

18th

ANNUAL REPORT

2009-2010

P.L. Enterprise Limited

- Board of Directors : **Shri Ramesh Chandra Partani**
Managing Director
- Shri Dwaraka Das Partani**
Director
- Shri Shyam Sunder Partani**
Director
- Shri. Dennis Alwares**
Independent Director
- Smt. Prema Latha Partani**
Director
- Shri. Dharendra Kumar Jain**
Independent Director
- Registered Office : 702 E, Al karim Trade Centre, Ranigunj,
Secunderabad - 500 003.
- Auditors : **M/s. T.P. Rao & Co.**
Chartered Accountants
Plot No. 32, Flat No. 114,
Huda Complex, Saroornagar,
Hyderabad 500 035.
- Bankers : **State Bank of India**
M.G. Road, Secunderabad
- Registrar & Share : **M/s. Aarthi Consultants Pvt. Ltd.**
Transfer Agents : I-2-285, Domalguda, Hyderabad - 29.

Notice

ORDINARY BUSINESS

Notice is hereby given that the Eighteenth Annual General Meeting of the Company will be held at the Registered Office at 702 E, Al-Karim Trade Centre, Ranigunj, Secunderabad - 500 003. A.P. at 3.30 P.M. on Wednesday 29th September, 2010 to transact the following business.

1. To receive, consider and adopt the P & L Account for the year ended 31st March, 2010 and the Balance Sheet on that day and the Report of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Premalatha Partani, who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Auditors to hold office from the conclusion of this meeting and to fix their remuneration.

NOTES :

1. A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote instead of himself and the Proxy need not be a member of the Company.
2. All proxy forms in order to be effective should reach the registered office of the Company atleast 48 hours before the time fixed for the commencement of the meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from 23-9-2010 to 30-9-2010 both days inclusive.
4. Members are requested to inform Share Transfer Agency immediately their change of address, if any.

By order of the board

Sd-

Ramesh Chandra Partani

Managing Director

Hyderabad

Date : 01-09-2010

Directors' Report

To the Members :

The Directors present here with the Eighteenth Annual Report and accounts of the Company for the year ended 31st March, 2010 together with the Auditors' Report thereon.

FINANCIAL RESULTS :

	(Rupees in Lacs)	
	31-03-10	31-03-09
Profit before Interest & Depreciation	15.06	5.11
Less : Interest	0.36	0.36
Profit before Depreciation	14.7	4.75
Less: Depreciation	1.52	1.93
Profit after Depreciation	13.18	2.82
Less : Income Tax & FBT for Current year	2.24	2.07
Add : Income Tax for previous year	0	2.74
Profit After Tax	10.94	3.49
Add : Balance of Profit brought forward		
from previous period	-84.14	-87.63
Amount available for appropriation	-73.20	-84.14
Transfer to General Reserve	---	---
Proposed Dividend	---	---
Balance Carried Over	(-73.2)	(84.14)
Total	(73.2)	(84.14)

Reasons for variance in achievement during the year vis-a-vis the projection have been discussed under the head "Operations".

OPERATIONS :

Your directors are to inform you that the Company's sales are decreased from 722 lakhs to 595 lakhs during the year ended 31st March, 2010 due to market recession which impacted on sales.

FUTURE OUTLOOK:

Keeping in mind the market needs, several new models of Voltage Stabilizers have been added into the existing range. These new models have been very well received in market place. The Company has planned to import and launch Domestic Appliances and Health Products in addition to the existing products. The scene for the year 2009-2010 therefore looks bright.

DIVIDEND :

In view of the carried forward losses and the reduced sales in the current year 2009-10 your directors are unable to recommend dividend for the year under review.

DIRECTORS :

Mr. Premlatha Partani retired by rotation and being eligible offers herself for reappointment as Director.

AUDITORS :

M/s. T.P. Rao & Co., Chartered Accountants, retire at the conclusion of this Annual General Meeting, and are eligible for re-appointment.

PARTICULARS OF EMPLOYEES :

During the year under review no employee of the Company was in receipt of remuneration which aggregate to Rs.12, 00,000/- or more per year nor was any employee in receipt of remuneration for any part of the year, which aggregated to Rs. 1,00,000/- or more per month in accordance with Section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules 1975.

DEPOSITS :

The Company has not accepted any deposits from the public within the meaning of Section 58A of Companies Act,1956.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNICAL ABSORPTION FOREIGN EXCHANGE EARNING AND OUTGO

The particulars required under Section 217 (1) (e) of the Companies Act, 1956, read with the Companies (disclosure of particulars, in the report of Board of Directors) Rules 1988 are set out in Annexure-I forming part of this report.

CORPORATE GOVERNANCE :

Pursuant to clause 49 to the Listing Agreement with the Stock Exchange separate section titled 'Corporate Governance' has been attached to this Annual Report. A certificate from the Auditors of the Company regarding Compliance of the conditions of Corporate Governance stipulated in the listing agreement with stock exchanges are annexed to and from part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT :

Pursuant to the requirement under Section 217 (2AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed.

- (i) That in the preparation of the Annual accounts for the financial year ended 31st March, 2010, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- (ii) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give us a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- (iii) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) That the Directors had prepared the accounts for the financial year ended March, 31st, 2010, on a 'going concern' basis.

