

# **Annual Report 2009-2010**



**AMD Industries Limited**

(Formerly known as AMD Metplast Ltd.)



## OUR VISION

To take on high growth track by establishing a strong and a supportive link in the total supply chain management of our associates.

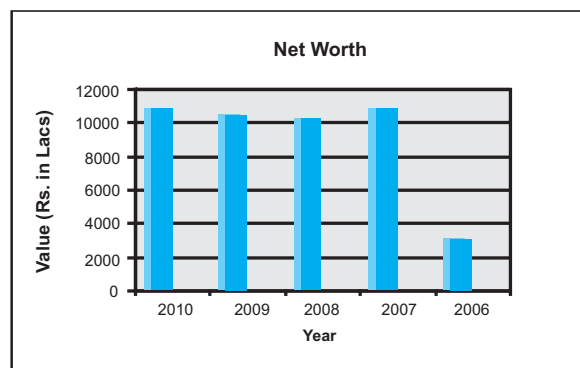
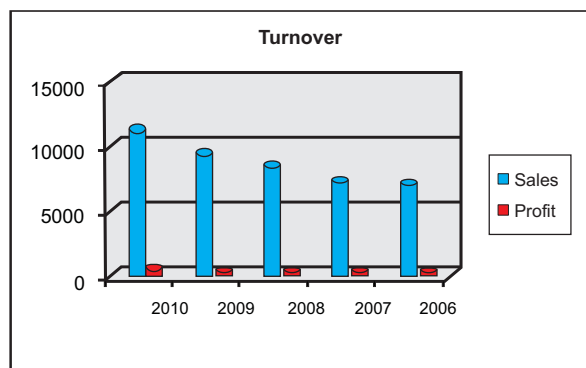
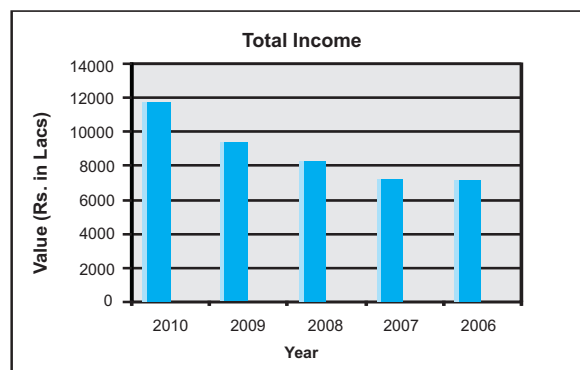
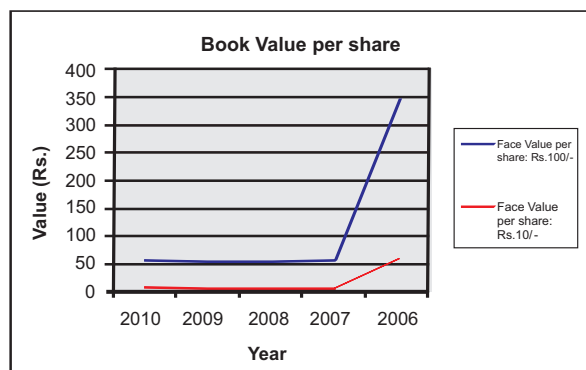
## QUALITY POLICY

We at AMD are committed to control and improve quality, cost and delivery performance through continual improvement of the quality management. We shall increase our market share year after year through improving customer satisfaction.

## FINANCIAL INDICATORS FOR PAST 5 YEARS

(RS. IN LACS)

PARTICULARS	YEAR ENDED 31ST MARCH				
	2010	2009	2008	2007	2006
TOTAL INCOME	11822.06	9345.02	8253.19	7186.45	7134.78
PBDIT	2451.63	1972.48	1324.57	1176.29	1259.50
PBT	1080.13	696.88	439.69	274.78	512.70
Provision for taxation					
Current	285.43	178.34	126.79	68.84	44.03
Deferred	161.45	179.18	(11.73)	(49.05)	63.28
PAT	654.39	339.35	324.63	254.99	405.39
Cash Profit <sup>A</sup>	1215.6	820.75	704.76	617.37	725.80
Fixed Assets					
Gross Block including Capital WIP	12044.35	8960.78	9101.17	6385.85	6093.79
Net Block	9206.32	6663.11	7105.42	4761.19	4813.46
Equity Share Capital	**1916.67	**1916.67	**1916.67	**1916.67	*900.00
Reverses & Surplus	8890.92	8460.77	8345.66	8940.15	2188.89
Networth	10807.58	10377.45	10262.33	10856.82	3088.89
EPS (Rs.) (Annualized)	3.41	1.77	1.69	2.63	53.59
Cash EPS (Rs.) (Annualized)	6.34	4.28	3.68	6.38	95.90
Book Value per share (Rs)	56.39	54.14	53.54	56.65	343.21
<sup>A</sup> Net of Deferred Tax Liability	* Face Value : Rs. 100/- per share ** Face Value : Rs. 10/- per share				





## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. H.S. Gupta	Chairman
Mr. Ashok Gupta	Managing Director
Mr. Adit Gupta	Whole time Director
Mr. Mahipal Ahluwalia	Independent Director
Mr. Seshadri Ratnam	Independent Director
Mr. Prabhat Krishna	Independent Director

### COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Tilak Sethi (Appointed w.e.f. 28th July, 2010)

### REGISTERED OFFICE

18, Pusa Road, 1st Floor, Karol Bagh, New Delhi-110 005  
Tel.: 91-11-46830202  
Fax : 91-11-28753591 Email : amdgroup@amdindustries.com  
Url : www.amdindustries.com

### MANUFACTURING UNITS

- 1) C-10, Site 3, Meerut Road Ind. Area, Ghaziabad, Uttar Pradesh
- 2) C-4&C-5, Site 3, Meerut Road, Indl. Area, Ghaziabad, Uttar Pradesh
- 3) SP-32, RIICO Ind. Area, Neemrana, Rajasthan

### SUBSIDIARY COMPANIES

- 1) AMD Estates & Developers Pvt. Ltd.
- 2) Prime Techno Build Pvt. Ltd.

### BANKERS

- 1) State Bank of India
- 2) Punjab National Bank
- 3) Union Bank of India
- 4) Kotak Mahindra Bank

### STATUTORY AUDITORS

Suresh & Associates,  
Chartered Accountants,  
3A, Bigjos Tower, Netaji Subhash Place,  
Pitam Pura, Delhi - 110 034

### INTERNAL AUDITORS

B.L. Khandelwal & Co.  
Chartered Accountants  
1, Doctor's Lane, Gole Market  
New Delhi-110 001

### LEGAL COUNSELS

Mr. Dinesh Kumar Gupta, Advocate  
C-58, Vivek Vihar, Phase - I  
New Delhi - 110095

### SECRETARIAL AUDITORS

M/s AGG & Associates  
Company Secretaries  
21/16, 2nd Floor, West Patel Nagar  
New Delhi - 110008

### REGISTRAR & SHARE TRANSFER AGENTS

Bighshare Services Pvt. Ltd.  
E-2, Ansa Industrial Estate,  
Saki Vihar Road, Saki Naka, Mumbai-400 072  
Tel. : +91-22-28470652 Fax: +91-22-28525207

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Notice Attached in Loose Leaf Form

## DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the 27<sup>th</sup> Annual Report together with audited accounts for the financial year ended 31<sup>st</sup> March 2010.

### Financial Results

The financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2010 is summarized below:

(Rs. In Lacs)

Particulars	Financial Year 2009-10	Financial Year 2008-09
<b>Turnover &amp; Other Income</b>	<b>11822.06</b>	<b>9345.02</b>
Profit before Interest, Depreciation & Taxation	2451.63	1972.47
Interest & Financial Charges	821.91	796.86
Profit before Depreciation & Taxation	1629.72	1175.61
Depreciation	549.59	478.73
Profit before Tax	1080.13	696.88
Less: Provision for Tax		
Current Tax	285.43	179.35
Deferred Tax	161.44	179.19
Excess provision of Income Tax of earlier years	(21.13)	(1.01)
<b>Net Profit for the year / Amount available for Appropriation</b>	<b>654.39</b>	<b>339.35</b>
<b>Appropriations:</b>		
<b>General Reserve</b>	<b>25.00</b>	<b>50.00</b>
<b>Dividend on Equity Shares</b>	<b>191.67</b>	<b>191.67</b>
<b>Tax on Dividend</b>	<b>32.57</b>	<b>32.57</b>
<b>Balance Carried to Balance Sheet</b>	<b>405.15</b>	<b>65.11</b>
<b>TOTAL</b>	<b>654.39</b>	<b>339.35</b>

### OPERATIONS REVIEW

#### Packaging Business :

During the year under review your Company registered a total turnover and other income of Rs.11822.06 Lacs as compared to previous year's turnover and other income of Rs. 9345.02 Lacs an increase of 26.51%. The Company registered a Profit before Depreciation & Taxation of Rs. 2451.63 Lacs as compared to Rs 1972.47 Lacs recording a growth of 24.29% whereas Net Profit at Rs. 654.39 Lacs as compared to Rs. 339.35 Lacs the previous year, which shows increase of 92.84%. The top line growth was possible due to the business growth in the beverage industry as a whole, however, cut throat competitions and financials costs contributed to a marginal growth in the profit margins. The growth in the beverage industry is expected to maintain this year with contributory benefits accruing to the packaging business of the Company like previous year.

Pursuant to the approval of the Board of Directors at its meeting held on 24<sup>th</sup> April, 2009, the Company has completed its expansion programme at its works at Neemrana, Rajasthan and the new PET Preform line of the Company has started its commercial production on 18<sup>th</sup> February, 2010 and the Closure Line has started its commercial production on 10<sup>th</sup> March, 2010.

