vi) 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 notes thereon, give the information required by the Companies Act, 1956, in the manner so required and 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 31st March, 2011;
 - b) in the case of the Profit and Loss Account, of the Profit of the Company for the year ended on that date; and
 - c) in the case of Cash Flow Statement, of the Cash Flows for the year ended on that date.

For JAGDISH AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No.320253E

Place : Kolkata.
Dated : The 12th Day of August, 2011

J. P. AGARWAL
PARTNER
Membership No.055436

//// KRYPTON INDUSTRIES LIMITED

ANNEXURE TO THE AUDITORS' REPORT

Annexure referred to in paragraph '3' of our Report of even date on the accounts of **KRYPTON INDUSTRIES LIMITED** as at and for the year ended 31st March, 2011.

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As per Company's policy, verification of fixed assets is being conducted in a phased programme by the management designed to cover all assets over a period of five years, which in our opinion is reasonable having regard to the size of the Company and the nature of assets. The verification of assets due as per this programme has been carried out. The discrepancies noticed on such verification were not material and have been properly dealt with in the books of account.
- (c) The Company has not disposed off a substantial part of its fixed assets during the year and the going concern assumption of the company is not affected.
- (ii) (a) During the year, the inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable.
- (b) In our opinion and according to the information and explanation 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 the record of inventories, we are of the opinion that, the Company is maintaining proper records of inventories. The discrepancies noticed on physical verification of inventories as compared to book records were not material and have been properly dealt with in the books of account.
- (iii) (a) The Company has granted unsecured loan to its subsidiary company covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs.7785.67 (in'000) and the year ended balance of loan granted to such party was Rs.2570.12' (in'000).
- (b) In our opinion the rate of interest and other terms & conditions on which loan has been taken from the party listed in the register maintained under section 301 of the Companies Act, 1956 are not prima facie, prejudicial of the interest of the Company.
- (c) The receipt of principal amounts and interest during the year has been regular/as per stipulation.
- (d) The Company had not taken unsecured loan from subsidiary company covered in the register maintained under section 301 of the Companies Act, 1956. The Loan of RS.124.94(in' 000) has been repaid during the year.
- (e) In our opinion the rate of interest and other terms & conditions on which loan has been taken from the party listed in the register maintained under section 301 of the Companies Act, 1956 are not prima facie, prejudicial of the interest of the Company.
- (f) The payment of principal amounts and interest in respect of such loans during the year has been regular/as per stipulation.
- (iv) According to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of inventories, fixed assets and with regard to the sale of goods & services. During the course of our audit, no major weakness has been noticed in the underlying internal controls.

IIII KRYPTON INDUSTRIES LIMITED

- (v) (a) Based on the Audit Procedure applied by us and according to information and explanation given to us, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.
- (b) In our opinion and according to information and explanation given to us , the transactions made in pursuance of such contracts have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- (vi) The Company has not accepted any deposit within the meaning of section 58A, 58AA or any other relevant provisions of the Act and the rules framed thereunder.
- (vii) That Company has an internal audit system, which in our opinion, is commensurate with its size and nature of its business.
- (viii) To the best of our knowledge and the information given to us, the Central Government of India has not prescribed the maintenance of Cost records by the Company under Section 209(1)(d) of the Companies Act, 1956 for any of its products.
- (ix) (a) As explained to us, the statutory dues payable by the Company comprises of provident fund, employees' state insurance, income tax, sales tax, custom duty, excise duty, cess and etc. According to the records of the Company and information and explanations given to us, the Company has been regularly depositing the aforesaid undisputed statutory dues with the appropriate authorities. There are no undisputed statutory dues as referred to above as at 31st March, 2011 outstanding for a period of more than six months from the date they become payable.
- (b) According to the records of the Company and information and explanations given to us, there are dues of income – tax aggregating Rs.30,21,223/-, which have not been deposited on account disputes, the details of which are set out in note No. 16(6). We have been further informed that there are no dues in respect of income tax, sales tax and custom duty which have not been deposited on account of any dispute.
- (x) The Company has no accumulated losses and has not incurred any cash losses during the financial year covered by our audit or in the immediately preceding financial year.
- (xi) Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to banks. The Company has not taken loans from financial institutions and has not issued debentures.
- (xii) As Company has not granted any 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 funds / society. Therefore, the provisions of paragraph 4(xiii) of the Order are not applicable to the Company.
- (xiv) As the Company is not dealing or trading in shares, securities, debentures and other investments, paragraph 4(xiv) of the Order is not applicable.
- (xv) In respect of guarantees given by the Company for loans taken by its subsidiaries from banks, the terms and conditions are prima facie not prejudicial to the interest of the Company.
- (xvi) In our opinion, the Term Loan, have been 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 the balance sheet of the company, we report that the no funds raised on short – terms basis have been used for long – term investment except permanent working capital.

//// KRYPTON INDUSTRIES LIMITED

- (xviii) As the Company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act, paragraph 4(xviii) of the Order is not applicable.
- (xix) As the Company has not issued any debentures, paragraph 4(xix) of the Order is not applicable.
- (xx) During the year, since the Company has not raised money by way of public issue, paragraph 4(xx) of the Order is not applicable.
- (xxi) Based upon the audit procedures performed and information and explanations given 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 31st March, 2011.

For JAGDISH AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration No. 320253E)

Place: Kolkata.
Dated: The 12th Day of August, 2011

J. P. AGARWAL
PARTNER
Membership No. 055436

//// KRYPTON INDUSTRIES LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2011		(Rupees in '000)	
	Schedule	As at 31st March, 2011	As at 31st March, 2010
SOURCES OF FUNDS			
SHAREHOLDERS' FUNDS			
Share Capital	1	43004.00	43004.00
Reserves and Surplus	2	73321.42	66296.46
LOAN FUNDS			
Secured Loans	3	69556.39	59841.11
Unsecured Loans		<u>61214.60</u>	<u>61413.98</u>
		130770.99	121255.09
DEFERRED TAX LIABILITIES	16(3)	2961.34	2549.55
		<u>250057.75</u>	<u>233105.10</u>
APPLICATION OF FUNDS			
FIXED ASSETS			
Gross Block	4	153128.50	146240.46
Less : Depreciation		<u>79954.58</u>	<u>73355.83</u>
Net Block		73173.92	72884.63
INVESTMENTS	5	39395.64	40160.71
CURRENT ASSETS, LOANS AND ADVANCES			
Inventories	6	78783.52	45643.57
Sundry Debtors	7	66027.46	66765.31
Cash and Bank Balances	8	7673.34	7517.51
Loans and Advances	9	47481.14	47016.52
		<u>199964.46</u>	<u>166942.91</u>
Less : Current Liabilities & Provisions			
Current Liabilities	10	60779.27	46859.81
Provision	11	1697.00	23.34
NET CURRENT ASSETS		137488.19	120059.76
		<u>250057.75</u>	<u>233105.10</u>
Notes to the Financial Statements	16		

The Schedules referred to above form an integral part of the Balance Sheet.

In terms of our attached report of even date
For JAGDISH AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration NO.320253E)

Place : Kolkata
Dated : The 12th Day of August, 2011

J. P. AGARWAL
PARTNER
Membership No.055436

IIII KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	<u>Schedule</u>	<u>As at 31st March, 2011</u>	<u>As at 31st March, 2010</u>	
<u>INCOME</u>				
Sales	12	245415.18		235904.83
Other Income	13	4182.56		5040.63
		<u>249597.74</u>		<u>240945.46</u>
<u>EXPENDITURE</u>				
(Increase)/ Decrease in the Stock of				
Finished Goods				
Opening Stock		13072.31	17800.76	4728.45
Less : Closing Stock		<u>28414.27</u>	<u>13072.31</u>	
Work in Progress				
Opening Stock		4757.63	4388.94	
Less : Closing Stock		<u>6837.38</u>	<u>4757.63</u>	(368.69)
Trading Goods				
Opening Stock		371.23	332.91	
Less : Closing Stock		<u>975.25</u>	<u>371.23</u>	(38.32)
Upper (Produced Raw Materials)				
Opening Stock		4145.85	-	
Less : Closing Stock		<u>7992.27</u>	<u>4145.85</u>	(4145.85)
Excise Duty & Cess on Stock		193.18		28.41
Capital Loss on sale of Shares		690.23		-
Purchase of Trading Goods		5449.38		3447.88
(Includes Rs. 1180050/- purchased from Eco Wheels Pvt. Ltd., P.Y Rs. NIL)				
Raw Materials Consumed	14	142965.87		128887.72
Cost of Raw Material Sold		831.46		4662.70
Cost of Consumable sold		111.30		37.10
Manufacturing, Selling and Administrative Expenses	15	83490.14		72843.66
Interest		14593.24		12443.01
Depreciation		6918.07		6668.63
Prior Period Item		(3.03)		-
Right Share Issue Expenses		3464.95		419.18
		<u>236862.64</u>		<u>229613.88</u>

//// KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

	<u>Schedule</u>	<u>As at</u> <u>31st March, 2011</u>	<u>As at</u> <u>31st March, 2010</u>
PROFIT BEFORE TAX		12765.10	11331.58
Provision for Current Tax		4797.00	3150.05
Provision for Deferred Tax	16(3)	411.79	(901.47)
Interest/Income-tax/FBT Paid for earlier year		531.35	500.88
		5740.14	2749.46
		7024.96	8582.12
PROFIT AFTER TAX			
Balance brought forward from Previous year		59088.95	50935.83
PROFIT AVAILABLE FOR APPROPRIATION		66113.91	59517.95
APPROPRIATIONS TO :			
General Reserve		-	429.00
Balance Carried Forward to Balance Sheet		66113.91	59088.95
		66113.91	59517.95
Earning Per Share (Face Value Rs.10.00 each)			
(Basic and diluted) (Rs.)	16(7)	1.63	2.00

Notes to the Financial Statements 16

The Schedules referred to above form an integral part of the Profit & Loss Account

In terms of our attached report of even date
For JAGDISH AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration NO.320253E)

Place : Kolkata
Dated : The 12th Day of August, 2011

J. P. AGARWAL
PARTNER
Membership No.055436

IIII KRYPTON INDUSTRIES LIMITED

CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2011 (Rupees in '000)