INDUSTRIAL RELATION:

Industrial relations remained cordial through out the year and your Directors express their deep gratitude to all the employees. The Company is pursuing its policy to provide a congenial working environment at work place.

ACKNOWLEDGEMENT:

Your Directors acknowledge and express their sincere appreciation for the kind co-operation and support extended by shareholders, State Bank of India, Suppliers of the Company and various other Government Agencies.

For and on behalf of the
Board of Directors

Sd/-
Ramesh Chandra Partani
Managing Director

Sd/-
Shyam Sunder Partani
Director

Place : Hyderabad

Date : 01-09-2010

ANNEXURE -I**TO THE DIRECTORS' REPORT**

Information required under the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988.

FORM-A**CONSERVATION OF ENERGY:**

The Company's operations involve low energy consumption. Wherever possible, energy conservation measures have already been implemented. However, efforts to conserve and optimize the use of energy through improved methods and also regular maintenance of electrical equipments are being done to rationalise the power requirement.

FORM - B

Form for disclosure of particulars with respect to Absorption of Technology, Research and Development (R & D).

Research and Development (R & D)

- | | |
|--|------------|
| 1. Specific areas in which R & D carried out by the company. | Not |
| 2. Benefits derived as a result of the above R & D . | applicable |
| 3. Future Plan of Action. | |
| 4. Expenditure on R & D | |

Technology absorption, adaptation and innovation.

1. There is constant endeavour to achieve consistent and product performance with less material consumption.
2. Benefits derived as a result of the above efforts eg. Product improvement, cost reduction, development, import substitution etc.
3. In case of imported technology (imported during the last 5 years reckoned from the beginning for the financial year) following information may be furnished. Not applicable as Company has not imported any technology.
4. Foreign exchange earnings and outgo: Nil

ANNEXURE -II**TO THE DIRECTORS' REPORT**

Auditors certificate on compliance of conditions of corporate governance as per clause 49 of the listing agreement with stock exchanges.

To
The Members of
P.L.Enterprise Limited
Hyderabad

We have examined the compliance of conditions of Corporate Governance by P.L.Enterprise Ltd for the year ended on 31st March 2010 as stipulated in clause 49 of the Listing Agreement of the said company with Stock Exchange.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedures and implementation there of adopted by the company for ensuring compliance with the conditions of the certificate of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statement of the company.

In our opinion and to the best of our information and according to the explanation given to us and representations made by the Directors and the management subject to the following :

- (i) The company has not published Quaterly Unaudited result in one National & Local dailies during the period under report as per the listing requirement. We certify that the company with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

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

For T.P.Rao & Co.
Chartered Accountants
Membership No. 19196

Place : Hyderabad
Date : 1-09-2010

T.P. Rao
Proprietor

CORPORATE GOVERNANCE

Introduction

Your Company has complied with the applicable requirements of the revised Clause 49. A report for the financial year ended 31st March, 2010 on the implementation of the Corporate Governance Code of the Listing Agreement by the Company, is furnished below.

1. Company's Philosophy on code of governance

The company believes that strong corporate governance is indispensable for healthy business growth and to be resilient in a vibrant capital market and is an important instrument of investor protection.

2. Board of Directors

- The Board of Directors of the Company has an optimum combination of executive and non-executive Directors as envisaged in Clause 49 of the Listing Agreement.
- 5 Board Meetings were held during the year 2009-2010. Your Company has complied with all the requirements in terms of Listing Agreement and Companies Act, 1956 in respect of Board Meetings. The dates on which the Meetings were held are as follows:
30th April 2009, 30th July 2009, 1st September 2009, 31st October 2009, 30th January 2010.

Name of the Director	Category (Promoter/ Executive/ Non- Executive)	No of other Directorships	No. of Committees in which member	Number of Board meetings attended	Whether attended last AGM
Mr.Ramesh Chandra Partani	Promoter and Managing Director	NIL	NIL	5	Yes
Mr.Dwaraka Das Partani	Non-Executive Independent Director	NIL	NIL	NIL	No
Mr.Shyam Sunadar Partani	Non-Executive Independent Director	NIL	NIL	5	Yes
Mr.Dennis Alwares	Non-Executive Independent Director	NIL	NIL	5	Yes
Mrs.Prema Lata partani	Promoter and Director	NIL	NIL	5	Yes
Mr.Dhirendra Kumar Jain	Non-Executive Independent Director	NIL	NIL	5	No

c) Board's Procedure

Agenda papers along with explanatory statements were circulated to the Directors in advance for each of these meetings. All relevant information as per Clause 49 of the Listing Agreement was placed before the Board from time to time.

d) Pecuniary relationship or transactions of the Non-Executive Directors vis-a-vis the company.

None of the Non-Executive Directors has any pecuniary relationship or transactions with the Company.

3. Code of Conduct

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

4. Audit Committee

Adhering to the principles envisaged in Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956 the Audit Committee was constituted as under:

The constitution of the Committee and the attendance of each member of the Committee are given below:

Name of the Director	Designation	Nature of Directorship	No. meetings attended
Mr.Dhirendra Kumar Jain	Chairman	Non-Executive and Independent Director	4
Mr.Shyam Sunadar Partani	Member	Non-Executive and Independent Director	4
Mr.Ramesh Chandra Partani	Member	Executive and Non-Independent Director	4

During the year under review Four (4) meetings were held on 30th April 2009, 1st September 2009, 31st October 2009, 30th January 2010 for approval of un-audited and audited Financial Results.