#### Textile Business :

The market scenario for the textile industry in the country as a whole remained continuously discouraging, accordingly, the Company remained on the same policy of putting on hold the Textile project.

#### Real Estate Business :

The real estate market of the country has started picking up and to start with in the residential sector. Since your Company owns its interest in commercial land situated at Gurgaon, Haryana, the Company expects finalization of the negotiations with any builder for developing the said land in the last quarter of this year.

### DIVIDEND

Your Directors are pleased to recommend a dividend of Re. 1/- per equity share of face value of Rs. 10/- each for the financial year 2009-10. The dividend, if approved at the ensuing Annual General Meeting will be paid to those shareholders whose name shall appear on the register of members of the Company as on the date of Book Closure.

### FIXED DEPOSITS

During the financial year 2009-10, your Company has not accepted any deposits from the public within the meaning of provisions of Section 58A of the Companies Act, 1956.

### MANAGEMENT DISCUSSION AND ANALYSIS

Your Company has put in efforts to strengthen its place in terms of Country's share for providing packaging range to the soft drinks and other beverages industry by expanding its capacities at Neemrana, Rajasthan by installing a PET Preform Line and a Closure Line.

Your Company continued catering to the packaging needs of Beverages Industry of the country by way of supplying packaging for carbonated soft drinks (CSD), mineral waters, beer and other alcoholic beverages, juices, sauces, ready-to-drink milk products etc. Major chunk of Company's supply remained to Cold Drinks Industry which is growing at about 30-35% per annum and alcoholic beverages industry mainly beer which is growing at a rate of about 15-20% per annum. The Company's vision with regard to new market segments such as fruit juices, milk products, edible oil and other cosmetics items which is slowly moving to packaging items remained the same and your Company is capable of manufacturing of those packaging. Your Company therefore, expects development of new market segments in the years to come.

Due to adverse market scenario of Textile Industry in India, the project undertaken by the Company for setting up of integrated Textile Unit at Distt. Haridwar, Uttarakhand has continued to be kept on hold for the time being.

The real estate market started picking up in the country, therefore, your company expects inking any collaboration agreement with a builder of having track record for the development of commercial land of the Company situated at Gurgaon, Haryana.

## INDUSTRY SECTORS

### PACKAGING

The packaging industry supplying packing solutions to beverages industry are mainly divided into two formats viz., PET Bottles and Glass Bottles.

PET Bottles are also divided into two segments such as Plastic Closures and PET Preforms. Plastic Closures are mainly used in plastic bottles like CSD PET Bottles, mineral water and juices. The requirements of closures with respect to design and quality depend upon the need of the end-user. PET Bottles required by the Beverages Industry are being manufactured & supplied by the Packaging Industry in Preforms shapes and being blown up at the time of filling beverages. Various other end-users have started using plastic bottles as packaging medium. The usage of PET Bottles shows an increasing trend in products like edible oil, personal care products, pharmaceuticals and confectioneries. The usage of PET Bottles in Alcoholic Beverages Industry is also on the rise.

Glass bottles used as a packaging item requires crown caps for closure. Your Company manufactures Crown Caps which are mainly used as metallic closures for various edible items packed in glass bottles e.g. Carbonated Soft Drinks, Beer, Juices, Sauces, Ready-to-drink Milk products etc.

### REAL ESTATE

The Real Estate market is mainly divided into two zones one is the residential and the other is commercial. Your company possesses interest in Commercial land.

### OUTLOOK

#### PACKAGING

The Overall Beverage Packaging Industry is growing at over 30% per annum. The continued trend of shifting customer base from glass bottles to PET Bottles is being seen in a positive note. Extended summers are turning out to be bonuses for the Company for meeting the increased costs of operations. The Company being manufacturing all the three products as a packaging solutions to the Beverage Industry viz., PET Preforms, CSD Closures & Crown Caps, enjoys a respectable market share.

#### Segment Wise/ Product Wise Review

##### CROWN CAPS

The crown market has been continuously recording negative growth due to lesser usage of glass bottles as a packaging item. In order to utilize the excess capacity in the crown segment of the company, your Company is making vigorous efforts to explore the export market. This has recorded in the export sales increase from Rs. 5.22 Crores to Rs. 11 Crores. Efforts are being continued to increase the share of exports further.

However, AMD remained one of the dominant players in the crown caps market during the year under review.

##### PLASTIC CLOSURES

The plastic closure market has continued getting its momentum due to increased usage of PET Bottles. The organized market is still dominated by the CSD but it is expected that other usage will also form significant share of the over all market.

With the expansion of putting up of one line of Closure at Neemrana, Rajasthan, AMD has maintained its market share. The demand of plastic closures will increase in segments where PET Bottles are gaining foothold as packaging media like water, juices, edible oil etc.

##### PET PREFORMS

With the expansion of putting up of one line of Preform, AMD enjoys a respectable market share.

### Risks and Concerns

#### PACKAGING

Continued shifting of customer base from glass bottle to PET Bottles remains a cause for concern for the Crown Division of the Company. Further, increase in raw material cost and pressure on margins have a bearing on the profitability of packaging industry in totality. The Company is likely to be affected by change in governmental policies as it may affect the usage of end products.

However, the Company has established itself as quality supplier to its clients and is accepted as reliable player in the industry thereby not only retaining its base but increasing it as well.

#### Adequacy of Internal Control Systems

The Company has adequate internal control system commensurate with the size of the company. The Company has appointed M/s B.L.Khandelwal & Co., Chartered Accountants, as the Internal Auditor of the Company to carry out the internal audit of the activities of all the divisions of the Company at regular intervals. Their audit reports along with action taken reports thereon are reviewed by the Audit Committee of Directors.

#### Material Development in Terms of Human Resources

Human Resources are considered to be a form of capital and wealth of the Company. It has been the focus of the management to improve and expand the contribution of its human resources towards attainment of organizational goals and values. The growth of the Company and improvement in the systems has been sustained by the active involvement of the employees with the Management. The technical expertise of the Management has been shared with the employees at the works, which keeps them motivated to meet and improvise the set targets.

#### Cautionary Statement

Statement in the Management Discussion & Analysis, describing the Company's objectives, projections and estimates are forward looking statements and progressive within the meaning of applicable laws and regulations.

Actual results may vary from those expressed or implied, depending upon the economic conditions, Government policies and other incidental factors.

### DIRECTORS

Mr. Harswarup Gupta, Executive Director of the Company retires by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 217 (2AA) of the Companies (Amendment) Act, 2000, with respect to Directors responsibility statement, it is hereby confirmed that

- A. In the preparation of Annual Accounts for the financial year 2009-10, the applicable Accounting Standards have been followed along with proper explanations relating to material departures, if any, and that there are no material discrepancies;
- B. The Directors have selected such Accounting Policies and applied them consistently and made prudent judgments & estimates that are reasonable so as to give a true and fair view of the State of Affairs of the Company as at 31st March 2010 and the Profit & Loss A/c of the Company for the accounting year ended on that date;
- C. The Directors have taken proper & 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 & detecting the fraud and other irregularities;
- D. The Directors have prepared the Annual Accounts for the financial year 2009-10, on "going concern basis".

## CORPORATE GOVERNANCE REPORT

A detailed report on the Corporate Governance as required pursuant to Clause 49 of the Listing Agreement forms part of the Annual Report. Certificate from the Auditors of the Company, confirming compliance of conditions of Corporate Governance as stipulated under the Clause 49, is annexed to this Report.

### AUDITORS

The Statutory Auditors of the Company M/s. Suresh & Associates, Chartered Accountants, retire at the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept office of Statutory Auditors, if re-appointed. The Audit Committee and the Board of Directors recommend to the shareholders for their approval the appointment of M/s. Suresh & Associates as the Statutory Auditors of the Company for the financial year 2010-11

### Subsidiary Companies & Consolidated Group Results:

The statement & particulars relating to the company's subsidiaries, AMD Estates & Developers Pvt. Ltd. and Prime Techno Build Private Limited pursuant to section 212 of the Companies Act 1956 are attached to this reports, as an annexure.

As required under the current listing norms, Consolidated Financial Statements are being published in the current year's Annual Report.

### Energy Conservation, Technology Absorption & Foreign Exchange

#### A. Conservation of Energy

Energy conservation, wherever possible, is being implemented. However, continuous efforts to conserve and optimize the use of energy through improved operational methods and other means have always been the Endeavour of the Company to implement.

#### B. Technology Absorption

The Company believes that technological obsolescence is practical reality. Our research and development activities will help us gear for future opportunities. We invest and encourage continuous innovation. Our R&D is always focused to provide unique benefits to our customers and stakeholders by working both proactively and reactively.

#### C. Foreign Exchange Earning & Outgo

During the year under consideration, the Company has used Foreign Exchange equivalent to Rs. 7.04 Lacs (previous year Rs 4.93 lacs) and earned Foreign Exchange equivalent to Rs. 1099.67 Lacs (previous year Rs.521.99 lacs).

### Particulars of Employees

Pursuant to Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, the names and other particular of employees are set out herein:

### Particulars of Employees pursuant to Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975,

#### A. Employed throughout the year and in receipt of remuneration aggregating Rs.24,00,000/- or more per annum

Name	Designation	Qualifications	Remuneration (Rs.)	Experience (Years)	Date of Appointment	Age (Years)	Last Employment held (Employer/ Designation)
1. Sh. Ashok Gupta	Managing Director	B.Sc. (Hons.)	47.80	32	17-12-1983	57	Own business
2. Sh. Harswarup Gupta	Executive Chairman	Graduate	47.78	49	17-12-1983	81	Own business
3. Sh. Adit Gupta	Whole time Director	B.Sc.(Chemical Engg.) & MBA Finance	47.99	11	14-11-2005	31	N.A.