	For the year 31st March, 2011	For the year 31st March, 2010
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before Tax	12765.10	11331.58
Adjustment for :		
Loss/(Profit) on Sale of Fixed Assets	(274.83)	(37.36)
Loss/(Profit) on Sale of Investment	690.23	-
Depreciation	6918.07	6668.63
Interest Expenses	14593.24	12443.01
Interest Income	(2366.39)	(2477.74)
Operating Profit before Working Capital changes	19560.32	16596.54
Adjustment for :		
Trade and Other Receivables	(7162.10)	(13956.61)
Inventories	(33139.95)	(6994.78)
Trade and Other Payables	13920.47	1302.44
Cash generated from Operations	5943.84	8279.17
Income Tax	(3896.13)	(3697.89)
	2047.71	4581.258
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(7350.69)	(7838.68)
Sale of Fixed Assets	418.16	640.37
Investment in Equity & Others	(1859.93)	(5142.34)
Proceeds From Sale Of Investment	1934.77	-
Interest Received	1001.21	3875.18
Net Cash (used in)/ from Investing activity	(5856.48)	(8465.47)
C. CASH FLOW FROM FINANCIAL ACTIVITIES :		
Proceeds from short term borrowing	18799.13	29676.46
Dividend Payout	(1.01)	(0.41)
(Repayments)/ Proceeds from long term borrowing	(8428.84)	(10729.75)
Interest paid	(15447.63)	(11639.00)
Loan to Others	9041.95	(2403.73)
Net Cash (used in) / from Financial activities	3963.60	4899.77
Net (Decrease) / in Cash and Cash equivalents	154.83	1015.58
Cash and Cash equivalents as at beginning of the year	7517.51	6501.93
Cash and Cash equivalents as at end of the year	7672.34	7517.51
	154.83	1015.58

In terms of our attached report of even date
For JAGDISH AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration NO.320253E)

Place : Kolkata
Dated : The 12th Day of August, 2011

J. P. AGARWAL
PARTNER
Membership No.055436

III KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2011

	As at 31st March, 2011	As at 31st March, 2010
1. SHARE CAPITAL		
AUTHORISED		
1,50,00,000 Equity Shares of Rs. 10/- each (Previous Year 1,50,00,000 Equity Shares of Rs. 10/- each)	150000.00 <u>150000.00</u>	150000.00 <u>150000.00</u>
ISSUED, SUBSCRIBED AND PAID- UP		
43,00,400 Equity Shares of Rs. 10/- each fully paid up. The above shares include 3,24,000 Equity Shares of Rs. 10/- each which have been allotted as fully paid-up shares pursuant to a contract without payment being received in Cash.	43004.00 <u>43004.00</u>	43004.00 <u>43004.00</u>
2. RESERVES AND SURPLUS		
CAPITAL RESERVE		
From West Bengal Government under Capital Subsidy Incentive Scheme	1500.00	1500.00
GENERAL RESERVE		
As per Last Balance Sheet	5707.51	5278.51
Add : Transferred from Profit & Loss Account	- 5707.51	429.00
Profit & Loss Account	<u>66113.91</u> <u>73321.42</u>	<u>59088.95</u> <u>66296.46</u>
3. LOAN FUNDS		
SECURED LOANS		
Term Loan from Bank of Baroda* (Including interest accrued Rs.Nil) (Previous Year Rs.Nil)	10053.00	18481.84
Other Loans (Short Term) * From Bank of Baroda on Cash/Packing Credit Account	51845.55	39792.14
PSDL Loan *	4365.00	-
Car Loan**	3292.84	1567.13
UNSECURED LOANS		
From Bodies Corporate (Including interest accrued Rs. 16,56,592/-, P. Y. Rs./- 9,13,293/-) (Include Rs. Nil/- from Subsidiary P. Y. Rs. 1,24,938/-)	61214.60	61413.98
	<u>130770.99</u>	<u>121255.09</u>

* The Cash/Packing Credit /Term Loan/ PSDL Loan from Bank of Baroda were Secured by hypothecation of both present & future Stocks of Raw Materials, Work-in-Progress, Finished Goods, hypothecation of D.P. Note, Book Debts, Equitable mortgage of Land & Building/Factory Shed and hypothecation of Plant & Machinery of the Company lying in and/or stored and/or installed at any place in India or abroad. These loans were further secured by the personal guarantees of Mr. J. S. Bardia, the Managing Director of the Company alongwith the personal guarantee of Mr. T. S. Gulgulia (Director) and Mr. P. C. Daga (Ex-Director), Directors of the Company.

** Car has been hypothecated with HDFC Bank, Axis bank and Kotak Mahindra Prime Limited.

IIII KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

4. FIXED ASSETS (Rupees in '000)

DESCRIPTION	GROSS BLOCK (AT COST)			DEPRECIATION				NET BLOCK		
	As at 01.04.2010	Additions	Disposal	As at 31.03.2011	Upto 31.03.2010	For the Year	Adjusted on disposal	Upto 31.03.2011	As at 31.03.2011	As at 31.03.2010
LAND	3677.51	-	-	3677.51	-	-	-	-	3677.51	3677.51
BUILDINGS	33352.97	16.76	-	33369.73	9654.11	1114.46	-	10768.57	22601.16	23698.86
PLANT AND MACHINERY	90301.32	3681.43	201.00	93781.75	54059.48	4427.10	139.06	58347.52	35434.23	36241.84
ELECTRIC INSTALLATION	5282.16	78.78	-	5360.94	2321.88	331.65	-	2653.53	2707.41	2960.28
OFFICE EQUIPMENTS	3926.43	151.42	-	4077.85	2909.97	353.94	-	3263.91	813.94	1016.46
VEHICLES	4355.84	3295.65	261.65	7389.84	1318.24	513.64	180.26	1651.62	5738.22	3037.60
FURNITURE, FIXTURES AND FITTINGS	5344.23	126.65	-	5470.88	3092.15	177.28	-	3269.43	2201.45	2252.08
TOTAL	146240.46	7350.69	462.65	153128.50	73355.83	6918.07	319.32	79954.58	73173.92	72884.63
Previous Year's Figures	140366.11	7838.68	1964.33	146240.46	68048.52	6668.63	1361.32	73355.83	72884.63	-

	As at 31st March, 2011	As at 31st March, 2010
5. INVESTMENTS (Long Term)		
Trade (Unquoted) :		
Eco Wheels Private Limited. In subsidiary Company 8,27,100 Equity Shares of Rs.10/- each fully paid up. (Previous Year 8,27,100 Equity Share of Rs. 10/- each fully paid up.)	8271.00	8271.00
Barons Polymer Private Limited 1,00,000 Equity Shares of Rs. 10/- each fully paid-up. (Previous Year 1,00,000 Equity Shares of Rs. 10/- each fully paid-up)	1000.00	1000.00
Krypton Developers Ltd. In subsidiary Company 49,400 Equity Shares of Rs. 10/- each fully paid-up (Previous Year 49,400 Equity Share of Rs. 10/- each fully paid up.)	494.00	494.00
Krypton Tyres Ltd. 20,000 Equity Shares of Rs. 10/- each fully paid-up (Previous Year 20,000 Equity Share of Rs. 10/- each fully paid up.)	200.00	200.00
Karma Health Care Ltd. (Previous Year 2,62,500 Equity Share of Rs. 10/- each fully paid up.)	-	2625.00
I Care International Private Limited. 10,800 Equity Shares of Rs. 10/- each fully paid-up (Previous Year Nil Equity Share)	108.00	108.00
Krypton Industries(Suzhou) Co. Ltd. (Capital Investment in 100% Subsidiary Company)	29099.31	27239.38
UnTrade Investment in Gold Coins	223.33	223.33
	<u>39395.64</u>	<u>40160.71</u>

/// KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

(Rupees in '000)

	As at <u>31st March, 2011</u>	As at <u>31st March, 2010</u>
6. INVENTORIES		
(As taken, valued and certified by the Management)		
Raw Materials & Components (At cost)	26458.55	20265.62
Raw Material in Transit (at Cost)	1965.60	
Stores, Spare Parts and Packing Materials (At cost)	6140.20	3030.93
Finished Goods (At cost or estimated realisable value, whichever is lower)	28,414.27	13072.31
Work in Progress	6837.38	4757.63
Trading Goods (At cost or estimated realisable value, whichever is lower)	975.25	371.23
Upper (Produced Raw Material) (At Cost)	7992.27	4145.85
	<u>78783.52</u>	<u>45643.57</u>
7. SUNDRY DEBTORS		
(Unsecured - considered good)		
Outstanding for a period exceeding six months	22805.07	15133.16
Other Debts	43222.39	51632.15
(Including Rs.44,79,218/- receivable from Subsidiary) (Previous year Rs.64,34,722/-)	<u>66027.46</u>	<u>66765.31</u>
8. CASH AND BANK BALANCES		
Cash - in - hand (As Certified by the Management)	747.74	682.42
Balance with Scheduled Bank on :		
EEFC Account	52.82	53.40
Current Accounts	4409.13	4524.19
Margin Money Account (Import)	766.25	704.33
Fixed Deposit Account *	1696.40	1553.17
	<u>7672.34</u>	<u>6835.09</u>
* (Deposit receipt endorsed in Favour of Banks as Security against Guarantees given)		7517.51
9. LOANS AND ADVANCES		
(Unsecured - considered good)		
Loan to Others (including accrued interest Rs.22,24,207/-) (Previous year Rs. 8,59,029/-)	19159.31	21629.84
Loan to Subsidiary (Krypton Industries {Suzhou} Co. Ltd.)	2570.12	7776.36
Advances (Recoverable in cash or in kind or for value to be received or pending adjustments) (Including Rs.47,65,436/- to Subsidiary Company, Previous year Rs.52,117/-)	12911.41	5224.03
Interest Accrued on Deposits	56.58	-
Deposits	580.43	362.90
Income-Tax	2416.88	2175.44
Duties & Taxes	9786.41	9847.95
	<u>47481.14</u>	<u>47016.52</u>
10. CURRENT LIABILITIES		
Sundry Creditors		
Due to Small Scale Industries	3.40	3.40
Due to Others	45431.30	31202.87
(Including Rs.8246130/- payable to Subsidiary) (Previous year Rs.4155928/-)	45434.70	31206.27
Advance from Customers (including Rs.Nil/-from Subsidiary, P.Y.Rs.1,25,911/-)	126.69	214.74
Tax deducted at Source payable	461.73	329.85
Providend Fund, E.S.I. and other Govt. charges	309.42	237.05
Duties and Taxes	284.86	60.20
Commission Payable	4846.98	5283.75
Other Liabilities	5777.71	5989.76
Unpaid Dividend *	3537.18	3538.19
*(there is no amount due and outstanding to be credited to Investor Education and Protection Fund)	<u>60779.27</u>	<u>46859.81</u>

IIII KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

(Rupees in '000)