Terms and reference of the Audit Committee include a review of:

- Financial reporting process
- Draft financial statements and auditor's report (before submission to the Board)
- Accounting policies and practices
- Internal controls and internal audit systems
- Risk management policies and practices
- Related party transactions
- Internal audit reports and adequacy of internal audit function

The Audit Committee reviews the un-audited quarterly, half-yearly and yearly financial results with the Management before the same are submitted to the Board for its consideration and approval.

The role of the audit committee includes inter alia, recommending the appointment and removal of the external auditor, discussion of the audit plan, fixation of audit fee and also approval of payment of fees for any other services.

The Chairman of the Audit Committee is always present at the Annual General Meeting to give clarifications, if any, required by the members thereof.

All the members including the Chairman have adequate financial and accounting knowledge.

5. Remuneration Committee

The Company has constituted Remuneration Committee to decide, fix the remuneration payable to the Managing / Whole time Directors of the Company.

However, the remuneration of the Managing / Whole time Director is subject to approval of the Board, and of the Company in the General Meeting and such approvals as may be necessary.

A. Composition

The Remuneration Committee consists of the following Directors:

Name of the Director	Designation	Nature of Directorship
Mr.Dhirendra Kumar Jain	Chairman	Non-Executive and Independent Director
Mr.Shyam Sunadar Partani	Member	Non-Executive and Independent Director
Mr.Ramesh Chandra Partani	Member	Executive and Non-Independent Director

B. Brief description of terms of reference

The Remuneration Committee shall function in accordance with the terms of reference made by the Board of Directors, which are given as follows:

1. To fix the remuneration packages of Managing Director, etc.,
2. To decide on the elements of remuneration package of all the Directors i.e., salary, benefits, bonus, stock options, pension etc.”

6. Details of remuneration to the directors for the Year

Details of remuneration paid to Directors are given below:

Name of The Director	Relationship with other Directors	Business relationship with company, if any	Loans & Advances from company	Remuneration paid during 2009-10 (Rs. in lakhs)			
				Sitting fees	Salary	Commission	Total
Mr.Ramesh Chandra Partani	NA	Managing Director	Nil	None	1.2	0	1.20

7. Investors' Grievance Committee

The Board constituted an investors' grievance committee which looks into shareholders' and investors' grievances. The following are the members of the committee:

Details of Committee members

Name of the Director	Designation	Nature of Directorship
Mr.Ramesh Chandra Partani	Member	Executive and Non-Independent Director
Mr.Shyam Sunadar Partani	Member	Non-Executive and Independent Director
Mr.Dhirendra Kumar Jain	Chairman	Non-Executive and Independent Director

Details of Complaints received/resolved

Nature of Complaint	Received	Resolved	Pending
Non Receipt of Dividends	NIL	NIL	NIL
Non Receipt of Annual Report	NIL	NIL	NIL
Non Receipt of Share Certificate sent	NIL	NIL	NIL
Total	NIL	NIL	NIL

Name and Designation of the Compliance Officer:**Mr. Ramesh Chandra Partani****8. General Body Meetings**

The details of last three Annual General Meetings are as follows:

AGM	YEAR	DATE	TIME	VENUE	SPECIAL RESOLUTIONS
17 th	2008-2009	29.09.2009	3.30PM	702E, Al-Karim Trade Centre, Ranigunj, Sec'bad-500003	NIL
16 th	2007-2008	29.09.2008	3.30PM	702E, Al-Karim Trade Centre, Ranigunj, Sec'bad-500003	NIL
15 th	2006-2007	29.09.2006	3.30PM	702E, Al-Karim Trade Centre, Ranigunj, Sec'bad-500003	NIL

During the year, no resolutions were put through postal ballot.

9. Disclosures

- The Company has not entered into any transaction of material nature with related parties i.e., Directors, Management, their relatives conflicting with the Company's interest.
- There were no instances of non-compliance of any matter relating to the capital markets during the year under review. Hence, there have been no penalties or strictures imposed by SEBI / Stock Exchange or any other statutory authorities on matters related to capital market.

10. Means of Communication

As per the listing requirements, the Company publishes periodical financial results in leading English and Regional Newspapers.

11. General Share Holder Information

The following information would be useful to the shareholders:

A	Annual General Meeting Date Time Venue	Wednesday, 29 th Sep, '10 3.30 PM 702E, Al-Karim Trade Centre, Ranigunj, Sec'bad-500 003
B	Financial Calendar 2010-11 (Tentative Schedule) Financial Reporting for: Quarter ending June, 30 th '10 Quarter ending September 30 th '10 Quarter ending December 31 st '10 Quarter ending March 31 st 2011 Annual General Meeting for Year ended March 31 st 2011	1 st April to 31 st March Before end of July, 2010 Before end of October, 2010 Before end of January, 2011 Before end of April, 2011 Before end of September, 2011
C	Dates of Book Closure	23 rd September, 2010 to 30 th September, 2010 (both days inclusive)
D	Listing on Stock Exchanges Equity Shares	The Bombay Stock Exchange Limited, Mumbai
E	Demat ISIN Number	The shares of the Company are in physical form.
F	Trading Code	
G	Scrip ID BSE	526671

H Market Price Data: High, Low during each Month in last Financial Year : The trading in shares of the Company is under suspension.