#### B. Employed for the part of the year and in receipt of remuneration aggregating Rs.24,00,000/- or more per annum

Name	Designation	Qualifications	Remuneration (Rs.)	Experience (Years)	Date of Appointment	Age (Years)	Last Employment held (Employer/ Designation)
N.A.							

#### Notes:

- Sh. H.S. Gupta, Shri Ashok Gupta and Sh. Adit Gupta are related to each other.
- None of the Employees except Sh. Harswarup Gupta, Sh. Ashok Gupta, and Sh. Adit Gupta holds more than 2% equity Shares of the Company
- Remuneration includes salary, allowance and monetary value of all perquisites as valued under Income Tax Rules, 1962.
- Nature of Employment in all cases is on contractual basis except in case of Directors, whose terms have been approved by the Shareholders.
- All the employees have adequate experience to discharge the responsibilities assigned to them and their designations are indicative of their nature of duties.

### Acknowledgment

Your Directors take this opportunity to express its sincere appreciation of the cooperation and support extended by the Shareholders, Bankers, Financial Institutions, Government Departments, Regulatory Bodies, Customers and other Business Constituents during the year under review.

Your Directors wish to place on record their appreciation for the committed services of the executives, staff and workers of the Company.

For and on behalf of Board of Directors

Place: New Delhi  
Date: 25<sup>th</sup> May, 2010

Harswarup Gupta  
(Chairman)

## REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement, Report on Corporate Governance is attached and forms part of the Directors Report.

### 1. Company's Philosophy on Code of Corporate Governance

Corporate Governance is an integral part of values, ethics and best business practices followed by the Company. It envisages attainment of highest levels of transparency, accountability and equity in all facets of its operations and in all its interactions with its stakeholders, including shareholders, employees, lenders and the Government. The core values of the Company are:

- Commitment to excellence and customer satisfaction.
- Maximizing long term shareholders worth.
- Socially valued enterprise and
- Caring for people and environment.

### 2. Board of Directors

The Board of Directors of the Company comprised of six Directors out of which three Directors are Independent Directors. Composition of the Board and category of Directors are as follows:

#### I Composition of the Board

S.No.	Name of Director	Designation	Category
1.	Mr. Harswarup Gupta	Chairman	Executive Director
2.	Mr. Ashok Gupta	Managing Director	Executive Director
3.	Mr. Adit Gupta	Wholetime Director	Executive Director
4.	Mr. Mahipal Ahluwalia	Independent Director	Non-Executive Director
5.	Mr. Seshadri Ratnam	Independent Director	Non-Executive Director
6.	Mr. Prabhat Krishna	Independent Director	Non-Executive Director

#### II Attendance of Directors at Board Meetings, last Annual General Meeting and number of other Directorships and Chairmanships/Memberships of Committees of each Director in various companies

Name of Director	Attendance of meetings during 2009 - 10		Number of other Directorships in other Public Companies as on 31.03.2010	Number of Memberships/Chairmanships of Committees of other Companies
	Board Meeting	Last AGM		
Mr. Harswarup Gupta	3	Yes	1	Nil
Mr. Ashok Gupta	4	Yes	1	Nil
Mr. Adit Gupta	4	No	1	Nil
Mr. Mahipal Ahluwalia	5	Yes	0	Nil
Mr. Seshadri Ratnam	5	Yes	0	Nil
Mr. Prabhat Krishna	4	Yes	1	Nil

#### III Details of the meetings of the Board of Directors of the Company held during 2009-10.

S.No.	Date of Board Meeting	Total Strength of Board	No. of Directors Present at the Meeting
1.	24-04-2009	5	5
2.	30-06-2009	6	6
3.	28-07-2009	6	5
4.	29-10-2009	6	5
5.	28-01-2010	6	4

#### IV. Code of Conduct

The "Code of Conduct" is already circulated and posted on the Company's website. The persons concerned have given their declarations for compliance for the financial year ended 31<sup>st</sup> March, 2010.

### 2. Audit Committee

Pursuant to terms of reference as prescribed under Clause 49 and Section 292A of the Companies Act, 1956, the Audit Committee of the Company has been duly constituted. The terms of reference, *inter alia*, include the Company's financial reporting process, disclosures of all the information to ensure that the financial statements are correct, sufficient and credible, reviewing annual and quarterly statement before submission to the Board and reviewing the adequacy of internal control systems with the management, the external and the internal Auditor.

The Audit committee reviews with management and also with the statutory and internal auditors, all aspects of the financial results, effectiveness of internal audit / processes, taxation matters and other key areas. The audit committee also recommends the appointments and remuneration of the internal auditors and statutory auditors to the Board considering independence and effectiveness.

## I. Composition of Audit Committee

S.No.	Name of Member	Designation in Committee	Designation in Company
1.	Mr. S. Ratnam	Chairman	Independent director
2.	Mr. Mahipal Ahluwalia	Member	Independent director
3.	Mr. Adit Gupta	Member	Whole time Director
4.	Mr. Prabhat Krishna	Member	Independent Director

## II Details of Audit Committee meetings

S.No.	Date of Board Meeting	Total Strength of the Committee	No. of Members Present
1.	24-04-2009	3	3
2.	28-07-2009	4	4
3.	29-10-2009	4	4
4.	28-01-2010	4	3

## 4. Remuneration Committee:

### I. Terms of reference of the Remuneration Committee

- The committee shall consider, discuss and recommend to the Board of Directors the remuneration payable to Directors of the Company.
- The Committee shall have a power to review the remuneration payable to Directors of the Company as and when considered necessary in line with financial health of the Company vis-à-vis contribution made by them.
- To perform or dispose of such other acts or obligations as may be referred or directed to it by the Board of Director of the Company.

### II. Details of Composition of Remuneration Committee

S. No	Name of Member	Designation in Committee	Designation in Company
1	Mr. S. Ratnam	Chairman	Independent Director
2	Mr. M. P. Ahluwalia	Member	Independent Director
3	Mr. Prabhat Krishna	Member	Independent Director

### III. Meeting and attendance in the Remuneration Committee Meeting during the year

S.No.	Date of the Meeting	Total Strength of the Committee	No. of Members present
1	30-06-2009	3	3

### IV. Remuneration Policy

The remuneration policy of the Company subject to Section 198, 309 and the provisions of Schedule XIII of the Companies Act, 1956, is based on the rewarding criteria where by each of the Director's remuneration is determined according to its performance and contribution in the growth and financial performance of the Company. The present industrial trends and precedence are also considered while determining the Remuneration.

### V. Following are the details of remuneration payable

Remuneration paid to Managing / Executive / Wholetime Director of the Company are being paid as per terms of their appointments, the detail of remuneration payable is stated herein below:

S.No.	Name	Designation	Salaries & Allowance (Rs. In Lacs )	Other Benefits (Rs. In Lacs )	Total (Rs. In Lacs)
1.	Mr. Ashok Gupta	Managing Director	40.05	7.76	47.81
2.	Mr. Harswarup Gupta	Chairman	37.69	10.09	47.78
3.	Mr. Adit Gupta	Wholetime Director	36.00	11.99	47.99

The Independent Directors are being paid a sitting fee of Rs. 11,000/- for attending each Board and Committee Meetings thereof. Sitting fees paid to the Independent Directors during the financial year 2009-10 is detailed below:

S.No.	Name of the Independent Director	Sitting fees paid(Rs. In Lacs)
1.	Mr. M.P. Ahluwalia	0.55
2.	Mr. S. Ratnam	0.55
3.	Mr. Prabhat Krishna	0.44



## 5. Shareholders / Investors Grievances Committee

### I. Details of Composition of Shareholders / Investors Grievance Committee

S. No	Name of Member	Designation in Committee	Designation in Company
1	Mr. M. P. Ahluwalia	Chairman	Independent Director
2	Mr. Ashok Gupta	Member	Managing Director
3.	Mr. Seshadri Ratnam	Member	Independent Director
4.	Mr. Prabhat Krishna	Member	Independent Director

### II. The name of Compliance Officer:

Sh. Raj Kumar Gupta, Company Secretary is the Compliance Officer of the Company.

### III. Number of Shareholders complaints received during the financial year 2009-10.

Category	Complaints Received	Number of Complaints Resolved	Complaints Pending
Non receipt of R. O/ Allot. Advice	0	0	NIL
Non Receipt of Credit	0	0	NIL
Non receipt of Dividend Warrant	1	1	NIL
<b>Total</b>	<b>1</b>	<b>1</b>	<b>NIL</b>

## 6. Management Committee

For transactions of routine business nature requiring the approval of the Board, the Board of Directors constituted a Committee under nomenclature, "Management Committee" to have speedy approval system. The following members of the Board have been nominated as the Chairman/ Member of the said Committee.

1. Mr. Harswarup Gupta Chairman
2. Mr. Ashok Gupta Member
3. Mr. Adit Gupta Member

The Committee shall meet as and when some business of routine nature is required to be approved. Mr. R.K. Gupta shall act as Secretary to the Committee.