	As at 31st March, 2011	As at 31st March, 2010
11. PROVISIONS		
Provision for Current Tax (Net of Advance Tax)	1697.00	23.34
	1697.00	23.34
12. SALES		
M.C.P. Tyres - Overseas	77066.76	56270.73
M.C.P. Tyres - Exports (includes Rs.6047591.84/- sold to Eco Wheels.)	6047.59	6447.39
M.C.P. Tyres - Domestic	17623.56	20108.58
Plastic Rim with Tyre - Overseas	2650.91	21829.59
Plastic Rim with Tyre - Domestic	-	3603.52
Trading Goods - Overseas	2752.86	1136.73
Trading Goods - Domestic	2946.76	2817.56
Raw Material - Overseas	-	5043.30
Raw Material - Export (Sold to Eco Wheel Pvt. Ltd.)	1022.40	-
Raw Material - Domestic	10.40	-
Consumable - Overseas (Krypton Industries Suzhou Co Ltd.)	171.84	50.91
Component - Overseas	5549.89	7741.83
P.U. Shoe Sole - Domestic	72708.29	66205.23
P.U. Sandles - Domestic (Excluding Excise Duty Rs.38,45,146/- P.Y. Rs. 29,94,910/-)	56863.92	44649.46
	245415.18	235904.83
	245415.18	235904.83
13. OTHER INCOME		
Interest Received (including TDS Rs.2,36,000 /-) (Previous Year Rs. 2,38,741/-)	2366.39	2477.74
Miscellaneous Income (including TDS Rs.5442/-, P.Y. RS. 67,970/-)	776.23	2490.00
Currency Fluctuation	652.37	-
Sale of PU Wastage	100.48	17.68
Claims & Discount Received	12.26	17.85
Profit on sale of Fixed Asset (Net)	274.83	37.36
	4182.56	5040.63
	4182.56	5040.63
14. RAW MATERIALS CONSUMED		
Opening Stock	20265.62	12928.28
Purchases during the Year(including purchase from Subsidiary Co. (Rs.2,84,51,128/- P.Y. Rs.2,71,55,002/-)	151955.86	140887.76
Less : Cost of Raw Material Sold	172221.48	153816.04
Less : Closing Stock	831.46	4662.70
	28424.15	20265.62
	142965.87	128887.72

IIII KRYPTON INDUSTRIES LIMITED

**SCHEDULES FORMING PART OF THE BALANCE SHEET
AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011**

(Rupees in '000)

	As at 31st March, 2011	As at 31st March, 2010	
15. MANUFACTURING, SELLING AND ADMINISTRATIVE EXPENSES			
Payment to and Provision for Employees :			
Salaries,Wages and Other Allowances	29606.63	22780.44	
Contribution to E.S.I.and Provident Fund, & G.I. Scheme &Gratuity	3310.90	1971.88	
Employees Welfare Expenses	1524.34	1379.74	26132.06
Stores,Spare Parts and Packing Materials Consumed	16390.83		15199.43
Power, Light and Fuel	7089.10		5989.11
Rent	918.21		795.19
Repairs and Maintenance Expenses	2151.38		698.90
Vehicle Running and Maintenance Expenses	750.62		495.49
Travelling and Conveyance Expenses	1098.67		999.13
Insurance Charges	506.08		492.09
Bank Charges	953.84		2008.14
Printing and Stationery	593.14		409.66
Security Charges	396.79		405.76
Telephone, Telegram and Postage	1124.79		1002.24
Sales Promotion Expenses	554.23		316.47
Commission	536.97		3191.29
Professional Fees	408.18		345.97
Freight and Handling Charges	10858.61		7896.50
Rates and Taxes	157.17		331.10
Auditors'Remuneration :			
Audit Fees	198.36	77.21	
Tax and VATAudit Fees	33.09	23.16	
Other Services	88.10	85.43	185.80
Directors' Fees	11.00		12.00
Miscellaneous Expenses	928.85		1675.42
Claims and Discount Allowed	900.26		1861.91
Managerial Remuneration & Commission	2400.00		2400.00
	83490.14		72843.66

IIII KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING POLICIES:

(a) BASIS OF ACCOUNTING

The Company prepares its accounts under Historical Cost Convention. The financial statements have been prepared to comply in all material respects with the Notified Accounting Standards by Companies Accounting Standards Rules, 2006 and the relevant provisions of the Companies Act, 1956. For recognition of Income and expenses, Mercantile System of Accounting is followed. The accounting policies have been consistently applied by the Company.

(b) FIXED ASSETS

i) All fixed assets are valued at Cost less accumulated Depreciation.

(c) DEPRECIATION

(i) Depreciation on fixed assets has been provided on Straight Line Method at the rates prescribed in Schedule XIV of the Companies Act, 1956.

(ii) In the case of Moulds the cost of Moulds is being amortised over the estimated life of Moulds.

(iii) Depreciation on fixed assets are accounted on pro-rata basis with reference to date of use / disposal.

(d) INVESTMENTS

Long Term Investments are stated at Cost less provision, if any, for diminution, which is other than temporary in nature.

(e) INVENTORIES

Finished Goods and Trading Goods - At cost or Net realisable value, whichever is lower.

Raw Materials - Stores, Spare Parts, Packing Materials & Components - At cost.

Raw Material – Upper(produced)- At Cost

The values of finished goods include Excise Duty.

(f) FOREIGN CURRENCIES

i) Foreign Currency transactions are recorded at the exchange rate prevailing on the date of transaction.

ii) At each Balance sheet date, monetary foreign currency items are reported using closing rates.

iii) Exchange difference arising on the settlement of monetary items are recognized as income or expense in the period in which they arise.

(g) RECOGNITION OF INCOME AND EXPENDITURE

Sales are recognised when goods are supplied and are recorded net of Trade discount and Taxes. Other Incomes and Expenses are accounted for on accrual basis and provision is made for all known losses and expenses.

(h) PROVISIONS FOR RETIREMENT BENEFITS

In respect of Gratuity, the Company's contribution to the Group Gratuity - cum - Life Insurance Scheme under Cash accumulation System of Life Insurance Corporation of India is charged against the revenue.

(i) CONTINGENT LIABILITIES

Contingent Liabilities are generally not provided for in the Accounts and are shown separately in notes on accounts.

(j) SEGMENT ACCOUNTING

To identify segment based on the dominant source and nature of risk and returns and the internal organization and management structure.

To include under "Unallocated Corporate Expenses" revenue and expenses which relate to the enterprise as a whole and are not attributable to segments.

(k) TAXATION

Provision for Tax is made for both current and deferred taxes. Current Tax is provided on the taxable income using the applicable tax rates and tax laws. Deferred tax assets and liabilities arising on account for timing differences, which are capable of reversal in subsequent periods are recognized using tax rates and tax laws, which have been enacted or substantively enacted.

IIII KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.)

2. Contingent Liabilities not provided in respect of :-
 - (a) Bank Guarantee **Rs. 12,48,297/-** (Previous year Rs. 12,04,096/-)
 - (b) Export Bills discounted with bank **Rs. 1,00,24,662/-** (Previous year Rs. 1,49,19,696/-)
 - (c) Letter of Credit **Rs. 67,08,295.15/-** (Previous year Rs. 59,47,622.84/-)
 - (d) Corporate Guarantee has been given to Bank of Baroda for Loan taken by subsidiary M/s. Eco Wheels Private Limited.
3. The break-up of Deferred Tax Assets and Liabilities are as given below:

	March, 31, 2011 (Rs. in ' 000)	March, 31, 2010 (Rs. in '000)
Opening balance	(2549.55)	(3451.02)
Deferred Tax Liabilities :-		
Depreciation differences	411.79	-
Deferred Tax Assets :-		
Depreciation differences	-	901.47
Net Deferred Tax Assets/(Liabilities)	(2961.34)	(2549.55)

4. The allotment of 3,24,000/- Equity Shares to the Foreign Collaborator for the Technical Know how fees is subject to the approval of Reserve Bank of India.
5. No Provision has been made for Interest of Rs. 18.75 Lacs for the year ended 31st March, 2010 (Previous year Rs. 18.75 Lacs) on old outstanding Unsecured Loans.
6. Information pursuant to Clause 4(ix) (b) of Companies (Auditors Report) Order, 2003 in respect of dues disputed, not deposited, pending with various authorities:

Nature of Demand	Amount of Demand/Dispute	Amount deposited	Forum where dispute is pending
I) Income – tax	Disallowance of claim U/s 80HHC	—	Appeal U/s.250 for Assessment Year 2002-2003 before Appellate Tribunal
II) Income-tax	Rs.14, 58,561/-	Rs. 2,50,000/-	Appeal u/s 246 A(1) (a) for Assessment Year 2003-2004 before Commissioner of Income Tax – Kolkata.
III) Income-tax	Rs. 30,94,600/-	Rs.14,19,086/-	Appeal u/s 246A (1)(a) for the Assessment Year 2005-06 to Commissioner of Income Tax Kolkata
IV) Income-tax	Rs.1,37,148/-	—	Appeal U/s – 246 A for Assessment Year 2006-2007 before Commissioner of Income Tax – Kolkata.

//// KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.)

7. EARNING PER SHARE

Earning per Share has been computed as under	<u>31.03.2011</u>	<u>31.03.2010</u>
a) Profit after Taxation (Rs. In '000)	Rs. 7024.96	Rs. 8582.12
b) Number of Equity Shares	43,00,400	43,00,400
c) Earning Per Share in Rs.(a/b)	Rs. 1.63	Rs. 2.00
[Face Value Rs.10/- Per Share, (basic & diluted)]		

8. PAYMENTS TO AUDITORS (Including Service Tax)

	Amount (Rs)	Amount (Rs)
	<u>31.03.2011</u>	<u>31.03.2010</u>
a) As Auditor	1,98,360	77,210
b) In other Capacities		
For Tax and VAT Audit	33,090	23,163
For Other Services	88,100	85,427
	<u>3,19,550</u>	<u>1,85,800</u>

9. DIRECTORS REMUNERATION :-

i) Managing Director		
Salary	24,00,000	24,00,000
[Within Ceiling limit of Schedule XIII, Part II, Sec II 1(B)]		
ii) Other Director		
Directors' Fees	11000	12,000
	<u>24,11,000</u>	<u>24,12,000</u>

10. RELATED PARTY DISCLOSURES

a) Subsidiary Company	i) Eco Wheels Pvt. Ltd.
	ii) Krypton Developers Ltd.
	iii) Krypton Industries (Suzhou) Co. Ltd.
b) Name of key managerial personnel	
i) Managing Director	Sri Jay Singh Bardia
ii) Non-Executive Directors	a) Sri T.C. Bachhawat
	b) Sri Tansukh Gulgulia
	c) Sri Punam Chand Daga
iii) Chief Executive Officer	Sri P.L.Bardia *

* Sri P.L.Bardia is related to the Managing Director .

//// KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.)

c) Details of transactions with related Parties

Particulars	Nature	Amount (Rs)
Managing Director	Salary	2400000 (2400000)
Non-Executive Director	Directors' Fees	11000 (12000)
Chief Executive Officer	Salary & Allowances	600000 (480000)
Vinay Sipani (Senior Accountants)	Salary & Allowances	161850 (-)
Eco Wheels Pvt. Ltd.	Purchase of Tyres, Rims & Components, Metal parts.	15124068 (22908716)
Eco Wheels Pvt. Ltd.	Sale of Tyre,	7069989 (11911520)
Eco Wheels Pvt. Ltd.	Advances Payable	- (125911)
Eco Wheels Pvt. Ltd.	Advances Receivable	4765436 (22117)
Eco Wheels Pvt. Ltd.	Sundry Debtors	4308789 (5486798)
Eco Wheels Pvt. Ltd.	Sundry Creditors	8246130 (4155928)
Krypton Industries (Suzhou) Co. Ltd.	Sale of Equipment, Raw Material Consumable & Tyre & Fixed Asset(Mould) of Rs. 348158.	519999 (1235951)
Krypton Industries (Suzhou) Co. Ltd.	Sundry Debtors	170429
Krypton Industries (Suzhou) Co. Ltd.	Purchase of Tyre	(947924) (90358)
Krypton Industries (Suzhou) Co. Ltd.	Loan Given	2570123 (7776360)
Krypton Developers Ltd.	Advance Receivable	- (30000)
Eco Wheels Pvt. Ltd.	Interest Paid	- (16512)
Eco Wheels Pvt. Ltd.	Loan Taken / Interest	- (124938)
Eco Wheels Pvt. Ltd.	Purchase of Consumables	863739 (-)
Eco Wheels Pvt. Ltd.	Purchase of Raw Materials	13327060 (4155928)
Eco Wheels Pvt. Ltd.	Purchase of Trading Goods	1180050 (-)

//// KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.)

11. SEGMENT REPORTING

1) BUSINESS SEGMENT Segment Wise- Revenue, Result and Other Information

(Rs. in ' 000)

Particulars	2010-2011			2009-2010		
	Tyre	Footwear	Total	Tyre	Footwear	Total
REVENUE						
External Sales	112944.86	132470.32	245415.18	123358.95	112545.88	235904.83
Less:- Inter Segment Adjustment	-	-	-	-	-	-
Total Revenue	112944.86	132470.32	245415.18	123358.95	112545.88	235904.83
RESULTS						
Segment / Operating Results	14697.23	12661.11	27358.34	14815.63	8958.96	23774.59
Interest Expenses			(14593.24)			(12443.01)
Provision for Tax (Including Deferred Tax)			(5740.14)			(2749.46)
Net Profit			7024.96			8582.12
OTHER INFORMATION						
Segment Assets	158115.77	152001.37	310117.14	155142.31	122670.50	277812.81
Un-Allocable Assets			2416.88			2175.44
Total Assets			312534.02			279988.25
Segment Liabilities	20600.80	36179.56	56780.36	12999.12	29992.65	42991.77
Un-Allocable Liabilities & Provision			5695.91			3891.38
Total Liabilities			62476.27			46883.15
Depreciation	4415.17	2502.90	6918.07	4341.16	2327.47	6668.63
Total Depreciation			6918.07			6668.63
Non-Cash Expenditure other than depreciation	-	-	-	-	-	-
Total Non Cash Expenditure (Other than Depreciation)			-			-
Capital Expenditure	3683.48	3667.21	7350.69	3299.26	4539.42	7838.68

2) GEOGRAPHICAL SEGMENTS

The secondary segment is based on geographical demarcation i.e. India, Overseas, Export (SEZ). The Secondary segmental revenue are as under:-

Revenue - Sales (Rs. In '000)

	2010-2011	2009-2010
India	150152.93	137384.35
Overseas	88192.26	92073.09
Exports (SEZ)	7069.99	6447.39

IIII KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.) (Rupees in '000)

12 Information pursuant to the provisions of Paragraphs 3, 4C and 4D of part II of Schedule VI of the Companies Act, 1956: (Figures in the brackets are for the previous year)

i) CAPACITIES, PRODUCTION & SALES (Rupees in '000)

Class of Goods	Unit	Installed Capacity	Production	Sales Quantity	Sale Amount (Rs.)
MCP TYRES Including 'B' Grade Tyres	Nos.	8, 60,000 (8,60,000)	746820 665325)	730347 (675220)	100737.91 (82826.70)
PLASTIC RIM WITH TYRE	Nos		44828## (97446)	44828 (97446)	2650.91 (25433.11)
COMPONENTS*		-	-	5549.89 (-)	-
PU SHOE SOLE	Pairs	1200000 (1200000)	1044068 (1023229)	1047659+ (1016725+)	72708.29 (66205.23)
PU SANDAL	Pairs	1200000 (1200000)	628798 (462134)	554153# (441621#)	56863.92 (44649.46)

* Quantity not ascertainable.

Tyre & Rim Purchased from outside. C.Y. Include 44828 Nos. of Tyres, assembled with Plastic Rims)

+ After adjusting sales return of 8505 pair of PU Sole. P.Y. 6293 pair of PU Sole.

After adjusting Sales Return of 2575 Pairs, P.Y.428 Pairs.

NOTES: i) Installed Capacity has been estimated by the Management.

ii) Production of Components being ancillary to the Manufacturing Activity, hence quantity figures have not been stated.

(ii) STOCKS OF FINISHED GOODS.

Closing Stock

<u>Class of Goods</u>	<u>Unit</u>	<u>Quantity</u>	<u>Value (Rs.)</u>
MCP TYRE Including 'B' Grade Tyres	Nos	117073 (100600)	14778.49 (10012.69)
PU SHOE SOLE	Pairs	14786 (18377)	760.50 (993.57)
PU SANDAL	Pairs	96283 (21638)	12875.28 (2066.05)

IIII KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.)

(iii) STOCKS OF WORK IN PROGRESS		Closing Stock	
<u>Class of Goods</u>	<u>Unit</u>	<u>Quantity</u>	<u>Value (Rs.)</u>
PU SHOE SOLE	Pairs	73968 (50630)	4274.27 (3050.46)
PU SANDAL	Pairs	44981 (19615)	2563.11 (1707.17)
(iv) RAW MATERIAL & COMPONENTS CONSUMED			
A) i) IMPORTED		<u>Quantity</u>	<u>Value (Rs.)</u>
a) DACRON YARN	Kgs.	7476.700 (7352.700)	2189.33 (2126.72)
b) COLOUR PIGMENTS	Kgs.	2650.000 (2422.591)	747.98 (645.69)
c) SILICOM FOAM STAB	Kgs.	600.000 (600.000)	171.61 (139.74)
d) POLYOL (ARCOL)	Kgs.	313110.000 (295925.000)	29828.21 (26448.52)
e) SYNTHETIC LEATHER	Mtr.	-	-
		(2799.20)	(386.68)
f) LUPRANATE	Kgs.	241580.000 (256390.000)	24063.02 (26854.25)
g) TRIETHELENE DIAMINE	Kgs.	325.000 (300.000)	239.54 (198.35)
h) COLOUR POLY	Kgs.	-	-
		(225.000)	(26.54)
i) RESIN HRK	Kgs.	-	-
		(35.000)	(4.64)
			57239.69
			(56831.13)
ii) IMPORTED COMPONENTS			
COMPONENTS (Bush, Rims & Metal Parts)	Pcs.	211020 (432311)	17129.74 (27207.72)
			17129.74
			(27207.72)
Total (i + ii)			74369.43
			(84038.85)

//// KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

(Rupees in '000)

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.)

B) INDEGENOUS

a) Methylene Chloride	Kgs.	25959.80 (3871.800)	1528.91 (988.48)
b) Colour Pigments	Assorted.	22990.80 (23739.125)	3295.93 (3309.75)
c) Additive	Kgs.	56166.560 (46278.340)	4333.12 (2764.26)
d) Polyol	Kgs.	130388.000 (104854.900)	18346.62 (12051.55)
e) Lupranate	Kgs.	146513.4000 (76609.600)	20236.30 (9935.68)
f) Realease Agent	Kgs.	2967.700 (3395.400)	1389.48 (1504.91)
g) MEG	Kgs.	23590.650 (28618.25)	1267.35 (1417.98)
h) TEDA	Kgs.	600.000 (-)	419.05 (-)
i) Others	Assorted	422967.91 (274923.36)	17779.68 (12876.26)
			<u>68596.44</u>
			(44848.87)
		Total (A+B)	142965.87 (128887.72)

IIII KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.)

iv) QUANTITATIVE STATEMENT OF TRADING GOODS

Class of Goods	Unit	Opening Stock		Purchase		Sales/Consumption		Closing Stock	
		Quantity	Value	Qty	Value	Qty	Value	Qty	Value
Mounting Tools	Set	4774	162.63	-	-	-	-	4774	162.63
		(4774)	(162.63)	(-)	(-)	(-)	(-)	(4774)	(162.63)
Rim Wheel	Pcs	102	1.19	5740	2461.74	5740	2632.96	102	1.19
		(110)	(1.28)	(-)	(-)	(8)	(32.80)	(102)	(1.19)
P.P.Rim	Pcs.	598	7.73	-	-	13	59.05	585	7.56
		(598)	(7.73)	(170)	(90.36)	(170)	(95.95)	(598)	(7.73)
Wheel Chair	Pcs	5	49.78	-	-	-	-	5	49.78
		(5)	(49.78)	(-)	(-)	(-)	(-)	(5)	(49.78)
ID Card	Pcs	2000	57.35	-	-	-	-	2000	57.35
		(2000)	(57.35)	(-)	(-)	(-)	(-)	(2000)	(57.35)
Books	Pcs.	-	-	664	44.22	664	119.90	-	-
		(-)	(-)	(688)	(138.23)	(688)	(260.65)	(-)	(-)
Baked Steel	Pcs	-	-	-	-	-	-	-	-
		(-)	(-)	(20586)	(805.02)	(20586)	(1093.57)	(-)	(-)
Hinge	Pcs	371	53.50	-	-	-	-	371	53.50
		(371)	(53.50)	(-)	(-)	(-)	(-)	(371)	(53.50)
Aluminium Spacer	Pcs.	525	0.64	-	-	-	-	525	0.64
		(525)	(0.64)	(-)	(-)	(-)	(-)	(525)	(0.64)
Colour Banner Machine	Pcs	-	-	-	-	-	-	-	-
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Filamen	Pcs	-	-	-	-	-	-	-	-
		(-)	(-)	(2595)	(730.22)	(2595)	(780.130)	(-)	(-)
Chappal/Sandal	Pairs	552	38.41	12928	946.39	12328	1367.15	1152	103.70
		(-)	(-)	(10603)	(1684.05)	(10051)	(1691.19)	(552)	(38.41)
Hospital Equipments	Pcs	-	-	1981	1997.03	1325	1520.56	656	538.90
		(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)
			<u>371.23</u>		<u>5449.38</u>		<u>5699.62</u>		<u>975.25</u>
			(332.91)		(3447.88)		(3954.29)		(371.23)

vi) Upper (Produced Raw Material)

Class of Goods	Unit	Closing Stock	
		Quantity	Value (Rs.)
UPPER	Pairs	383204	7992.27
		(267296)	(4145.85)

vii) CONSUMPTION OF RAW MATERIALS, STORES, SPARE PARTS AND PACKING MATERIALS

	IMPORTED		INDIGENOUS	
	Value (Rs)	% To Total Consumption	Value (Rs)	% To Total Consumption
Raw Materials for MCP Tyres & PU Shoe Sole	74369.44 (84038.85)	52.02 (65.20)	68596.43 (44848.87)	47.98 (34.80)
Stores, Spare Parts and Packing Materials	1844.63 (1149.55)	11.25 (7.56)	14546.20 (14049.88)	88.75 (92.44)

//// KRYPTON INDUSTRIES LIMITED

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT & FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE FINANCIAL STATEMENTS (Contd.)