I	Stock Performance in Comparison to Broad-based indices.	The trading in shares of the Company is under suspension.
J	Registrars and transfer agents (RTA)	M/s Aarathi Consultants Pvt Ltd. 1-2-285, Domalguda, Hyderabad -500 029 Ph:27634445, 27638111 Fax:27632184
K	Share Transfer System	Presently, The Share transfers which are received in physical form are processed and the Share Certificates return within stipulated period.

L. Distribution of Company's Shareholdings as on 31.3.2010

Share Holding of Nominal Value		Share Holders		Share Amount	
Rs.	Rs.	Numbers	% of Total	In Rs.	% of Total
	(1)	(2)	(3)	(4)	(5)
Upto	5,000	1127175	32.81	11271750	32.81
5,001	10,000	182600	5.31	1826000	5.31
10,001	20,000	144300	4.20	1443000	4.20
20,001	30,000	76700	2.23	767000	2.23
30,001	40,000	94200	2.74	942000	2.74
40,001	50,000	40700	1.18	407000	1.18
50,001	1,00,000	105365	3.07	1053650	3.07
1,00,001	And above	1664660	48.45	16646600	48.45
	TOTAL	3435700	100.00	34357000	100.00

M. According to categories of shareholders as at 31st March 2010

	Category	No. of shares held	% of shareholding
A	Promoter's Holding		
1.	Promoters* - Indian Promoters - Foreign Promoters	769493 - -	22.40 - -
2.	Persons acting in concert #	-	
	Sub-Total	769493	22.40
B.	Non-Promoters Holding		
3.	Institutional Investors	-	
a.	Mutual Funds and UTI	-	
b.	Banks, Financial Institutions, Insurance Companies (Central/ State Govt. Institutions/ Non-government Institutions)	-	
c.	FII's	-	
	Sub-Total		
4.	Others		
a.	Private Corporate Bodies	406407	11.82
b.	Indian Public	1749800	50.93
c.	NRIs/OCBs	510000	14.85
d.	Any other (please specify)	-	-
	Sub-Total	2666207	77.60
	GRAND TOTAL...	3435700	100.00

N. Dematerialization of Shares The Shares of the Company are in physical form only.

O Outstanding GDRs/ADRs/Warrants There are no outstanding GDRs and or any convertible instruments warrants have been converted as on 31.03.2010

P. Address for Correspondence 702E, Al-Karim Trade Centre,
Ranigunj, Secunderabad- 500003

For and on behalf of the board
For **P.L. ENTERPRISE LIMITED**

(Ramesh Chandra Partani)
Managing Director

PLACE : HYDERABAD
DATE : 01-09-2010

**DECLARATION REGARDING COMPLIANCE BY BOARD
MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH
THE COMPANY'S CODE OF CONDUCT**

I, Ramesh Chandra Partani, Managing Director of P.L. Enterprise Limited hereby declare that all the board members and senior managerial personnel have affirmed for the year ended 31 March 2010 compliance with the code of conduct of the company laid down for them.

Ramesh Chandra Partani
Managing Director

Place : Hyderabad
Date : 01.09.2010

CERTIFICATE BY THE CHIEF EXECUTIVE OFFICER (CEO)

I, Ramesh Chandra Partani, Managing Director of M/s. P.L. Enterprise LIMITED certify:

1. That we have reviewed the financial statements and the cash flow statement for the year ended 31 March 2010 and to the best of our knowledge and belief;
 - a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
 - b. These statements present a true and fair view of the company's affair and are in compliance with the existing accounting standards, applicable laws and regulations.
2. That there are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct;

3. That we accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which we are aware and the steps that we have taken or purpose to take and rectify the identified deficiencies and;
4. That we have informed the auditors and the audit committee of:
 - a) Significant changes in the internal control during the year;
 - b) Significant changes in accounting policies 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 of an employee having a significant role in the company's internal control system.

Managing Director

Place : Hyderabad

Date : 01.09.2010

ANNEXURE TO THE DIRECTORS' REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Clause 49 of the Listing Agreement, a report on Management Discussion and Analysis Report is given below:

INDUSTRY STRUCTURE AND DEVELOPMENTS:

Your Company is engaged in Electrical Industry which is engaged in manufacture of voltage stabilizers under the brand “*unistab*” and the products are having its different broad range.

The industry has seen growing trend in requirements in last few of years with continued capacity expansions/newer investments in the user industries and the force placed by the Government on the sector and the increasing participation of private sector in electricity generation. The demand for the Company's products continues to improve considerably. The margins however, are low due to rising input costs and intense competition. We are however trying to reduce the impact by improving operational efficiencies. The actual performance may however differ as it is dependent on several factors beyond control of the Company.

FUTURE OUTLOOK

The thrust placed on the power sector and the improved demand from the user industries, bodes well for us. The margins may however

be lower due to increasing raw material costs and intense competition.

RISKS & CONCERNS

Rising input costs are a matter of concern as it may not be possible to pass them on fully to the customers. The industry is turning highly competitive. Timely availability of inputs is also uncertain.

INTERNAL CONTROL SYSTEM

The Company has in place an adequate system of internal controls commensurate with the size of the Company and the nature of business to ensure efficacy of operations and also to ensure that assets are safeguarded against loss and for compliance with applicable legislation. There exists an adequate management reporting system comprising managerial reporting and analysis on various performance indicators, for corrective action as necessary. The Company has review systems of the performance against agreed financial parameters to assess the strengths and areas of improvement at all the Units.