## 7. General Body Meetings

### I. Details of last three Annual General Meetings

Date of Meeting	Place	Time	Details of Special Resolution Passed therein
10-09-2007	Daffodils Hotels, Tania Farms Complex, Chatterpur Mandir Road, Satbari Village, New Delhi- 30	10.00 AM	Nil
26-09-2008	Daffodils Hotels, Tania Farms Complex, Chatterpur Mandir Road, Satbari Village, New Delhi- 30	10.30 AM	Nil
23-09-2009	Daffodils Hotels, Tania Farms Complex, Chatterpur Mandir Road, Satbari Village, New Delhi- 30	10.30 AM	<ol style="list-style-type: none"> <li>1. Re-appointment of Mr. Ashok Gupta, Managing Director of the Company for a further period of 3 years</li> <li>2. Re-appointment of Mr. Harswarup Gupta, Executive Chairman of the Company for a further period of 3 years</li> <li>3. Re-appointment of Mr. Adit Gupta as Whole Time Director of the Company for a further period of 3 years</li> <li>4. Appointment of Ms. Vidhi Gupta as Manager – Business Development u/s 314(1) of the Act.</li> </ol>

### II. Postal Ballot

The Company did not pass any resolution through Postal Ballot during 2009-10.

## 8. Disclosures

- a. Related party transactions have been suitably disclosed in the Notes to the Accounts in compliance to Accounting Standards issued by the Institute of Chartered Accountants of India. However, there are no materially significant related party transactions which have potential conflict with the interests of the Company at large.
- b. During the last three financial years there was no penalty, restrictions of any kind and of any nature, has been imposed by the SEBI, Stock Exchange or any other Statutory Body relating to Capital Market.
- c. Whistle Blower Policy: However, there is no specific Whistle Blower Policy laid down in the organization, but the Management always encourages the Employees of the Company, to detect any actual or suspected fraud, unethical behavior, and be notified the same to the management for its suitable resolution/rectification. There was no incidence highlighted during the financial year 2009-10 within the framework of such encouragement.
- d. Following are the Details of Compliance of Mandatory and Non Mandatory Requirements of Corporate Governance:

## I. Mandatory Requirement

The Company is fully compliant with the applicable mandatory requirements of the revised Clause 49 which are listed below:

Particulars	Clauses of Listing agreement	Compliance Status Yes/No
<b>I. Board of Directors</b>	49 I	
(A) Composition of Board	49 (IA)	Yes
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes
(C) Other provisions as to Board and Committees	49 (IC)	Yes
(D) Code of Conduct	49 (ID)	Yes
<b>II. Audit Committee</b>	49 (II)	
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes
(B) Meeting of Audit Committee	49 (IIB)	Yes
(C) Powers of Audit Committee	49 (IIC)	Yes
(D) Role of Audit Committee	49 II(D)	Yes
(E) Review of Information by Audit Committee	49 (IIE)	Yes
<b>III. Subsidiary Companies</b>	49 (III)	Yes
<b>IV. Disclosures</b>	49 (IV)	
(A) Basis of related party transactions	49 (IV A)	Yes
(B) Disclosures of accounting treatment	49 (IV B)	Yes
(C) Board Disclosures – Risk Management	49 (IV C)	Yes
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes
(D) Remuneration of Directors	49 (IV E)	Yes
(E) Management	49 (IV F)	Yes
(F) Shareholders	49 (IV G)	Yes
<b>V. CEO/CFO Certification</b>	49 (V)	Yes
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes
<b>VII. Compliance</b>	49 (VII)	Yes

## II. Non-Mandatory Requirement

- Pursuant to provisions of Schedule XIII of the Companies Act, 1956, the Company has constituted a Remuneration Committee which is a non mandatory requirement under the Clause 49 of the Listing Agreement.

### Profile of Directors

#### Mr. H. S. Gupta

Aged about 81 years is one of the founder promoters and Directors of the company. He has been associated with the packaging industry for more than 49 years. He started his new glass bottles trading business in Calcutta in the year 1958 in name and style of Ashoka Sales Agency. He is the Executive Chairman of **AMD**. Mr. Harswarup Gupta is also running a charitable trust viz. **Shakuntala Gupta Trust** which is established for philanthropic activities. The Trust runs a high school at Village Kakore, Distt. Bulandshahar, Uttar Pradesh.

#### Mr. Ashok Gupta

Aged about 57 years is son of Shri Harswarup Gupta and Managing Director of AMD Industries Limited. Mr. Ashok Gupta is a Bachelor of Science and enriched with an experience of more than 32 years in Industrial and Commercial activities. He commenced business in the year 1974 by setting up a unit under the name and style of Shyam Industries to manufacture pilfer proof Aluminum caps mainly used by liquor industry.

Mr. Ashok Gupta has traveled widely and has attended many prestigious seminars and exhibitions in India and abroad including Inter Pack and Metpack Dusserdolf, Germany, Pet Exhibition- Munich. He also participated as a Guest Speaker on the subject "The Growing Trends of Pet Industry in Asia Pacific Market" organized in Germany by PET PLANET, one of the World's most read PET magazines. He also attended textile exhibition in Singapore held in October 2005. Mr. Ashok Gupta looks after the day-to-day operations of the Company since its inception. He is a founder promoter and Managing Director of the Company.

#### Mr. Adit Gupta

Aged about 31 years is the son of Shri Ashok Gupta. He has completed his B.Sc. in Chemical Engineering stream from Virginia, USA and MBA (Finance) from Boston, USA. Mr. Adit Gupta has been involved in business development and promotion function of AMD Industries Ltd. since 1999. In the year 1999 he underwent a training course at **Sacmi, Italy** to get first hand experience of beverage packaging trends and know-how in plastics and crowns manufacturing. He has joined the Board of AMD Industries Limited on 14-11-2005 as the Director of the Company & further subsequently appointed as Whole Time Director w.e.f 14-06-2006

Mr. Adit Gupta was actively involved as a team leader for implementation of Company's expansion and diversification projects of PET and Plastic closures in the year 2002 and 2003. He later went to Boston for his MBA degree course and during that MBA program he attended Kortec Seminar. Kortec is a leading technology company is Barrier PET Preforms for Beer operations. He is one of the promoter directors of the company and looks after business development function of the company.

#### Mr. Mahipal Ahluwalia

Mr. Mahipal Ahluwalia is a Lawyer and having more than 32 years of experience in handling Legal cases both in High Court as well as in Supreme Court. He is Non-Executive Independent Director of the company.

#### Mr. Seshadri Ratnam

Mr. Seshadri Ratnam is a B.Sc. (Hons) (Physics) and FCA from the Institute of Chartered Accountants of England & Wales, London, U.K. He has over 37 years of experience in the field of Corporate Laws, Finance and Taxation. He has also been involved in financial consultancies relating to fund raising through GDRs, IPOs and also through agencies like ADB, World Bank etc. He was Director Finance of Uttaranchal Jal Vidyut Nigam Limited. He has also worked in the capacity of Director Finance of Bharti Telecom.

#### Mr. Prabhat Krishna

Mr. Prabhat Krishna aged about 63 years, Mr. Prabhat Krishna is a retired banker from State Bank of India. He is B. Tech (Chem) from IIT, New Delhi. He started his career with a Chemical Consultancy firm. He joined SBI as Probationary Officer in 1973. He kept on moving on different position within the Bank and handled Corporate Account with a minimum limit of Rs.50 Crores & above. Mr. Prabhat Krishna worked with the Bank for 35 years and retired in November 2007.

## 8. Means of Communication

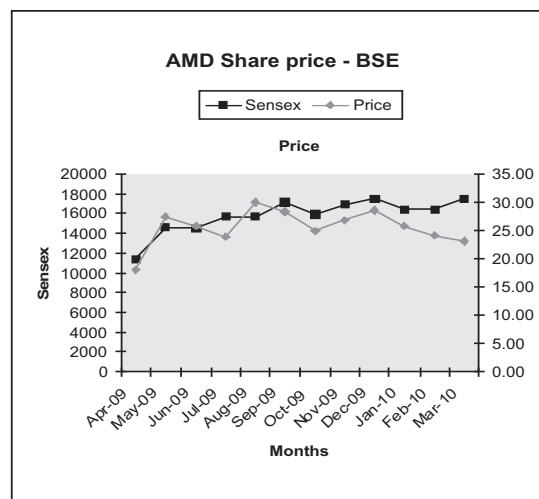
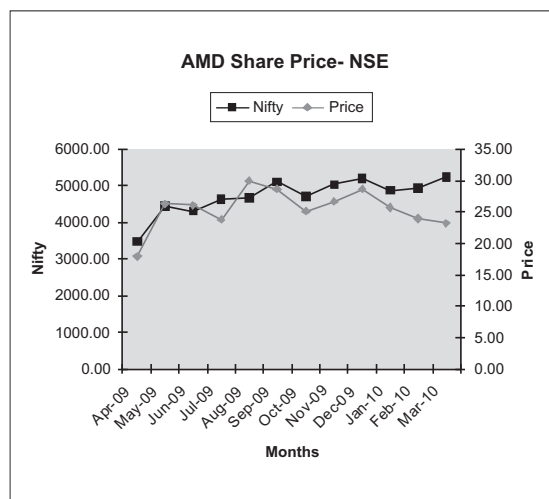
- i. In terms of requirements of Clause 41 of the Listing Agreement the Quarterly/ Annual Financial Results of the Company are being published in newspapers and are also being displayed on the Website of the Company i.e. [www.amdindustries.com](http://www.amdindustries.com).
- ii. The Quarterly/Annual Financial Results of the Company are being published normally in the following newspapers:
  1. Vir Arjun, Delhi
  2. Pioneer, Delhi
  3. Business Standard, Delhi.