	(Rupees in '000)
viii) IMPORTS ON C.I.F. BASIS	Amount
	(Rs)
Raw Materials & Components & Trading Goods	55779.02
	(67580.24)
Stores, Spare Parts & Components	898.07
	(849.90)
Capital Goods	1849.08
	(2834.72)
ix) EXPENDITURE IN FOREIGN CURRENCY (On accrual basis)	
Foreign Bank Charges	78.89
	(60.00)
Foreign Traveling	458.91
	(249.66)
Commission	-
	(2961.11)
x) EARNINGS IN FOREIGN CURRENCY (on accrual basis)	
Sales - Overseas	88192.26
	(92073.09)

13. There are Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2011. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available to the company.

Sundry creditors include Rs. 3.40 (in '000) (P.Y. Rs.3.40 thousand) due to SSI undertakings.

a) Bhattacharjee & Co.

14. Previous year's figures have been regrouped and/ or rearranged wherever considered necessary.

15. Expenses of Rs. 3464.95 (in '000), P.Y. Rs.419.18 (in '000), have been debited to the Profit and Loss Account towards Right Issue of Rs.1,10,000 (in'000) made in the Financial Year 2011-2012.

Note : Signatories to all Schedules from 1 to 16

In terms of our attached report of even date
For JAGDISH AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration NO.320253E)

Place : Kolkata
Dated : The 12th Day of August, 2011

J. P. AGARWAL
PARTNER
Membership No.055436

//// KRYPTON INDUSTRIES LIMITED

Information pursuant to Part IV of Schedule VI to the Companies Act, 1956 **Balance Sheet abstract and Company's General Business Profile**

(Rupees in '000)

1. Registration Details

Registration No. : 21-48791 of 1990 State Code : 21
Balance Sheet : 31st March, 2011

2. Capital raised during the year

Public Issue : Rs. Nil Right Issue : Rs. Nil
Bonus Issue : Rs. Nil Private Placement : Rs. Nil

3. Position of Mobilisation and Development of funds

Total Liabilities : Rs. 250057.75 Total Assets : Rs. 250057.75

Sources of funds

Paid-up-Capital : Rs. 43004.00 Reserves and Surplus : Rs. 73321.42
Secured Loans : Rs. 69556.39 Unsecured Loans : Rs. 61214.60
Deferred Tax Liabilities : Rs. 2961.34

Application of Funds

Net Fixed Assets : Rs. 73173.92 Investments : Rs. 39395.64
Net Current Assets : Rs. 137488.19 Miscellaneous Expenditure : Rs. Nil
Accumulated Losses : Rs. Nil

4. Performance of Company

Turnover : Rs. 245415.18 Total Expenditure : Rs. 236832.64
Other Income : Rs. 4182.56 Profit after Tax : Rs. 7024.96
Profit before Tax : Rs. 12765.10 Dividend Rate (%) : Rs. Nil
Earning per Share : Rs. 1.63

5. Generic Names of Products of Company

Item Code No. (ITC) : 401150.10
640620.00

Product Description : MCP Tubeless Tyres.
PU Shoe Soles.
PU Sandles

IIII KRYPTON INDUSTRIES LIMITED

Auditor's Report on Consolidated Financial Statements

TO THE BOARD OF DIRECTORS OF KRYPTON INDUSTRIES LIMITED ON THE CONSOLIDATED FINANCIAL STATEMENTS OF KRYPTON INDUSTRIES LIMITED AND ITS SUBSIDIARIES.

We have examined the attached Consolidated Balance Sheet of Krypton Industries Limited and its subsidiaries as at 31st March, 2011, and the Consolidated Profit & Loss Account and the Consolidated Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the Krypton Industries Limited's Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the generally accepted auditing Standards in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. 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 the management, as well as evaluating the overall financial statements. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of the foreign subsidiary company, whose total assets were Rs. 34558.33 (in '000) as on 31.03.2011 and Cash outflow was Rs. 466.57 (in ' 000) for the year ended on that date. These financial statements have been audited by another auditor whose reports have been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of the aforesaid subsidiary company, is based solely on the report of the said auditor.

We report that the consolidated financial statements have been prepared by the Company's management in accordance with the requirements of Accounting Standard (AS) 21, Consolidated Financial Statements, notified pursuant to the Companies (Accounting Standard) Rules, 2006 and on the basis of the separate audited financial statements of the Krypton Industries Limited and its subsidiaries included in the consolidated financial statements.

On the basis of the information and explanations given to us and on the consideration of the separate audit reports of individual audited financial statements of Krypton Industries Limited and its subsidiaries, we are of the opinion that, read together with the notes thereon, the said consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Consolidated Balance Sheet, of the consolidated state of affairs of the Krypton Industries Limited and its subsidiaries as at 31st March, 2011;
- b) in the case of the Consolidated Profit & Loss Account, of the Consolidated Profit of the Krypton Industries Limited and its subsidiaries for the year ended on that date; and
- c) in the case of the Consolidated Cash Flow Statement, of the consolidated cash flow of the Krypton Industries Limited and its subsidiaries for the year ended on that date.

For JAGDISH AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
(Firm Registration No. 320253E)

J. P. AGARWAL
PARTNER

Place : Kolkata.
Dated : The 12th day of August, 2011

Membership No. 055436

IIII KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2011

	Schedule	As at 31st March, 2011	As at 31st March, 2010
SOURCES OF FUNDS			
SHAREHOLDERS' FUNDS			
Share Capital	1	43004.00	43004.00
Reserves and Surplus	2	99876.42	90882.32
Minority Interest	3	11432.47	11257.23
LOAN FUNDS	4		
Secured Loans		82005.50	73005.45
Unsecured Loans		67759.87	68420.46
DEFERRED TAX LIABILITIES	16(5)	8319.93	6999.90
		<u>312398.19</u>	<u>293569.36</u>
APPLICATION OF FUNDS			
FIXED ASSETS			
Gross Block	5	237508.18	225652.60
Less : Depreciation		98201.28	87076.20
Net Block		139306.90	138576.40
INVESTMENTS	6	2131.33	6106.33
CURRENT ASSETS, LOANS AND ADVANCES			
Inventories	7	119317.94	73003.87
Sundry Debtors	8	75966.32	77401.70
Cash and Bank Balances	9	14411.75	13320.99
Loans and Advances	10	45290.68	44870.08
		<u>254986.69</u>	<u>208596.64</u>
Less : Current Liabilities & Provisions			
Current Liabilities	11	85825.09	64741.82
Provision	12	1738.00	23.34
NET CURRENT ASSETS		167423.60	143831.48
MISCELLANEOUS EXPENDITURE			
(To the extent not written off or adjusted)			
Preliminary Expenses		3536.36	5055.15
		<u>312398.19</u>	<u>293569.36</u>
Notes to the Financial Statements	16		

The Schedules referred to above form an integral part of the Consolidated Balance Sheet.

In terms of our attached report of even date

For **JAGDISH AGARWAL & ASSOCIATES**

CHARTERED ACCOUNTANTS

Firm Registration No. 320253E

Place : Kolkata

Dated : The 12th day of August, 2011

J. P. AGARWAL

PARTNER

Membership No.055436

III KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Schedule	As at 31st March, 2011	As at 31st March, 2010
INCOME			
Sales		363687.18	313421.19
Other Income	13	6092.51	5745.60
		<u>369779.69</u>	<u>319166.79</u>
EXPENDITURE			
(Increase)/Decrease in the Stock of Finished Goods			
Opening Stock		26724.41	24615.86
Less : Closing Stock		45069.86	26724.41
		(18345.45)	(2108.55)
WIP of Finished goods			
Opening Stock		6236.53	10140.95
Less : Closing Stock		8925.14	6236.53
		(2688.61)	3904.42
Trading Goods			
Opening Stock		371.23	332.91
Less : Closing Stock		999.41	371.23
		(628.18)	(38.32)
Upper (Produced Raw Material)			
Opening Stock		4145.85	-
Less : Closing Stock		7992.27	4145.85
		(3846.42)	(4145.85)
Excise Duty & Cess on Stock		193.18	28.41
Loss on sale of Fixed Assets (Net)		-	175.86
Loss on Sale of Shares		1123.65	-
Purchase of Trading Goods		17040.24	3590.74
Raw Materials Consumed	14	205501.40	164807.07
Cost of Raw Material Sold		1941.84	8727.04
Cost of Consumable Sold		111.30	294.49
Manufacturing, Selling and Administrative Expenses	15	117685.40	104384.86
INTEREST			
Interest Expenses		17820.35	15167.36
Depreciation	5	11444.40	11124.29
Prior Period Expenses		596.70	784.88
Right Share Issue Expenses		3464.95	419.18
Amortisation of Preliminary Expenses		1518.79	895.35
		<u>352933.54</u>	<u>308011.23</u>
PROFIT BEFORE TAX		16846.15	11155.56
Provision for Current Tax		5411.06	3150.05
Provision for Deferred Tax	16(5)	1320.03	16.19
Interest / Income Tax paid for earlier Year		610.69	501.61
		<u>7341.78</u>	<u>3667.85</u>
Profit for the year (before adjustment for Minority Income)		9504.37	7487.71
Less : Share of profit transferred to Minority		175.24	708.49
		<u>9329.13</u>	<u>6779.22</u>
PROFIT AFTER TAX		9329.13	6779.22
Add:Balance brought forward from Previous year		77619.24	71355.38
		<u>86948.37</u>	<u>78134.60</u>
PROFIT AVAILABLE FOR APPROPRIATION			
APPROPRIATIONS TO :			
General Reserve		0.00	429.00
Balance Carried Forward to Balance Sheet		86948.37	77705.60
		<u>86948.37</u>	<u>78134.60</u>
Earning Per Share (Face Value Rs.10.00 each)			
(Basic and diluted) Rs.	16(8)	2.17	1.58

Notes to the Financial Statements 16

The Schedules referred to above form an integral part of the Consolidated Profit & Loss Account.