HUMAN RESOURCES

Industrial relations during the year were cordial and the Company continued to have good support of all its employees at all levels.

Auditor's Report

The members of M/S P.L. ENTERPRISE LIMITED

We have audited the attached Balance Sheet of P.L.Enterprise Limited, Hyderabad as on 31st March 2010 and the Profit and Loss Account 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 opinion on these financial statements based on our audit.

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

1. As required by the Manufacturing and Other Companies (Auditor's Report) Order, 1998 issued by the Company Law Board in terms of Section 227 (4A) of the Companies Act, 1956, and on the basis of such checks as we consider necessary and according to the information and explanations given to us. We enclose in the annexure here to a statement on the matters specified in paragraphs and 5 of the said order.
2. Further to our comments in the annexure referred to above, we report that :
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.

- b) In our opinion, proper books of account as required by law have been kept in the region so far as appears from our examinations of those books.
- c) The Balance Sheet and the Profit and Loss Account dealt with by this reports are in agreement with the books of account.
- d) In our opinion, the Balance Sheet and profit and Loss Account dealt with by this report comply with the accounting standards (except deviation of A S9), Note No. 10) referred to in sub- section (3c) of section 211 of the Companies Act, 1956.
- e) On the basis of written representations received from the directors, as on 31st March 2010, and taken on record by the Board of Directors, we report that none of the director is disqualified as on 31st March 2010, from being appointed as a director in terms of clause (g) of Sub-section (1) of section 274 of the Companies Act, 1956.
- f) In our opinion and to the best of our information and according to the explanations given to me, the said accounts 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;
 - 1) In the case of Balance Sheet, of the affairs of the Company as at 31st March 2010 and
 - 2) In the case of the Profit and Loss Account, of the Profit of the year ended on that date.

For T.P. RAO & CO.
Chartered Accountants

(T.P. RAO)
Proprietor

Place : Hyderabad
Date : 01-09-2010

ANNEXURE TO AUDITORS' REPORT**P.L .ENTERPRISE LIMITED**

(Referred to in Paragraph No. 3 of our Report of even date)

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All the assets have been physically verified by the management. During the year but there is a irregular programmed of verification which in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) No fixed assests were disposed off during the year, therefore, do not affect the going concern status of the company.
2. (a) The Inventory has been physically verified during the previous year by the management. In our opinion, the frequency of verification is reasonable.
- (b) The procedure 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 business.
- (c) The company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
3. The Company has neither granted nor taken loans, secured or unsecured to & from Companies or other Parties covered in the registers maintained under Section 301 of the Companies Act, 1956. Accordingly, the Clauses 4 (iii) (b) to (d) of the order are not applicable.
4. In our opinion and according to the information and explanations

given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regards to purchases of inventory and fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed and continuing failure to correct major weakness in internal controls.

5. As per the Company Secretary and according to the information and explanations given to us, there are no transactions that need to be entered into the register maintained under section 301 of the companies Act, 1956. Accordingly the clause 4 (v) (b) of the order is not applicable.
6. In our opinion and according to the information and explanations given to us, compliance with the provisions of section 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regards to the deposits accepted from the public is not applicable, since the company has not accepted any deposits from public.
7. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
8. According to the following & explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 209 (l) (d) of the Companies Act, 1956 in respect of activities carries out by the company.
 - (a) The company is generally been regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, wealth tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
 - (b) According to the information and Explanation given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, Customs Duty, Excise duty and cess were in

arrears, as at 31st March, 2010 for a period of more than six months from the date they become payable except TDS.

- (c) According to the information and Explanation given to us there are no dues of Sales Tax, Income Tax, Excise duty, Wealth tax and Cess which has not been deposited on account of any dispute.
9. In our opinion and according to the information and explanation given to us, the company has not granted loans & advances on the basis of security by way of pledge of shares, debentures & other securities. Hence clause 4 (XII) of the order is not applicable.
10. In our opinion, the company is not dealing in or trading in shares securities, debentures & other Investments. Accordingly the provision of clause 4 (xiv) of the companies (Auditors Report) order, 2003 are not applicable.
11. In our opinion the company is not a Chit Fund or a nidhi/mutual benefit fund/society. Therefore the provision of clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company. In our opinion, the terms and conditions on which the company has given guarantees for the loans taken by other from Banks or financial Institutions are not prejudicial to the interest of the company.
12. In our opinion the company has not taken term loans from financial institutions, etc.
13. According to the information and explanation given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment. No long-term funds have been used to finance short-term assets Except Permanent Working Capital.
14. According to the information and explanation given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section

301 of the Act. Accordingly Clause 4(xviii) the order is not applicable.

15. According to the information and explanation given to us, the company has not issued any debentures. Accordingly Clause 4 (xix) of the order is not applicable.
16. The Company has not raised any money by public issues during the year. Accordingly Clause 4 (xx) of the order is not applicable.