## 9. General Shareholders Information

- a. **Annual General Meeting details:-**
  1. Date : 24<sup>th</sup> September 2010
  2. Time : 10:30 A.M.
  3. Venue : Daffodils Hotels, Tania Farms Complex, Chattarpur  
Mandir Road, Satbari Village, New Delhi-110030.
- b. **Financial Year:** 2009-2010 (ended on 31<sup>st</sup> March 2010).
- c. **Book Closure Date:** 22.09.2010 (Wednesday) to 24.09.2010(Friday) (Both days- inclusive).
- d. **Shares of Company are listed on:-**
  - a. National Stock Exchange (NSE) and
  - b. Bombay Stock Exchange (BSE)
- e. **Stock Code:** 532828 – BSE  
AMDIND – NSE
- f. **The monthly high and low stock price during the financial year 2009-10 is under.**

Month	BSE Price		NSE Price	
	High Price (in Rs.)	Low Price (in Rs.)	High Price (in Rs.)	Low Price (in Rs.)
Apr-09	20.85	17.05	20.30	16.05
May-09	27.70	17.00	29.00	16.25
Jun-09	31.65	24.10	32.45	24.00
Jul-09	29.00	22.00	30.00	22.25
Aug-09	33.90	20.00	34.00	22.20
Sep-09	32.00	26.10	30.90	25.25
Oct-09	30.45	25.00	30.20	24.05
Nov-09	28.20	22.50	29.40	22.70
Dec-09	33.70	26.15	34.10	25.70
Jan-10	44.00	24.30	43.85	24.30
Feb-10	28.65	23.20	28.70	23.10
Mar-10	31.00	22.70	27.00	22.70

## g. Comparison of share of Company with indices





**h. Registrar and Share Transfer Agent:**

Bigshare Services Private Limited  
E-2/3, Ansa Industrial Estate,  
Saki Naka Mumbai-400072  
Phone #91-22-28470652  
Fax # 91-22-28525207.

**i. Share Transfer System:**

Company's shares are being transferable both in Demat & Physical mode. The transfers of shares in case of dematerialised form are being conducted through Depository Participants (DP). For the transfer of physical shares Company's Registrar at above mentioned address is to be contacted. Further to expedite the process of transfer of physical shares, the Company has authorized the Officials of the Company in compliance with Clause 49 of the Listing Agreement.

**j. Distribution of share holding (as on 31<sup>st</sup> March 2010)**

S. No.	Range	Total Holders	% of Total Holders	Total Holding	% of Total Capital
1	Up to 5000	13762	98.66648	4321774	22.54829
2	5001-10000	95	0.68110	661412	3.45083
3	10001-20000	45	0.32263	625870	3.26539
4	20001-30000	19	0.13622	460709	2.40369
5	30001-40000	5	0.03585	181632	0.94764
6	40001-50000	3	0.02151	138047	0.72024
7	50001-100000	10	0.07169	722541	3.76976
8	100001 And Above	9	0.06453	12054764	62.89415
	<b>Total</b>	<b>13,948</b>	<b>100.00</b>	<b>1,91,66,749</b>	<b>100.00</b>

**k. Statement showing Shareholding Pattern as on 31st March 2010**

Category Code	Category of Shareholder	Total No. of Shares	Total % Shareholding
<b>A</b>	<b>Shareholding of Promoter and promoter group</b>		
1	Indian	11186705	58.37
2	Foreign	0	0
	<b>Total (A)</b>	<b>11186705</b>	<b>58.37</b>
<b>B</b>	<b>Public Shareholdings</b>		
1.	Institutions	0.00	0.00
2.	Non - Institutions	7980044	41.63
	<b>Total (B)</b>	<b>7980044</b>	<b>41.63</b>
<b>C</b>	<b>Shares held by custodians and against which Depository Receipts have been issued</b>	<b>0</b>	<b>0</b>
	<b>Grand Total (A+B+C)</b>	<b>19,166,749</b>	<b>100.00</b>

**l. Dematerialization and liquidity of share (as on 31<sup>st</sup> March 2010)**

As on 31<sup>st</sup> March, 2010, **99.53%** shares of the Company were held in dematerialized form.

None of the shares of the Company are Locked-in.

**m. Plant Locations.**

S. No.	Plant Location	Product
1	C-4 & 5, Site No. 3, Meerut Road Indl. Area, Ghaziabad, U.P. 201001.	CSD Closures and PET Preforms
2	SP- 32 RIICO Industrial Area, Neemrana, (Rajasthan)	Crown Caps, CSD Closures and PET Preforms
3	C-10, Site-3, Meerut Road, Industrial Area, Ghaziabad, U.P. 201001.	Crown Caps

**n. Address for correspondence:**

**AMD Industries Limited**  
18, First Floor, Pusa Road,  
Karol Bagh, New Delhi 110005  
E-mail:amdgroup@amdindustries.com.

For and on behalf of Board of Directors

Place: New Delhi  
Date 25<sup>th</sup> May 2010

Ashok Gupta  
Managing Director

## AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members,

**AMD Industries Limited**

We have examined the compliance of the conditions of Corporate Governance by AMD Industries Limited, for the Financial Year ended on 31<sup>st</sup> March 2010, as stipulated in Clause 49 of the Listing Agreement of the said company with the stock exchange(s).

The compliance of conditions of corporate governance is the responsibility of the Management of the Company. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on financial statements of the Company.

In our opinion and to best of our information and according to the explanations given to us, and the representations made by the Directors and the Management of the Company, we certify that the Company has complied with the conditions of corporate governance in the listing Agreement with Stock Exchanges.

We state that in respect of investor's grievances received during the year ended on March 31<sup>st</sup>, 2010, no investor grievances is pending for a period exceeding one month against the company as per records maintained by the company.

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

For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

(CANARENDRA ARORA)

PARTNER

M No. 088256

FRN: 003316N

Date: 25th May, 2010

Place: New Delhi.

## SECRETARIAL AUDIT REPORT For the year ended 31st March, 2010

To

The Board of Directors  
AMD Industries Limited  
18, First Floor, Pusa Road  
Karol Bagh, New Delhi 110005

Sub: Secretarial Audit Report in respect of the Secretarial Audit conducted on the various compliances made by the Company during period ended on 31<sup>st</sup> March, 2010.

Dear Sirs,

Pursuant to our appointment as the Secretarial Auditor of the Company for conducting a detailed secretarial audit in respect of various compliances made by the Company under the Companies Act, 1956, The Depositories Act, 1996, SEBI Act, 1992, SEBI (Substantial Acquisition of Shares & Takeover) Guidelines, 1997, SEBI (Prohibition of Insider Trading) Regulations, 1992, The Securities Contract Regulation Act, 1956 and the Listing Agreement entered into by the Company with the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange (NSE) covering therein the period commencing from 01.04.2009 and ending on 31.3.2010, we hereby report as under:

We have examined the various registers, records, books and papers as required to be maintained and filed by the Company under the above mentioned enactments, rules, regulations and procedures prescribed thereunder and we have also examined the information and explanations given to us by the Management and the Compliance Officer of the Company, and pursuant thereto our report has been segregated in two parts, one covering the report on the compliances made by the Company under the Companies Act, 1956 and the second covering the report on the compliances made by the Company under SEBI Act and various Guidelines prescribed thereunder, SCRA, Depositories Act and the Listing Agreement, which is given as under:

### I. Report on the Compliances made by the Company under the Companies Act, 1956 and rules and Regulations prescribed thereunder:

We have perused that the Company has complied with the provisions of Companies Act, 1956, Rules & Regulations made thereunder and the Memorandum & Articles of Association of the Company with regard to:

- Maintenance of various Statutory Registers and filing of forms & returns with necessary attachments with the Registrar of Companies.
- Constitution of proper Board, due Compliances & Disclosures by the Members of the Board to the Company and to the Authorities prescribed wherever required, conducting of Board Meetings by serving appropriate notices within the time prescribed, conducting of meetings of the shareholders within the time prescribed by serving appropriate and timely notices, recording and signing of Minutes of the Board Meetings and the Shareholders Meetings within the time prescribed, appointment, reappointment, rotation of Directors including Managing Director and the Whole Time Directors and payment of remuneration within the prescribed ceilings.

- The appointment and the reappointment of Auditors of the Company and the payment of remuneration to the Auditors of the Company.
- Transfer of Company's Shares, Declaration & payment of dividend to the shareholders of the Company.
- Borrowings from the Banks and/or financial institutions and registration, modification and satisfaction of charges thereof, inter corporate loans, investments, guarantees, affixation of Common Seal of the Company, publication of name of the Company.
- Generally, all other applicable provisions of the Act, Rules & Regulations made thereunder.

### II. Report on the Compliances made by the Company under the SEBI Act, various Guidelines prescribed thereunder, SCRA, Depositories Act and the Listing Agreement:

We have perused that the Company is regular in compliances to the made as prescribed under the provisions of SEBI Act, various Guidelines prescribed thereunder, SCRA, Depositories Act and the Listing Agreement which are reported as under:

- The Company has complied with the provisions of Depositories Act, Bye-laws framed thereunder with regard to dematerialization/rematerialisation of securities and reconciliation of records of dematerialized securities.
- The Company has complied with the requirements as prescribed under the Listing Agreement entered into by the Company with the BSE and the NSE. The Company is regular in getting its various notices & financial results required to be published in Hindi and English newspapers, however, the same were being published in English language in the Hindi Newspaper and on our advise the Company has started publishing in Hindi language.
- The Company has complied with the provisions of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 1997.
- Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 1992, in terms of explanations, none of the employees of the company traded any shares during share trading window closure during year under review and the Company has adopted the Code of Internal Procedure and Conduct as prescribed duly approved by the Management Committee of the Company.