In terms of our attached report of even date

For JAGDISH AGARWAL & ASSOCIATES

CHARTERED ACCOUNTANTS

Firm Registration No. 320253E

Place : Kolkata

Dated : The 12th day of August, 2011

J. P. AGARWAL

PARTNER

Membership No.055436

IIII KRYPTON INDUSTRIES LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011

	For the year ended 31st March, 2011	For the year ended 31st March, 2010	(Rupees in '000)
A. CASH FLOW FROM OPERATING ACTIVITIES :			
Net profit before tax	16846.15	1155.56	
Adjustment for : Interest Subsidy		(1536.00)	
Loss on Sale of Fixed Assets (Net)	(274.83)	175.86	
Pre Operative Expenses		-	
Depreciation	11444.40	11124.29	
Interest Expenses	17820.35	15167.36	
Interest Income	(2704.15)	(2914.90)	
Loss on sale Investments	1123.65		
Amortisation of Preliminary expenses	1518.79	895.35	
Operating Profit before Working Capital Changes	45774.36	35603.52	
Adjustment for :			
Trade and other Receivables	24.17	(16920.06)	
Inventories	(46314.07)	(12655.53)	
Trade and Other Payables	21084.28	7969.31	
Cash Generated from Operations	20568.74	13997.24	
Preliminary Expenses	-		
Income Tax, Dividend and FBT paid	(4436.69)	(3800.69)	
Cash Flow before extraordinary items	16132.05	10196.55	
Extraordinary items	(86.36)	6.59	
Net Cash from Operating activities	16045.69	10203.14	
B. CASH FLOW FROM INVESTING ACTIVITIES :			
Investments in Equity & Others	(300.00)	(2256.33)	
Sale of Invesement	3151.35		
Purchase of Fixed Assets	(12318.23)	(12709.52)	
Sale of Fixed Assets	418.16	780.37	
Interest Received	1325.68	3815.14	
Net Cash used in Investings activity	(7723.04)	(10370.34)	
C. CASH FLOW FROM FINANCIAL ACTIVITIES :			
Proceeds from short terms borrowing	22040.73	32526.64	
Proceeds from long terms borrowing	(14489.84)	(16329.75)	
Dividend Payout	(1.01)	(0.41)	
Interest Paid	(17031.78)	(14254.07)	
Loan to Others	2498.68	(1503.48)	
Net Cash operated in Financial activities	(6983.22)	438.93	
D. Foreign Currency Translation Reserve	(251.45)	806.27	
Capital Public Reserve	2.78		
Net Increase in Cash and Cash equivalents	1090.76	1078.00	
Cash and Cash equivalents as at beginning of the year	13320.99	12242.99	
Cash and Cash equivalents as at end of the year	14411.75	13320.99	
	1090.76	1078.00	

In terms of our attached report of even date
For JAGDISH AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No. 320253E

Place : Kolkata
Dated : The 12th day of August, 2011

J. P. AGARWAL
PARTNER
Membership No.055436

/// KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

SCHEDULES FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2011

Schedule	As at 31st March, 2011	As at 31st March, 2010
1. SHARE CAPITAL		
AUTHORISED		
1,50,00,000 Equity Shares of Rs. 10/- each	150000.00	150000.00
(Previous Year 1,50,00,000 Equity Shares of Rs.10/- each)	150000.00	150000.00
ISSUED, SUBSCRIBED AND PAID- UP		
43,00,400 Equity Shares of Rs. 10/- each fully paid up.		
The above shares include 3,24,000 Equity Shares of Rs. 10/- each which have been allotted as fully paid-up shares pursuant to a contract without payment being received in Cash.	43004.00	43004.00
	43004.00	43004.00
2. RESERVES AND SURPLUS		
CAPITAL RESERVE		
From West Bengal Government under Capital Subsidy Incentive Scheme	4457.00	4457.00
GENERAL RESERVE		
As per Last Balance Sheet	5707.51	5278.51
Add : Transferred from Profit & Loss A/c	0.00	429.00
Foreign Currency Translation Reserve	2760.76	3012.21
Capital Public Reserve	2.78	-
Profit & Loss Account	86948.37	77705.60
	99876.42	90882.32
3. MINORITY INTEREST		
Represents 24.81% of Equity of M/s. Eco Wheels Pvt. Ltd. and 1.20% of Equity of M/s. Krypton Developers Ltd.		
As per Last Balance Sheet	11257.23	10548.74
Add : Transferred from Profit & Loss A/c	175.24	708.49
	11432.47	11257.23
4. LOAN FUNDS		
SECURED LOANS		
Term Loan from Bank of Baroda * (including Interest Accrued Rs.NIL/-) (Previous Year Rs.NIL/-)	10053.00	24542.84
Other Loans (Short Term)		
From Bank of Baroda on Cash/Packing * Credit Account	57123.38	46895.48
From Bank of Baroda on PSDL Account *	4365.00	-
Bank O/D A/c	3651.72	-
Loan Against FD (Including interest accrued Rs.19,562/-, P.Y. Rs.Nil/-)	3519.56	-
Car Loan**	3292.84	1567.13
UNSECURED LOANS	67759.87	68420.46
(Including interest accrued Rs. 1701863/-) (Previous Year Rs. 913293/-)	149765.37	141425.91

* The Cash/Packing Credit /Term Loan/ PSD Loan from Bank of Baroda were Secured by hypothecation of both present & future Stocks of Raw Materials, Work-in-Progress, Finished Goods, hypothecation of D.P. Note, Book Debts, Equitable mortgage of Land & Building/Factory Shed and hypothecation of Plant & Machinery of the Company lying in and/or stored and/or installed at any place in India or abroad. These loans were further secured by the personal guarantees of Mr. J. S. Bardia, the Managing Director of the Company alongwith the personal guarantee of Mr. T. S. Gulgulia and Mr. P. C. Daga, Directors of the Company.

** Cars has been hypothecated with HDFC Bank and Kotak Mahindra Prime Limited

IIII KRYPTON INDUSTRIES LIMITED

SCHEDULE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2011

5. FIXED ASSETS

(Rupees in '000)

DESCRIPTION	GROSS BLOCK (AT COST)				DEPRECIATION				NET BLOCK	
	As at 31.03.2009	Additions	Disposal	As at 31.03.2010	Upto 31.03.2009	For the Year	Adjusted on disposal	Upto 31.03.2010	As at 31.03.2010	As at 31.03.2009
LAND	3677.51	-	-	3677.51	-	-	-	-	3677.51	3677.51
BUILDINGS	61639.78	16.76	-	61656.54	13117.36	2059.24	-	15176.60	46479.94	48522.42
PLANT AND MACHINERY	135089.77	8558.67	201.00	143447.44	62509.13	7524.36	139.06	69894.43	73553.01	72580.64
ELECTRIC INSTALLATION	9383.89	102.68	-	9486.57	3122.88	598.05	-	3720.93	5765.64	6261.01
OFFICE EQUIPMENTS	4725.59	151.42	-	4877.01	3174.80	477.95	-	3652.75	1224.26	1550.79
VEHICLES	4363.92	3344.91	261.65	7447.18	1321.85	518.07	180.26	1659.66	5787.52	3042.07
FURNITURE, FIXTURES AND FITTINGS	5917.14	126.65	-	6043.79	3183.02	213.55	-	3396.57	2647.22	2734.12
COMPUTER & COMPUTER SOFTWARE	855.00	17.14	-	872.14	647.16	53.18	-	700.34	171.80	207.84
TOTAL	225652.60	12318.23	462.65	237508.18	87076.20	11444.40	319.32	98201.28	139306.90	138576.40
Previous Year's Figures	215490.08	12709.52	2547.00	225652.60	77609.06	11124.29	1590.77	87076.20	138576.40	

(Rupees in '000)

6. INVESTMENTS (Long Term)

Non Traded (Quoted)

Franklin India High Growth (MF) 9779.951 unit of Rs. 10/- each	100.00	100.00
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Trade

(Unquoted) :

Barons Polymer Private Limited 1,00,000 Equity Shares of Rs. 10/- each fully paid-up	1000.00	1000.00
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Baroda Pioneer Infrastructure Fund (30,000/- unis of Rs.10/- fully paid-up)	300.00	
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Karma Health Care Ltd. 4,27,500 Equity Shares of Rs. 10/- each fully paid-up (P.Y. 427500 Equity Shares of Rs. 10/- each fully paid-up)	-	4275.00
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Krypton Tyres Limited 40,000 Equity Shares of Rs. 10/- each fully paid-up	400.00	400.00
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I Care International Private Limited 10,800 Equity Shares of Rs. 10/- each fully paid-up	108.00	108.00
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	400.00	
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	108.00	
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	108.00	
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	108.00	
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Investment in Gold Coins	223.33	223.33
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	2131.33	6106.33
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III KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

SCHEDULE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2011

	As at 31st March, 2011	As at 31st March, 2010
7. INVENTORIES		
(As taken, valued and certified by the Management)		
Raw Materials & Components (At cost)	44824.19	31429.97
Raw Material in Transit (at cost)	1965.60	-
Stores, Spare Parts and Packing Materials (At cost)	9541.47	4095.88
Finished Goods (At cost or estimated realisable value, whichever is lower)	45069.86	26724.41
Work-in-Progress	8925.14	6236.53
Trading Goods (At cost or estimated realisable value, whichever is lower)	999.41	371.23
Upper Produced Raw Material	7992.27	4145.85
	<u>119317.94</u>	<u>73003.87</u>
8. SUNDRY DEBTORS		
(Unsecured - considered good)		
Outstanding for a period exceeding six months	23461.57	15133.16
Other Debts	52504.75	62268.54
	<u>75966.32</u>	<u>77401.70</u>
9. CASH AND BANK BALANCES		
Cash - in - hand (As Certified by the Management)	1059.40	1227.54
Balance with Scheduled Bank on :		
EEFC Account	199.73	194.20
Current Accounts	7104.53	4759.72
Margin Money Account	2310.50	1580.33
Fixed Deposit Account *	3737.59	5559.20
	<u>13352.35</u>	<u>12093.45</u>
(including Accrued Interest Rs. 119426/-) (Previous year Rs.133987/-)		
* (Deposit receipt endorsed in Favour of Banks as Security against Guarantees given)	<u>14411.75</u>	<u>13320.99</u>
10. LOANS AND ADVANCES		
(Unsecured - considered good)		
Advances (Recoverable in cash or in kind or for value to be received or pending adjustments)	12244.22	9747.61
Advance to Supplier	-	-
Interest Accrued on Deposits	56.58	-
Deposits	921.33	643.80
Income-Tax Deducted at Source	2695.81	2566.21
Loan to others	19559.31	22057.99
(including Accrued Interest Rs. 2224207/-) (Previous year Rs. 909955/-)		
Duties & Taxes	9813.43	9854.47
	<u>45290.68</u>	<u>44870.08</u>

//// KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

SCHEDULE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2011

	As at <u>31st March, 2011</u>	As at <u>31st March, 2010</u>
11. CURRENT LIABILITIES		
Sundry Creditors		167.17
Due to Small Scale Industries	78.19	
Due to Others	<u>59863.57</u>	<u>39086.42</u>
Advance from Customers	59941.76	39252.59
Tax deducted at Source payable	1437.56	1166.86
Provident Fund, E.S.I. and other Govt. charges	502.18	371.83
Commission Payable	410.05	329.96
Other Liabilities	4846.98	5283.75
Duties and Taxes	14278.97	14704.39
Unpaid Dividend*	870.41	94.25
(there is no amount due and outstanding to be credited to Investor Education and Protection Fund)	3537.18	3538.19
	<u>85825.09</u>	<u>64741.82</u>
12. PROVISION		
Provision for Current Tax (Net of Advance Tax)	1738.00	23.34
Provision for F.B.T.	-	-
	<u>1738.00</u>	<u>23.34</u>
13. OTHE INCOME		
Interest Received (Including TDS Rs.271371/- P.Y. Rs. 276779/-)	2704.15	2914.90
Miscellaneous Income (including TDS Rs. 5442/-, P.Y. Rs. 67970/-)	1473.91	2795.17
Currency Fluctuations	830.63	-
Rent Received	300.00	-
Profit on Sale of Fixed Asset (Net)	274.83	-
Claims & Discount Received	23.13	17.85
Sale of PU Wastage	100.48	17.68
Sundry Balances Written Off	385.38	
	<u>6092.51</u>	<u>5745.60</u>
14. RAW MATERIALS CONSUMED FOR MCP TYRES		
Opening Stock	31429.97	21098.10
Purchases during the Year	222803.06	183865.98
	<u>254233.03</u>	<u>204964.08</u>
Less : Cost of Raw Material Sold	1941.84	8727.04
Less : Closing Stock	46789.79	31429.97
	<u>205501.40</u>	<u>164807.07</u>

IIII KRYPTON INDUSTRIES LIMITED

(Rupees in '000)

SCHEDULE FORMING PART OF THE CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2011

	As at <u>31st March, 2011</u>	As at <u>31st March, 2010</u>	
15. MANUFACTURING, SELLING AND ADMINISTRATIVE EXPENSES			
Payment to and Provision for Employees :			
Salaries,Wages and Other Allowances	36610.68	29286.66	
Contribution to E.S.I.and Provident Fund, G.I. Scheme &Gratuity	4000.63	2622.06	
Employees Welfare Expenses	3120.37	2484.31	34393.03
Stores,Spare Parts and Packing Materials Consumed	22261.99		18183.41
Power,Light and Fuel	9572.15		7690.05
Rent	3288.58		6597.14
Repairs and Maintenance Expenses	2253.30		968.08
Vehicle Running and Maintenance Expenses	774.54		603.98
Travelling and Conveyance Expenses	2104.03		2500.93
Insurance Charges	815.68		623.66
Bank Charges	1691.12		2964.54
Printing and Stationery	630.50		479.56
Security Charges	396.79		405.76
Telephone, Telegram and Postage	1246.97		1123.56
Sales Promotion Expenses	1625.83		444.08
Commission & Brokerage	1156.59		4789.94
Professional Fees	459.44		433.71
Freight and Handling Charges	14636.36		11426.40
Rates and Taxes	317.42		408.15
Auditors'Remuneration :			
Audit Fees	258.47	113.61	
Tax Audit Fees	49.64	34.19	
Other Services	137.29	132.55	280.35
Job Work Charges	1028.47		685.38
Directors' Fees, Remuneration	611.00		612.00
Managerial Remuneration	2400.00		2400.00
Miscellaneous Expenses	3801.02		4384.18
Claim & Discount Allowed	936.68		1861.91
Foreign Exchange Fluctuations	-		125.06
Non Operative Expenses	26.34		-
Stipend & Training Fees	1438.40		-
Membership Fees	35.12		-
	<u>117685.40</u>		<u>104384.86</u>

//// KRYPTON INDUSTRIES LIMITED

SCHEDULE FORMING PART OF THE CONSOLIDATED STATEMENT OF ACCOUNTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2011

16. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. BASIS OF ACCOUNTING

The consolidated financial statements relate to Krypton Industries Limited and its subsidiaries (together referred to as "the Group"). The consolidated financial statements are prepared under the Historical Cost Convention, on accrual basis of accounting to comply in all material respects, with the mandatory Accounting Standards as notified by Companies (Accounting Standards) Rules, 2006 as amended and the relevant provisions of the Companies Act, 1956. The accounting policies have been consistently applied by the Group; and the accounting policies not referred to otherwise, are in conformity with the Indian Generally accepted Accounting Principles (Indian GAAP).

2. PRINCIPLES OF CONSOLIDATION

The consolidated financial statements represent consolidation of Financial Statement of Krypton Industries Limited and its subsidiary companies M/s. Eco Wheels Private Limited, M/S Krypton Developers Limited & M/S Krypton Industries (Suzhou) Co. Ltd. The consolidated financial statements have been prepared on the following basis:

- i) The financial statements of the Parent Company and its subsidiary companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra – group balances and intra – group transactions resulting in unrealised profits or losses in accordance with Accounting Standard (AS) 21 – "Consolidated Financial Statements" as notified by Companies (Accounting Standards) Rules, 2006 as amended and the relevant provisions of the Companies Act, 1956.
- ii) Minority Interest's share of net assets of subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the company's shareholders.
- iii) The Accounts of Indian Subsidiaries have been prepared in compliance with the Accounting Standards specified in the Companies (Accounting Standards) Rules, 2006 prescribed by the Central Government and those of foreign subsidiaries have been prepared in the compliance with the local laws of the foreign Countries. However wherever necessary, the figures have been reclassified/regrouped to bring the same, in line with the Parent Company's Financial Statements.
- iv) There is no excess / shortfall of Cost to the Company of its Investments in the subsidiary Company compared to Parent's portion of equity in the subsidiary companies.
- v) The subsidiary companies considered in the consolidated financial statements is as follows:

Name	Country of Incorporation	% of Ownership/ Voting Power as on 31.03.2011
Eco Wheels Private Limited	India	75.19
Krypton Developers Limited	India	98.80
Krypton Industries (Suzhou) Co. Ltd.	China	100.00

//// KRYPTON INDUSTRIES LIMITED

16. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

- vi) In terms of Accounting Standards (AS) – 21, the Minority Interest has been computed in respect of M/s. Eco Wheels Private Limited, & M/S Krypton Developers Limited a non-fully owned subsidiary, from the date when this Company became a subsidiary of M/s. Krypton Industries Limited.
- vii) Investments other than in subsidiaries have been accounted for as per AS 13 on “Accounting for Investments”.
- viii) **FIXED ASSETS**

All fixed assets are valued at Cost less accumulated Depreciation.
- ix) **INVESTMENT**

Long Term Investment are stated at cost less provision, if any, for diminution, which is other than temporary in nature.
- x) **INVENTORIES**
 - i) Finished Goods and trading Goods- At cost or net realisable value, whichever is lower.
 - ii) Raw Materials- stores, Spare parts, Packing Materials & Components- At cost.
 - iii) The value of Finished Goods includes Excise Duty.
 - iv) Produced Raw Material – at cost.
- xi) **DEPRECIATION- Indian Companies**
 - a) Depreciation on Fixed Assets have been provided on Straight Line Method at the rates prescribed in the Schedule XIV of the Companies Act, 1956.
 - b) In the case of Moulds the cost of Moulds is being amortised over the estimated life of Moulds.

DEPRECIATION- Foreign Companies

 - a) Depreciation has been provided by the Foreign Subsidiary on the methods and at the rates required/ permissible by the local laws of the country of its incorporation.
- xii) **FOREIGN CURRENCY**
 - i) Foreign currency transactions are recorded at the exchange rate prevailing on the date of transaction.
 - ii) At each Balance sheet date, monetary foreign currency items are reported using closing rates.
 - iii) Exchange differences arising on the settlement of monetary items are recognized as income or expense in the period in which they arise.
 - vi) Financial statements of Foreign Subsidiary has been translated as under:-
 - a) Assets & Liabilities at the rate prevailing at the end of the year. Depreciation is accounted at the same rate at which assets are converted. Revenues and expenses have been converted at yearly average exchanges rates prevailing during the year.
 - b) Exchange differences arising on translation of financial statements of the Foreign Subsidiary are shown in the Foreign Currency Translation Reserve.
- xiii) **RECOGNITION OF INCOME AND EXPENDITURE**

Sales are recognized when goods are supplied and are recorded net of trade discount and taxes. Other Income and expenses are accounted for on accrual basis and provisions is made for all known losses and expenses.

//// KRYPTON INDUSTRIES LIMITED

16. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

(xiv) **PROVISIONS FOR RETIREMENT BENEFITS**

In respect of Gratuity, the Company's contribution to the Group Gratuity - cum - Life Insurance Scheme under Cash accumulation System of Life Insurance Corporation of India is charged against the revenue.

(xv) **SEGMENT ACCOUNTING**

To identify segment based on the dominant source and nature of risk and returns and the internal organization and management structure.

To include under "Unallocated Corporate Expenses" revenue and expenses which relate to the enterprise as a whole and are not attributable to segments

(xvi) **TAXATION**

a) Indian Companies

Provision for Tax is made for both current and deferred taxes. Current Tax is provided on the taxable income using the applicable tax rates and tax laws. Deferred tax assets and liabilities arising on account for timing differences, which are capable of reversal in subsequent periods are recognized using tax rates and tax laws, which have been enacted or substantively enacted.

b) Foreign company

The foreign subsidiary has recognized tax liabilities and assets in accordance with the applicable local laws.

(xvii) The current year opening balance of Duties & Taxes has been increased by Rs.86.36 (in ' 000) and correspondingly the opening debit balance of Profit & Loss A/c has been increased by Rs.86.36 (in ' 000) as provision for Income Tax has been made in the last year financial Statement as certified by the Chinese CPA (Statutory Auditor of the aforesaid foreign subsidiary).

3. **OTHER SIGNIFICANT ACCOUNTING POLICIES:**

These are set out under 'Accounting Policies' as given in the separate financial statements of Krypton Industries Ltd and its subsidiaries.