FOR T.P. RAO & CO
Chartered Accountants

Sd-
(T.P. RAO)
Proprietor

Place : Hyderabad

Date : 01-09-2010

Balance Sheet As on 31-03-2010

	Schedule	31-03-2010	31-03-2009
Source of Funds			
Shareholders Funds		Rs.	Rs.
Capital	A	34357000	34357000
Reserves & Surplus	B	1607367	1607367
		<u>35964367</u>	<u>35964367</u>
Loan Funds :			
Unsecured Loans	C	1780095	400000
Secured Loans		116310	254430
TOTAL		<u>37860772</u>	<u>36618797</u>
Application of Funds			
Fixed Assets :			
Gross Block	D	1196353	1388969
Less : Depreciation		151639	193336
		<u>1044714</u>	<u>1195633</u>
Investments	E	630500	848000
Current Assets, Loans & Advances			
Inventories	F	22248675	10399670
Sundry Debtors	G	18132292	28045316
Cash and Bank Balances	H	1307569	1799655
Other Current Assets	I	50550	290550
Loans and Advances	J	8288247	11221508
		<u>51702547</u>	<u>51756699</u>
Less: Current Liabilities & Provisions	K	<u>21161626</u>	<u>25595786</u>
		30540921	26160913
Miscellaneous Expenses (to the extent not written off or adjusted)	L	-7319851	-8414251
TOTAL		<u>37860772</u>	<u>36618797</u>
Notes to Accounts			
As per our report of Even Date for T.P. RAO & CO. Chartered Accountants Membership No. 19196	R		
Sd/-	Sd/-	Sd/-	
T.P. Rao	Ramesh Chandra Partani	Shyam Sunder Partani	
Proprietor	Managing director	Director	
Place : Hyderabad Date : 01-09-2010			

Profit & Loss Account for the year ended 31-03-2010

	Schedule	31-03-2010	31-03-2009
Income		Rs.	Rs.
Sales (Net of Returns & Discount)	M	59488021	72247469
Misc. Receipts		664400	267621
		<u>60152421</u>	<u>72515090</u>
Expenditure			
Cost of Goods Sold/Consumed	N	50012685	51728347
Salaries Wages & Other benefits	O	4313028	4683325
Other Expenses	P	4320429	15591367
Interest		36000	36000
Depreciation		151639	193336
Net Expenditure		<u>58833781</u>	<u>72232375</u>
Profit Before tax		1318640	282715
Income Tax		224240	92970
FBT for 08 - 09		0	114948
IT Previous Year		0	(274331)
Profit After Tax		<u>1094400</u>	<u>349128</u>
Loss Brought forward from previous year		-8414251	-8763379
Total		<u>-7319851</u>	<u>-8414251</u>
Appropriations Loss carried to Balance Sheet	(-)	<u>-7319851</u>	<u>-8414251</u>
Total	(-)	<u>-7319851</u>	<u>-8414251</u>
Notes to Accounts			
As per our report of Even Date for T.P. RAO & CO. Chartered Accountants Membership No : 19196	R		
Sd/-	Sd/-	Sd/-	
T.P. Rao	Ramesh Chandra Partani	Shyam Sunder Partani	
Proprietor	Managing director	Director	
Place : Hyderabad Date : 01-09-2010			

Schedules Forming Part of Accounts

	31-03-2010 (Rs)	31-03-2009 (Rs)
A. SHARE CAPITAL		
Authorised 40,00,000 equity shares of Rs 10/- each	40000000	40000000
Issued Subscribed & paid up capital 34357000 equity shares of Rs. 10/- each	34357000	34357000
Each fully paid up (of the above 95564 shares of Rs 10/- each were allotted as fully paid bonus shares by capitalising profits in the year 94 - 95)		
	34357000	34357000
B. RESERVES & SURPLUS		
1. General Reserve as at the commencement of the year	1500000	1500000
2. Investment Subsidy	107367	107367
	1607367	1607367
C. UNSECURED LOANS		
From Shareholders/Directors	-	-
Others	1780095	400000
	1780095	400000

Depreciation 2009-2010

Schedule Forming Part of Accounts

Schedule - D : Fixed Assets	Gross Block			Depreciation For The year	Net Block	
	WDV Ason 01-04-09	Additions During the year	Deletions During the year		31/3/10	31/3/09
Particulars			Total As at 31/3/2010			
Office Building	537176	0	537176	53718	483458	537176
Furniture & Fixtures	118515	0	118515	11852	106664	131683
Office Equipment	92536	720	93256	13934	79322	90526
Computer	26165	0	26165	15699	10466	65411
Generator	28498	0	28498	4275	24223	33527
Patents	45000	0	45000	0	45000	45000
Motor Vehicle	347744	0	347744	52162	295582	0
Current year	1195634	720	1196354	151639	1044715	903323
Previous year	963009	235076	1128301	165292	963009	858223

	31-03-2010 (Rs)	31-03-2009 (Rs)
E. INVESTMENTS		
Equity Shares of Indian Companies Quoted (Market value of quoted Investment as on 31-03-10)	30500	248000
Unquoted	600000	600000
	<u>630500</u>	<u>848000</u>
F. INVENTORIES (As valued & certified by Mangement)		
Finished Goods (at lower of cost or net realisable value which ever is less)	22248675	10399670
	<u>22248675</u>	<u>10399670</u>
G. SUNDRY DEBTORS (Unsecured considered good) More than 6 months	18132292	28045316
	<u>18132292</u>	<u>28045316</u>
H. CASH AND BANK BALANCES		
Cash in Hand:	932003	965392
Cash at Bank:		
A. C/A in schedule bank	306760	142159
B. C/A in Unschedule bank	68806	692104
	<u>1307569</u>	<u>1799655</u>
I. OTHER CURRENT ASSETS		
Deposit others	38500	278500
Deposit with Govt. Depts.	12050	12050
	<u>50550</u>	<u>290550</u>