**For AGG & Associates  
Company Secretaries  
Amar Gopal Gambhir**

Place : New Delhi  
Dated: 27th July, 2010

**Practicing Company Secretary  
FCS : 3668, CP:3653**



## Statement Pursuant to Section 212 (1) (e) of the Companies Act, 1956, relating to Company's Interest in Subsidiary Companies for the Financial Year 2009-2010

The net aggregate amount of profit/(losses) so far as it concerns the members of Holding Company

Sr. No.	Name of the Subsidiary Company	Financial year / period ending of the Subsidiary	Date from which they became Subsidiary Companies	Holding Company's Interest Number of shares held (Equity Shares of Rs. 10 each stated otherwise)	Extent of Holding	a. Not dealt with in the Holding Company Accounts			Dealt with in the Holding Company Accounts	
						i) For the Financial Year ended 31st March 2010	ii) For the previous financial year of the Subsidiary Companies since they become Holding Company's subsidiaries	i) For the Financial Year ended 31st March 2010	ii) For the previous financial year of the Subsidiary Companies since they become Holding Company's subsidiaries	
1.	AMD Estates & Developers Pvt. Ltd.	31st March, 10	04-07-2006	52,00,000 Equity shares of face value of Rs. 10/- each fully paid up	52%	(1,754,787.35)	(2,765,391.78)	Nil	Nil	
2.	Prime Techno Build Pvt. Ltd.	31st March, 10	21-02-2007	10,000 Equity shares of Rs. 10/- each fully paid up	100% Held by subst. of AMD Industries	(20,033.00)	(12,364.00)	Nil	Nil	

## Details of Subsidiary Company

Sr. no. Particulars		AMD Estates & Developers Pvt Ltd		Prime Technobuild Pvt. Ltd.	
1	Share Capital		10,00,00,000		100000.00
2	Reserve & Surplus		Nil		Nil
3	Total Assets		767495757.17		47587783.00
4	Total Liabilities		767495757.17		47587783.00
5	Investments		100000		Nil
6	Revenue		190192		Nil
7	Profit Before taxation		(1763450.35)		(20033.00)
8	Provision for Taxation		Nil		Nil
9	Profit after tax		(1754787.35)		(20033.00)
10	Proposed Dividend		Nil		Nil

For and on behalf of Board of Directors

Date: 25th May, 2010  
Place: New Delhi

S/d  
Harswarup Gupta  
Chairman

## AUDITOR'S REPORT

To  
The Members of  
M/s.AMD INDUSTRIES LIMITED

1. We have audited the attached Balance Sheet of AMD INDUSTRIES LIMITED as at 31<sup>st</sup> March, 2010, Profit and Loss Account and also 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 have conducted audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to 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 purpose 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 31<sup>st</sup> March, 2010, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31<sup>st</sup> 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 ;
  - (vi) In our opinion and to the best of our information and according to the explanations given to us, 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:
    - (a) in the case of the balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2010 and
    - (b) in the case of the Profit and Loss Account, of the profit for the year ended on that date.
    - (c) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

(CANARENDRA ARORA)  
PARTNER  
M No. 088256  
FRN: 003316N

Date: 25th May, 2010  
Place: New Delhi.

## ANNEXURE TO AUDITOR'S REPORT

### Referred to Paragraph 3 of our report of even date attached

- (I) a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- b) Some of the fixed assets of the company have been physically verified during the year by the management in accordance with program of verification, which in our opinion provide for physical verification of all the fixed assets at reasonable intervals. According to information and explanation given to us, no material discrepancies has been noticed on such verification.
- c) No fixed assets have been disposed off during the year which may affect the going concern concept.
- (ii) a&b) As explained to us, the inventory has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable considering size and nature of the business.
- c) In our opinion and according to information and explanation given to us, the procedure of physical verification of inventory, followed by the management, are reasonable and adequate. No serious discrepancies have been noticed in physical verification.
- (iii) a) The company has taken secured or unsecured loans from the entities, listed in the register maintained under section 301 of the Companies Act, 1956.
- b) The rate of interest and other terms and conditions of loans are not prejudicial to the interest of the company.
- c) As per information given to us, the repayment of principal amount and interest are regular.
- d) There has not been any instance of overdue exceeding rupees one lac during the year.
- (iv) In our opinion and according to information and explanation given to us, there are adequate internal control procedures commensurate with the size and nature of the company for purchase of inventory and fixed assets and sale of goods. There is no continuing failure to correct major weakness in internal control.
- (v) a) According to the information and explanation given to us, the company has entered into transaction pursuance of contract or arrangement entered in register maintained under section 301 of the Companies Act, 1956.
- b) In our opinion and as per information given to us, such transactions are made at prevailing market price.
- (vi) In our opinion and explanation given to us, the company has not accepted any public deposit and the directives issued by the RBI and the provisions of 58A and 58AA of the Act and rules framed there under, wherever applicable, have been complied with.
- (vii) In our opinion, the company has an internal audit system commensurate with its size and nature of business.
- (viii) The maintenance of the cost record have not been prescribed by the Central Government under section 209(1)(d) of Companies Act, 1956 to the company.





- (ix) a) According to books of accounts examined by us and explanation given to us company is generally regular in depositing undisputed statutory dues and there are no undisputed statutory dues payable in respect of PF, ESI, Income Tax, Sales Tax, Wealth Tax Custom Duty, Excise Duty, Cess and other statutory dues which are outstanding as at 31<sup>st</sup> March, 2010 for the period of more than 6 months from the date they became payable.
- b) According to information given to us certain dues of sales Tax/Income-tax/custom duty/wealth tax/excise duty/cess have not been deposited by the company on account of dispute pending before concerned authority details of such dues are given below.

S.No.	Period of demand	Amount Involved	Particulars of demand	Appeal Pending Before
1	A.Y.1999-00 to 2006-07	9,50,962/-	Local Sale tax raised by UP trade tax Authorities	Supreme Court
2	A.Y.1999-00 to 2006-07	31,18,745/-	Central Sale tax raised by UP trade tax Authorities	Supreme Court
3	A.Y. 2001-02	95,098/-	Local sale tax demand arise due to non-submission of export certificate raised by UP trade tax Authorities	Jt. Commissioner Appeal (trade Tax)-III, Ghaziabad
4	A.Y. 2002-03	2,61,414/-	Local sale tax demand arise due to non-submission of export certificate raised by UP trade tax Authorities	Jt. Commissioner Appeal (trade Tax)-III, Ghaziabad
5	F.Y. 2001-02	19,07,102/-	Entry tax raised by UP trade tax Authorities	Jt. Commissioner Appeal (trade Tax)-III, Ghaziabad
6	F.Y. 2002-03	11,40,297/-	Entry tax raised by UP trade tax Authorities	Jt. Commissioner Appeal (trade Tax)-III, Ghaziabad
7	21.01.2004 to 31.03.2007	18,58,040/-	Entry tax on HSD & LDO raised by UP State Govt.	Allahbad High Court
8	2001-2002	2,00,000/-	Labour Dispute	Labour Court-I, Ghaziabad
9	F Y 2005-06	4,74,111/-	Sales Tax Demand raised by UP trade tax Authorities	Commissioner Appeal (trade Tax)-I, Ghaziabad
10	F.Y. 2007-2008	30,740/-	Service Tax demand and Penalty raised by UP trade tax Authorities	Jt. Commissioner Appeal (trade Tax)-III, Ghaziabad

- (x) There are no accumulated losses of the company. The company has also not incurred any cash losses during the financial year and nor in immediately proceeding financial year.
- (xi) As per explanation and information provided to us company has not defaulted in repayment of dues to a financial institution or banks.
- (xii) The company has not granted loan and advances on basis of security by way of pledged of shares, debentures, other securities.
- (xiii) Provisions of clause (xiii) are not applicable to the company.
- (xiv) As per information given to us company is not dealing or trading in shares, securities, debentures and other investments.
- (xv) In our opinion and according to the information and explanations given to us, the terms and conditions on which the Company has given guarantee for loans taken by others from banks or financial institutions are not prime-facie prejudicial to the interest of the Company.
- (xvi) To the best of our knowledge & belief and according to information given to us term loan availed by company were prima facie applied by company during the year for the purpose for which they were obtained
- (xvii) As per information & explanation given to us and overall examination of balance sheet of the company we report that funds raised on short-term basis have prima facie not been used for long-term investment and vice versa.
- (xviii) As per information and explanation given to us the company has not made preferential allotment of shares to parties and companies covered in register maintained under section 301 of the Companies Act.
- (xix) As per information & explanation given to us the company has not issued any debentures and no security has been created against the debenture.
- (xx) During the year, company has not raised money by way public issue of equity shares.
- (xxi) As per information & explanation given to us no fraud has been noticed or reported during the year.

For SURESH & ASSOCIATES.  
CHARTERED ACCOUNTANTS.

(CA NARENDRA ARORA)  
PARTNER  
M No. 088256  
FRN:003316N

DATE : 25th May, 2010  
PLACE : NEW DELHI.