4. Contingent Liabilities not provided in respect of :-

- (a) Bank Guarantee **Rs. 15,19,797/-** (Previous year Rs. 19,53,596/-)
- (b) Export Bills discounted with bank **Rs. 1,57,07,474/-** (Previous year Rs. 2,32,40,115/-)
- (c) Letter of Credit **Rs.1,40,68,164 /-** (Previous year Rs. 1,03,25,748/-)

5. The break-up of Deferred Tax Assets and Liabilities are as given below :

	March 31, 2011 (Rs. in ,000)	March 31, 2010 (Rs. in ,000)
Opening Balance	(6999.90)	(6983.71)
Deferred Tax Liabilities:-		
Depreciation differences till date	1320.03	(16.19)
Deferred Tax Assets: -	-	-
Net Deferred Tax Assets/ (Liabilities)	<u>(8319.93)</u>	<u>(6999.90)</u>

//// KRYPTON INDUSTRIES LIMITED

16. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

6. In the case of Parent Company the allotment of 3,24,000/- Equity Shares, to the Foreign Collaborator for the Technical Know how fees is subject to the approval of Reserve Bank of India.
7. No Provision has been made for Interest of Rs.18.75 Lacs for the year ended 31st March, 2011 by Parent Company (Previous year Rs. 18.75 (Lacs) on old outstanding Unsecured Loans.

8. EARNING PER SHARE

Earning Per Share has been computed as under	31.03.2011	31.03.2010
a) Profit after Taxation (Rs. In '000)	Rs. 9329.13	Rs. 6779.22
b) Number of Equity Shares	43,00,400	43,00,400
c) Earning Per Share in Rs.(a/b)	Rs. 2.17	Rs. 1.58

[Face Value Rs.10/- Per Share, (basic & diluted)]

9. RELATED PARTY DISCLOSURES

- a) **Name of key managerial personnel**
- a) Sri Jay Singh Bardia
 - b) Sri Tansukh Gulgulia
 - c) Sri Punam Chand Daga
 - d) Sri T.C. Bachhawat
 - e) Sri P.L.Bardia
 - f) Sri Binod Kumar Sipani
 - g) Sri Sunil Jain
 - h) Sri Vinay Kumar Sipani

b) Details of transactions with related Parties

<u>Particulars</u>	<u>Nature</u>	<u>Amount (Rs)</u>
Managing Director	Salary	2400000 (2400000)
Non-Executive Director	Directors' Fees	11000 (12000)
Chief Executive Officer	Salary & Allowances	6,00,000 (4,80,000)
Whole Time Director	Salary	600000 (600000)
Vinay Kumar Sipani (Senior Accountant)	Salary	161850 (-)

IIII KRYPTON INDUSTRIES LIMITED

16. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

10. SEGMENT REPORTING

1) BUSINESS SEGMENT Segment – Wise Revenue, Result and Other Information (Rs. in ' 000)

Particulars	2010-2011			2009-2010		
	Tyre, Rims, Metal Parts, Wheel Chairs & Others	Footwear	Total	Tyre, Rims, Metal Parts, Wheel Chairs & Others	Footwear	Total
REVENUE						
External Sales	231216.86	132470.32	363687.18	200875.31	112545.88	313421.19
Less:- Inter Segment Adjustment	-	-	-	-	-	-
Total Revenue	231216.86	132470.32	363687.18	200875.31	112545.88	313421.19
RESULTS						
Segment / Operating Results	22005.39	12661.11	34666.50	17363.96	8958.96	26322.92
Interest Expenses			(17820.35)			(15167.36)
Provision for Tax (Including Deferred Tax)			(7341.78)			(3667.85)
Net Profit			9504.37			7487.71
OTHER INFORMATION						
Segment Assets	241727.73	152001.38	393729.11	228042.66	122670.50	350713.16
Un-Allocable Assets			2695.81			2566.21
Total Assets			396424.92			353279.37
Segment Liabilities	45606.15	36179.58	81785.73	30839.15	29992.65	60831.80
Un-Allocable Liabilities & Provision			5777.36			3933.36
Total Liabilities			87563.09			64765.16
Depreciation	8941.50	2502.90	11444.40	8796.82	2327.47	11124.29
Total Depreciation			11444.40			11124.29
Non-Cash Expenditure other than depreciation	1518.79	-	1518.79	895.35	-	895.35
Total Non Cash Expenditure			1518.79			895.35
Capital Expenditure(including CWIP)	8651.02	3667.21	12318.23	8170.10	4539.42	12709.52

//// KRYPTON INDUSTRIES LIMITED

16. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

2) **GEOGRAPHICAL SEGMENTS**
Secondary Segment (Geographical Segment) :

(Rs. In '000)

	Domestic		Overseas	
	31.03.2011	31.03.2010	31.03.2011	31.03.2010
Revenues-Sales	211804.65	159257.56	151882.53	154163.63
Carrying Amount of Segment Assets by location of assets	367799.83	322501.72	28625.09	30777.65
Cost incurred on acquisition of fixed assets(including CWIP)	11917.91	9346.12	400.32	3363.40

11. Previous year's figures have been regrouped and/or rearranged and reclassified wherever considered necessary.

Note : Signatories to all Schedules from 1 to 16

For **JAGDISH AGARWAL & ASSOCIATES**
CHARTERED ACCOUNTANTS
Firm Registration No. 320253E

Place : Kolkata
Dated : The 12th day of August, 2011

J. P. AGARWAL
PARTNER
Membership No.055436

//// KRYPTON INDUSTRIES LIMITED

Statement Pursuant to Section 212 of the Companies Act, 1956 relating to Company's interest in Subsidiary Companies

1. Name of the Subsidiary Companies : a) Eco Wheels Private Limited
b) Krypton Developers Limited
c) Krypton Industries (Suzhou) Co. Ltd.
2. Financial year of the Subsidiary Companies ended on : 31st March, 2011
3. a) No. of Shares held by Krypton Industries Limited in the Subsidiaries at the end of the Financial year of the Subsidiaries Company. : 8,27,100 Equity Shares of Eco Wheels Pvt. Ltd. and 49,400 Equity Shares of Krypton Developers Limited having face value of Rs. 10/- each fully paid up. 100% Investment in Paid in-Capital worth Rs. 29099.31 (in ' 000) in Krypton Industries (Suzhou) Co. Ltd.
- b) Extent of Holding at the end of the financial Financial year of the Subsidiaries company. : 75.19% of Eco Wheels Pvt. Ltd, 98.80 % of Krypton Developers Limited & 100% of Krypton Industries (Suzhou) Co. Ltd.
4. Net Aggregate of Subsidiary's Profit / Loss so far as it concerns the members of Krypton Industries Ltd. :
 - a) Not dealt with in the Accounts of Krypton Industries Ltd.
 - i) For the subsidiary's financial year ended 31st March, 2011. : Rs. 5,35,790/-
 - ii) For the previous financial years of the Subsidiaries since it became subsidiary of Krypton Industries Ltd : Rs. 3,35,70,975/-
 - b) Dealt with in the Accounts of Krypton Industries Ltd.
 - i) For the subsidiary's financial year ended 31st March, 2011. : Nil
 - ii) For the previous financial years of the Subsidiaries since it became subsidiary of Krypton Industries Ltd. : Nil

//// KRYPTON INDUSTRIES LIMITED

(Rs. In 000')

DETAILS OF SUBSIDIARIES OF KRYPTON INDUSTRIES LIMITED

SL.NO.	PARTICULARS	2010-11 ECO WHEELS Rs.	2010-11 KRYPTON DEVELOPERS Rs.	2010-11 KRYPTON (SUZHOU) Rs.
1	REPORTING CURRENCY	INR	INR	INR
2	CAPITAL	11000.00	500.00	34558.33
3	RESERVES	47765.29	-	-
4	TOTAL ASSETS	83118.26	500.00	34558.33
5	TOTAL LIABILITIES	83118.26	500.00	34558.33
6	DETAILS OF INVESTMENT (except in case of investment in the subsidiaries)	600.00	-	-
7	TURNOVER	112545.27	-	59649.80
8	PROFIT BEFORE TAX	1734.66	4.95	2341.44
9	PROVISION FOR TAXATION	1028.58	-	573.06
10	PROFIT AFTER TAX	706.08	4.95	1768.38
11	PROPOSED DIVIDEND	-	-	-
12	PROFIT & LOSS A/C (Dr. Balance)	-	5.18	15271.18

//// KRYPTON INDUSTRIES LIMITED

//// KRYPTON INDUSTRIES LIMITED

ATTENDANCE SLIP

(To be presented at the entrance)

21ST ANNUAL GENERAL MEETING ON WEDNESDAY, 28TH SEPTEMBER, 2011
at Krypton Industries Ltd., Falta Special Economic Zone, Sector - 1, Plot No. 31 & 32
P.S Diamond Harbour, 24 Parganas, Pin - 743 504.

Folio No. _____ DP ID No. _____ Client A/c No. _____

Name of Shareholder _____

Signature of the Shareholder _____

(only shareholders / proxies are allowed to attend the meeting)

//// KRYPTON INDUSTRIES LIMITED

PROXY FORM

I/We _____ of _____ being a member(s) of Krypton Industries Ltd.
hereby appoint _____ of _____ in the district of _____
_____ in the state of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the 21st Annual General Meeting of Krypton Industries Ltd. to be held on 28th September, 2011 and at any adjournment thereof.

Folio No. _____

DP ID No. _____ Client A/c. No. _____

Signed this _____ day of _____ 2011

Affix
Revenue
Stamp

Signature across Revenue Stamp

BANK ACCOUNT PARTICULARS/ECS MANDATE FORM

I/We _____ do hereby authorise Krypton Industries Limited to

- * print the following details on my/our dividend warrant.
- * credit my dividend directly to my Bank Account by ECS.

(* Strike out whichever is not applicable) My/our Folio No. :.....

Particulars of Bank Account : DP ID No. Client A/c. No.

A. Branch Name :

B. Branch Name :

Address (For Mandate only) :

C. 9 Digit Code number of the Bank & Branch as appearing on the MICR cheque :

D. Account type (Savings / Current / Overdraft) :

E. Account No. as appearing on the cheque Book :

F. STD Code & Telephone NO. :

I/We shall not hold the Bank responsible if the ECS could not be implemented or the Bank discontinue(s) the ECS, for any reason.

Mail to :
Maheshwari Datamatics (P) Ltd.
6, Mangoe Lane, 2nd Floor
Kolkata-700 001

.....
Signature of the Shareholders

Please attach the photocopy of a cheque or a bank cancelled cheque issued by your Bank relating to your above account for verifying the accuracy of the 9 digit code number.

In case you are holding shares in demat form, kindly advise your Depository Participant to take note of your Bank account particulars/ECS mandate.

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AGM ON WEDNESDAY, 28TH SEPTEMBER, 2011

Venue

Falta Special Economic Zone, Sector - 1, Plot No. 31 & 32
P.S Diamond Harbour, 24 Parganas (South), West Bengal - 743 504
Time : 11.30 A.M.

ALL SHAREHOLDERS ARE WELCOME