	(Rs)	(Rs)
J. LOANS AND ADVANCES		
A (Advances recoverable in cash or kind or for value to be received) :		
Staff Advances	356591	136021
Advance for Land & Shed	1418262	1260822
B Loans and Advances (Unsecured-Considered good)		
Advances against purchases	6513394	9824665
	<u>8288247</u>	<u>11221508</u>
K. CURRENT LIABILITIES & PROVISIONS		
i. CURRENTS LIABILITIES :		
Sundry Creditors	4586401	3002897
Outstanding Liabilities	3553207	3165668
Cash at Bank - C/A (Excess of cheque issued over Balance)	4663149	13504286
Advance aganist Sales	8134629	5715017
ii Provisions:		
Provision for FBT	0	114948
Provision for IT	224240	92970
	<u>21161626</u>	<u>25595786</u>
L. MISCELLANEOUS EXPENDITURE TO THE EXTENT NOT WRITTEN OFF / ADJUSTED		
Profits & loss A/C	-7319851	-8414251
	<u>-7319851</u>	<u>-8414251</u>
M. SALES		
Sales - t rading (less) Discount	59488021	72247469
	<u>59488021</u>	<u>72247469</u>

N. COST OF GOODS CONSUMED/SOLD

Opening Stock :		
Finished Goods (Trading)	10399670	5901385
	<u>10399670</u>	<u>5901385</u>
Purchases:		
Finished Goods (Trading)	61861690	56226632
	<u>61861690</u>	<u>56226632</u>
Closing Stock:		
Finished Goods (Trading)	22248675	10399670
	<u>22248675</u>	<u>10399670</u>
COST OF GOODS SOLD/CONSUMED	50012685	51728347

O.SALARIES WAGES & OTHER BENEFITS

Directors Remuneration	120000	120000
Salaries & Wages and Other Benefits	4164424	4503835
Staff Welfare	28604	59490
	<u>4313028</u>	<u>4683325</u>

P. OTHER EXPENSES :

Computer Maintenance	43311	0
Electricity Charges	137738	123263
Printing & Stationary	103876	142681
Insurance	18543	30512
Telephone & Telex	778359	772538
Postage & Telegram	40570	47798
Advertisement	60125	6659670
Travelling Expenses	804216	1444717
Conveyance	438500	335314

Bank Charges	31966	100018
Rent	346130	478800
Misc. Expenses	141254	175782
Office Maintenance	458370	412267
Freight	448995	408125
Legal and Prof. Charges	1000	104302
Power & Fuel	4010	41635
Listing Fees	0	10000
SalesPromotion Expenses	25692	2928362
Vehicle Maintenance	33304	34051
Auditors Remuneration	19000	24000
Fees Rates & Taxes incl. subscription	170447	115206
Incentives	20174	403221
Sales Tax (APGST & CST)	0	346689
Consultancy charges	15000	44700
Services charges	8900	300097
Share transfer chgs.	44220	24093
Commission charges	0	41537
Repairs & Maintenance	18221	41989
Bad Debts	108508	0
	<u>4320429</u>	<u>15591367</u>

Schedule forming part of accounts**R. Notes to Accounts :**

1. The following are the significant accounting policies adopted by the company in the preparation and presentation of financial statements :
 - (a) The financial statements are prepared under the historical cost convention on accrual basis and in accordance with the mandatory Accounting Standard. (except for interest on Inter Corporate Deposits which is recognised on cash basis).
 - (b) Fixed assets are stated at cost less depreciation.
 - (c) Depreciation on the assets of the company is provided on written down value as per rates prescribed in Income Tax Act. 1956
 - (d) Inventories are valued at lower of cost and net realizable value.
 - (e) Investments are stated at cost.
 - (f) Contingent Liabilities are not provided for and are disclosed by way of Notes.
2. Estimated amount of contract remaining to be executed on Capital Account and not provided for NIL (Previous Year NIL)
3. With regards to the compliances of the provisions relating to the dues to the Small & Medium Enterprise units interms of the Companies Act 1956,the company is not having information on record. Hence, it could not quantify the dues if any to the Small & Medium Enterprise Unit.
4. In accordance with the Accounting Standard on “Earnings per Share” AS-20 issued by the Institute of Chartered Accountants of India, Earnings per Share has been computed as under:

Net Profit/Loss for the year (Rs. In Lacs)	Rs.1094400
No. of Equity Share(face value of Rs. 10/- each)	3435700

Basic and diluted EPS (Rs.)	0	0.32
5.a. Managerial Remuneration	2009-2010	2008-2009
Salary	120000	120000
b. Auditors Remuneration		
Statutory Auditors Fees	12000	12000
Tax Audit Fees	7000	12000
6. In the opinion of the Board of Directors, Current Assets, Loans and Advances have at least the value as stated in the Balance Sheet if realised in the ordinary course of business.		
7. Outstanding balances of Debtors, Sundry Creditors and Loans & Advances are subject to confirmation.		
8. The company is engaged in the business of Voltage Stabilisers, DVD's and other electronic appliances. There are no other reportable segments.		
9. Previous year figures are regrouped and re-arranged wherever necessary.		
10. Figures are rounded off to nearest Rupee.		