# AMD Industries Limited



## BALANCE SHEET AS AT 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	As at 31-03-2010		As at 31-03-2009	
		AMOUNT	AMOUNT	AMOUNT	AMOUNT
<b>SOURCES OF FUNDS</b>					
<b>SHARE HOLDERS' FUND</b>					
Share Capital	1	191,667,490		191,667,490	
Reserves & Surplus	2	889,091,706	1,080,759,196	846,077,019	1,037,744,509
<b>LOAN FUNDS</b>					
Secured Loans	3	682,239,248		450,384,579	
Unsecured Loans	4	25,657,184	707,896,432	24,762,586	475,147,165
Deferred Tax Liability			80,339,004		64,194,429
<b>TOTAL</b>			<b>1,868,994,632</b>		<b>1,577,086,103</b>
<b>APPLICATIONS OF FUNDS</b>					
Fixed Assets	5				
Gross Block		1,204,435,246		896,078,378	
Less : Depreciation		283,803,234	920,632,012	229,766,957	666,311,421
<b>INVESTMENTS</b>	6		55,531,986		56,123,816
<b>CURRENT ASSETS, LOANS AND ADVANCES</b>					
Inventories	7	306,132,709		215,687,554	
Sundry Debtors	8	203,777,227		206,495,257	
Cash and Bank Balances	9	59,058,070		20,418,973	
Loans and Advances	10	812,639,686		658,031,229	
		1,381,607,692		1,100,633,013	
<b>LESS: CURRENT LIABILITIES AND PROVISIONS</b>	11	488,972,158	892,635,534	247,287,247	853,345,766
<b>MISCELLANEOUS EXPENDITURE</b>					
(To the extent not written off or adjusted)	12		195,100		1,305,100
<b>TOTAL</b>			<b>1,868,994,632</b>		<b>1,577,086,103</b>
<b>Notes on Accounts</b>	22				

### AUDITOR'S REPORT

As per our separate report of even date attached  
For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA NARENDRA ARORA]  
PARTNER  
Membership No. 088256  
FRN No. 003316N

(Ashok Gupta)  
Managing Director

(Mahipal Ahluwalia)  
Director

DATE : 25th May, 2010  
PLACE: DELHI

# AMD Industries Limited



## PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	Sch. No.	Year Ended 31-03-2010	Year Ended 31-03-2009
<b>INCOME</b>			
Sales	13	1,017,314,891	803,068,523
Job Work		94,871,792	92,239,582
Other Income	14	56,920,669	38,761,438
Increase/(Decrease) in Closing Stock	15	13,098,919	432,440
		<b>1,182,206,271</b>	<b>934,501,983</b>
<b>EXPENDITURE</b>			
Cost of Material Consumed	16	698,195,952	526,248,948
Cost of Goods Sold - Trading Goods	17	-	15,051,472
Manufacturing Expenses	18	110,483,029	93,922,027
Office and Administrative Expenses	19	74,337,677	57,789,947
Financial Expenses	20	82,190,548	79,686,503
Selling and Distribution Expenses	21	52,864,787	43,975,899
Miscellaneous Expenditure Written off		1,161,685	266,182
		<b>1,019,233,678</b>	<b>816,940,978</b>
<b>Profit / (Loss) before Depreciation and Taxation</b>		<b>162,972,593</b>	<b>117,561,005</b>
Depreciation		54,959,160	47,873,402
<b>Profit / (Loss) before Taxation</b>		<b>108,013,433</b>	<b>69,687,603</b>
Provision for Taxation		28,543,000	17,935,000
Provision for Deferred Tax		16,144,575	17,918,497
Excess Provision for Income Tax of earlier years		(2,112,967)	(101,033)
<b>Net Profit after Taxation Available for Appropriation</b>		<b>65,438,825</b>	<b>33,935,139</b>
Proposed Dividend		19,166,749	19,166,749
Provision for Tax on Proposed Dividend		3,257,389	3,257,389
Transfer to General Reserve		2,500,000	5,000,000
Profit Carried Over		40,514,687	6,511,001
		<b>65,438,825</b>	<b>33,935,139</b>
<b>Notes on Accounts</b>	22		

### AUDITOR'S REPORT

As per our separate report of even date attached  
For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA NARENDRA ARORA]  
PARTNER  
Membership No. 088256  
FRN No. 003316N

(Ashok Gupta)  
Managing Director

(Mahipal Ahluwalia)  
Director

DATE : 25th May, 2010  
PLACE: DELHI

## SCHEDULE ANNEXED TO ACCOUNTS

(Amount in Rs.)

PARTICULARS			As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 1</b> <b>SHARE CAPITAL</b>				
<b>AUTHORISED SHARE CAPITAL</b> 2,50,00,000 Equity Shares of Rs. 10/- Each (Previous Year 2,50,00,000 Equity Share of Rs. 10/- each)			250,000,000	250,000,000
<b>ISSUED, SUBSCRIBED &amp; PAID-UP</b> 1,91,66,749 Equity Shares of Rs. 10/- each fully paid up (Previous year 1,91,66,749 Equity Share of Rs. 10/- each fully paid-up)			191,667,490	191,667,490
			<b>191,667,490</b>	<b>191,667,490</b>
PARTICULARS	BALANCE AS ON 01-04-2009	ADDITIONS	TRANSFERRED	BALANCE AS ON 31-03-2010
<b>SCHEDULE : 2</b> <b>RESERVES AND SURPLUS</b>				
General Reserve	22,826,419	2,500,000	-	25,326,419
Profit and Loss Account	172,860,347	40,514,687	-	213,375,034
Share Premium Account	650,390,253	-	-	650,390,253
<b>CURRENT YEAR</b>	<b>846,077,019</b>	<b>43,014,687</b>	-	<b>889,091,706</b>
<b>PREVIOUS YEAR</b>	<b>834,566,018</b>	<b>11,511,001</b>	-	<b>846,077,020</b>
<b>PARTICULARS</b>			<b>As at 31-03-2010</b>	<b>As at 31-03-2009</b>
<b>SCHEDULE : 3</b> <b>SECURED LOANS</b> <b>FROM BANKS</b>				
Term Loans			482,782,381	222,534,842
Cash Credit			108,510,143	165,860,856
Others			65,973,847	37,138,133
<b>FROM OTHERS</b>				
Term Loans			24,972,877	24,850,748
			<b>682,239,248</b>	<b>450,384,579</b>
<b>Notes :</b>				
1. Term Loan includes Rs. 2031.34 Lac from Punjab National Bank, which is Secured against first pari passu charge on fixed assets excluding Land & Building at C-10, Site-3, Meerut Road Industrial Area, Ghaziabad, U.P. and the securities mentioned at Note No.3, 4 & 5 below. The same is also secured by 2nd pari passu charge on current assets and personal guarantee of Directors.				
2. Term Loan includes Rs. 2279.97 Lac from Union Bank of India, which is Secured against parri passu charge on fixed assets excluding Land & Building at C-10, Site-3, Meerut Road Industrial Area, Ghaziabad, U.P. ,Land at Haridwar and the securities mentioned at Note No.3, 4 & 5 below. The same is also secured by 2nd pari passu charge on current assets and by Corporate Guarantee & Land and Building of Other Company and personal guarantee of Directors				
3. Term Loan includes Rs. 52.45 Lac from ICICI Bank Limited and Kotak Mahindra Bank Limited, which is Secured by Hypothecation of Vehicles acquired out of the loan.				
4. Term Loan includes Rs. 239.84 Lac from ICICI Bank Limited , which is Secured by Mortgage of Company's Immovable Properties acquired out of the loan.				
5. Term Loan includes Rs. 249.73 Lac from Indiabulls Housing Finance Limited, which is Secured by Mortgage of Company's Immovable Properties at Mohal acquired out of the loan.				
6. Term Loan includes Rs. 224.22 Lac from Standard Chartered Bank, which is Secured by Personal Guarantee of the Directors.				
7. Cash Credit and Other Working Capital Borrowings of Rs. 1744.84 Lac from State Bank of India are secured against First Charge on the Current Assets of the Company except the securities mentioned at Note No.4 & 5 above and 2nd Charge on Fixed Assets excluding Land & Building at C-10, Site-3, Meerut Road Industrial Area, Ghaziabad, U.P. The same is also secured by personal guarantee of Directors				
<b>PARTICULARS</b>			<b>As at 31-03-2010</b>	<b>As at 31-03-2009</b>
<b>SCHEDULE : 4</b> <b>UNSECURED LOANS</b>				
From Banks - OD Account			-	202,040
From Directors			25,657,184	24,560,546
			<b>25,657,184</b>	<b>24,762,586</b>

# AMD Industries Limited



## SCHEDULE NO. 5

### FIXED ASSETS

(Amount in Rs.)