A. Quantitative details of products traded :

		2009-2010	2008-2009
I. Voltage Stabilisers & Others		(Nos.)	(Nos.)
Opening Stock	(A)	12096	8993
Purchases	(B)	136238	124696
Sales	(C)	124433	100590
Sales others	(D)	484	21003
Closing Stock	(A+B-C-D)	23417	12096

B. Sales :

	2009-2010		2008-2009	
	Quantity	Value	Quantity	Value
A. Trading Sales				
Stabilisers	124433	60318893	100590	57158448
Other Sales	484	-830872	21003	15089021
Total :	124917	59488021		72247469

C. CIF Value of Import :

	2009-2010	2008-2009
	(Rs. In Lacs)	(Rs. In Lacs)
DVD Player & Others	0	89.94
Exp. in Foreign	0	0.45

Signature to Schedules A to Q

for T.P. RAO & CO
Chartered Accountants
Membership No.: 19196

Sd/-
Ramesh Chandra Partani
Managing Director

Place : Hyderabad
Date : 01-09-2010

Sd/-
Shyam Sunder Partani
Director

A CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2010**A CASH FROM OPERATING ACTIVITIES**

Net Profit before tax and Extraordinary Items		1318640	
Adjustments for:			
Interest	36000		
Depericiation	151639		
Misc.Expenses Written off	0	187639	
Operating Profit Before Working Capital Changes		1506279	
Adjustments for:			
Increase/Decrease in Trade Receivables	13086285		
Increase/Decrease in Inventories	-11849005		
Increase/Decrease in Trade & other payables	-4434160	-3196880	
		-1690601	
Interest Paid	-36000		
Income Tax paid (274331-207918)	-224240	-260240	
Net Cash From Operating Activities		-1950841	

B CASH FLOW FROM INVESTING ACTIVITIES

Interest Received	0		
Purchase/Sale of Fixed Assets	-720		
Investments	217500	216780	
Net Cash Used In Investing Activities		-1734061	

C CASH FLOW FROM FINANCING ACTIVITIES

Proceeds from Short Term Borrowings	0		
Proceeds from Long Term Borrowings	1241975		
Net Cash Used in Finacing Activities	0	1241975	
Net increase in cash & Cash Equivalents		-492086	
Cash and Cash Equivalents at the beginning of the year		1799655	
Cash and Cash Equivalent at the end of the year		1307569	

Sd/-
Ramesh Chandra Partani
Managing director

Sd/-
Shyam Sunder Partani
Director

Place : Hyderabad
Date : 01-09-2010

**Balance Sheet Abstract and
Company's General Business Profile**

I. Registration Details		
Registration No.	:	14177
State Code	:	01
Balance Sheet Date	:	31-03-2010
II. Capital raised during the year	:	NIL
III. Position of Mobilisation and Development of Funds		0
Total Liabilities		Total Assets
Rs. 37860772		Rs. 37860772
SOURCES OF FUNDS :		
Paid up Capital		Reserves & Surplus
Rs. 34357000		Rs. 1607367
Secured Loans		Unsecured Loans
Rs. 116310		Rs. 1780095
APPLICATION OF FUNDS :		
Net Fixed Assets		Investments
Rs.1044714		Rs. 630500
Net Current Assets		Miscellaneous Expenditure
Rs. 30540921		Rs. 0
Accumlated Losses		
Rs.7319851		
IV. PERFORMANCE OF THE COMPANY		
Turnover / income		Total expenditure
Rs. 60152421		Rs. 58833781
Profit Before Tax		Profit After Tax
Rs. 1318640		Rs. 109440
Earning per Share		Dividend Rates
Rs. 0.32		-NIL-

Sd/-
Ramesh Chandra Partani
Managing Director

Sd/-
Shyam Sunder Partani
Director

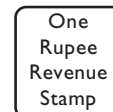
Place : Hyderabad
Date : 01-09-2010

PROXY FORM

I / We _____ of _____ being a Member / Members of P.L.Enterprise Limited, hereby appoint _____ as my / our proxy to vote for me / us on my / our behalf at the 17th Annual General Meeting of the Company to be held on Wednesday 29th September 2010 at 3.30 pm.

Singed this _____ day of _____ Two thousand Ten.

Signature



Note :

This proxy form must be deposited / mailed at the Registered Office of the Company at the above mentioned address not less than 8 hours before the time of holding the meeting.

----- CUT HERE -----

P.L. Enterprise Limited

Regd. Office : 702E, Al-Karim Trade Centre, Ranigunj, Secunderabad - 500 003.

ATTENDANCE SLIP

18th Annual General Meeting
Folio No. _____

I certify that I am registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the 18th Annual General Meeting of the Company held at the registered Office of the Company on Wednesday 29th September 2010 at 3.30 pm.

Member's / Proxy 's _____

Signature _____

Note : Please fill in this attendance slip and hand over at the ENTRANCE OF THE MEETING HALL. All are requested to bring the ANNUAL REPORTS to the meeting as these will not be circulated.

PRINTED MATTER

BOOK-POST

If undelivered, please return to :
P.L. Enterprise Limited
702E, Al-Karim Trade Centre,
Ranigunj, Secunderabad - 500 003.