PARTICULARS	GROSS BLOCK			DEPRECIATION BLOCK				NET BLOCK	
	Balance As On 01.04.2009	Additions During the Year	Disposal/ Transfer	Balance As On 31.03.2010	Balance As On 01.04.2009	Depreciation For The Year	Adjustments	Balance As On 31.03.2010	W.D.V. 31.03.2010
1 LAND	162,037,581	-	628,394	161,409,187	-	-	-	-	161,409,187
2 BUILDING									
Flat and Residential Building	722,248	-	-	722,248	57,905	11,773	-	69,678	652,570
Factory Building	50,819,924	48,363,649	1,464,731	97,718,843	10,120,620	1,919,793	649,106	11,391,307	86,327,535
3 PLANT AND MACHINERY									
U N I T - I	36,078,513	-	40,000	36,038,513	14,374,030	1,713,729	-	16,087,759	19,950,754
U N I T - II	-	-	-	-	-	-	-	-	-
New Mould (Pet Preform)(Ghaziabad)	56,105,353	822,033	-	56,927,386	15,318,354	4,431,220	-	19,749,574	37,177,812
New Mould (Pet Preform)(Neemrana)	-	21,423,767	-	21,423,767	-	81,781	-	-	21,341,986
Pet Preform (Ghaziabad)	151,815,063	(0)	-	151,815,063	69,132,673	11,761,870	-	80,894,543	70,920,520
CSD Closures (Ghaziabad)	121,030,692	-	-	121,030,692	41,873,245	10,423,163	-	52,296,408	68,734,284
Plant and Machinery (Neemrana)	152,081,787	219,346,094	-	371,427,881	46,528,837	12,388,034	-	58,916,871	312,511,009
Gas Plant and Oven (Neemrana)	4,773,855	-	-	4,773,855	1,103,834	289,266	-	1,393,100	3,380,755
Pet 3rd Line	73,618,285	-	-	73,618,285	5,015,355	5,792,287	-	10,807,642	62,810,643
4 VEHICLES	20,858,792	-	377,196	20,481,596	6,303,079	1,951,376	260,328	7,994,127	12,487,469
5 COMPUTER	6,429,541	542,391	-	6,971,932	4,586,843	1,068,000	-	5,654,843	1,317,089
6 FURNITURE, FIXTURES AND FITTINGS	13,847,673	1,857,926	20,500	15,685,099	4,241,533	878,810	13,449	5,106,894	10,578,205
7 OTHER FIXED ASSETS	44,945,824	19,507,467	102,390	64,350,901	10,848,129	2,248,058	(262,520)	13,358,707	50,992,194
8 CAPITAL WORK IN PROGRESS:-									
(i) PLASTIC DIVISION									
Plant and Machinery	-	-	-	-	-	-	-	-	-
Generator	-	-	-	-	-	-	-	-	-
(ii) CROWN DIVISION									
Plant and Machinery	35,448	40,000	35,448	40,000	-	-	-	-	40,000
Building	170,000	(170,000)	-	-	-	-	-	-	-
Generator (Goods in Transit)	707,800	-	707,800	-	262,520	-	262,520	-	-
TOTAL	896,078,379	311,733,327	3,376,459	1,204,435,246	229,766,957	54,959,160	922,883	283,803,234	920,632,013
PREVIOUS YEAR	850,703,668	152,953,519	107,578,809	896,078,379	199,574,692	47,873,402	17,681,137	229,766,957	666,311,421

(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 6 INVESTMENTS</b>		
I. MUTUAL FUNDS (AT NAV)		
SBI One India Fund - Dividend	106,700	54,700
(Cost Rs.100000 for 10000 units @ Rs.10 each)		
SBI - Infrastructure Fund - I - Growth	103,400	56,500
(Cost Rs.100000 for 10000 units @ Rs.10 each)		
2. QUOTED SHARES (AT COST)		
Petronet LNG	-	690,730
10,000 equity shares fully paid up		
Shivalik Global Limited	3,321,886	3,321,886
50,000 equity shares fully paid up		
(Market Value Rs. 3,86,000 for 50000 Shares @ Rs. 7.72 each as on 31.03.2010 )		
3 UNQUOTED SHARES (AT COST)		
AMD Estates & Developers Private Limited	52,000,000	52,000,000
52,00,000 equity shares of Rs. 10/- each fully paid up		
	<b>55,531,986</b>	<b>56,123,816</b>
<b>SCHEDULE : 7 INVENTORIES</b>		
Finished Goods	22,243,679	12,061,400
Work in Progress	4,099,500	2,912,900
Raw Material	189,933,945	163,006,554
Job Work in Process	2,508,800	3,265,300
Consumable Stores	489,886	185,165
Packing Material	3,061,376	2,252,696
Scrap	5,011,477	2,374,258
Fuel	1,422,876	1,176,475
Oil and Lubricants	464,707	431,532
Goods in Transit	31,503,001	25,285,674
Store and Spares	4,366,600	2,735,600
Real Estates Inventories	41,026,862	-
	<b>306,132,709</b>	<b>215,687,554</b>
<b>SCHEDULE : 8 SUNDRY DEBTORS</b>		
OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTH		
Unsecured Considered Good	7,036,065	8,211,788
Unsecured Considered Doubtful	1,592,552	1,592,552
<b>OTHERS</b>		
Unsecured Considered Good	195,148,610	196,690,917
	<b>203,777,227</b>	<b>206,495,257</b>



(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 9</b>		
<b>CASH AND BANK BALANCES</b>		
Cash in Hand	94,088	152,759
Foreign Currency in Hand	56,655	106,936
Balance with Scheduled Banks	4,147,460	577,824
FDR's as margin money with Scheduled Banks	52,700,363	18,633,044
Interest Accrued on FDR's	2,059,504	948,411
	<b>59,058,070</b>	<b>20,418,973</b>
<b>SCHEDULE : 10</b>		
<b>LOANS AND ADVANCES</b>		
<b>A</b>		
Considered Good		
(Recoverable in cash or in kind for value to be received)		
<b>ADVANCE TO SUPPLIER :</b>		
<b>OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTHS</b>		
Unsecured Considered Good	170,132	540,013
<b>OTHERS</b>		
Unsecured Considered Good	2,132,403	3,145,422
Advance Payment of Taxes	9,684,036	11,245,869
Prepaid Expenses	2,188,206	1,316,479
Advance for Capital Assets	101,154,717	110,119,775
Loans and Advances to Subsidiary Company	497,435,961	482,146,698
Security Deposit	27,695,442	21,494,874
Other Advances	171,978,789	27,822,099
<b>B</b>		
Considered Doubtful	200,000	200,000.00
	<b>812,639,686</b>	<b>658,031,229</b>
<b>SCHEDULE : 11</b>		
<b>CURRENT LIABILITIES AND PROVISIONS</b>		
<b>A</b>		
<b>CURRENT LIABILITIES</b>		
Creditors for Goods	266,301,002	165,042,714
Other Liabilities	55,964,296	21,935,116
Advance from Customers	5,184,037	3,150,931
<b>B</b>		
<b>PROVISIONS</b>		
Income Tax	28,500,000	17,000,000
Fringe Benefit Tax	-	875,000
Wealth Tax	43,000	60,000
Proposed Dividend	19,166,749	19,166,749
Tax on Dividend	3,257,389	3,257,389
Others	110,555,686	16,799,348
	<b>488,972,158</b>	<b>247,287,247</b>
<b>SCHEDULE : 12</b>		
<b>MISCELLANEOUS EXPENDITURE (To the extent not written off or adjusted)</b>		
Pre-operative Expenditure	-	708,720
Textile Project Expenses	-	206,180
Deferred revenue Expenditure :		
Expenses for increase in the Authorised Share Capital	195,100	390,200
	<b>195,100</b>	<b>1,305,100</b>
<b>SCHEDULE : 13</b>		
<b>SALES</b>		
<b>MANUFACTURING GOODS</b>		
Domestic	907,347,782	735,683,169
Exports	109,967,109	52,198,894
	<b>1,017,314,891</b>	<b>787,882,063</b>
<b>TRADING GOODS</b>		
Domestic	-	15,186,460
	<b>1,017,314,891</b>	<b>803,068,523</b>
<b>SCHEDULE : 14</b>		
<b>OTHER INCOME</b>		
Interest Income	36,006,312	34,452,780
Difference in Foreign Exchange	5,999,077	-
DEPB & Exports Incentive	7,873,384	1,996,763
Dividend	17,500	15,000
Profit on Sale of Fixed Assets	3,815,981	1,046,049
Profit on Sale of Shares & Investments	100,624	-
Profit on Forward Contract	1,840,958	-
Rent Received	640,000	-
Miscellaneous Income	626,832	1,250,846
	<b>56,920,669</b>	<b>38,761,438</b>
<b>SCHEDULE : 15</b>		
<b>INCREASE/[DECREASE] IN CLOSING STOCK</b>		
<b>Opening Stock</b>		
Work in Progress	2,912,900	2,596,700
Finished Goods	12,061,400	11,059,730
Job Work in Process	3,265,300	3,458,500
Scrap	2,374,258	3,066,488
	<b>20,613,858</b>	<b>20,181,418</b>
<b>Less Closing Stock</b>		
Work in Progress	4,099,500	2,912,900
Finished Goods	22,093,000	12,061,400
Job Work in Process	2,508,800	3,265,300
Scrap	5,011,477	2,374,258
	<b>33,712,777</b>	<b>20,613,858</b>
	<b>13,098,919</b>	<b>432,440</b>



(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 16</b>		
<b>COST OF MATERIAL CONSUMED</b>		
<b>A RAW MATERIALS AND PACKING MATERIALS</b>		
Opening Stock of Raw Material	188,292,228	127,027,618
Add : Purchases : Indigenous	381,595,734	220,769,826
: Imported	289,744,093	330,992,414
: Freight Inward	10,827,823	6,969,886
	870,459,879	685,759,744
Less: Closing Stock of Raw Material	220,894,059	188,292,228
Add : Packing Material Consumed	36,858,453	28,781,432
	<b>686,424,272</b>	<b>526,248,948</b>
<b>B SEMI FINISHED GOODS</b>		
Opening Stock	-	-
Add : Purchases : Imported	11,422,272	-
: Freight Inward	500,087	-
	11,922,359	-
Less: Closing Stock	150,679	-
	<b>11,771,680</b>	<b>-</b>
<b>TOTAL COST OF MATERIAL CONSUMED</b>	<b>698,195,952</b>	<b>526,248,948</b>
<b>SCHEDULE : 17</b>		
<b>COST OF GOODS SOLD - TRADING GOODS</b>		
Opening Stock of Trading Goods	-	-
Add : Purchases	-	15,051,472
	-	15,051,472
Less: Closing Stock of Trading Goods	-	-
	-	15,051,472
<b>SCHEDULE : 18</b>		
<b>MANUFACTURING AND OTHER EXPENSES</b>		
Salaries, Wages and Amenities	20,566,905	16,079,376
Contribution to Provident Fund and Others	1,092,748	892,862
Staff Welfare Expenses	473,893	225,330
Job Work & Contractual Labour	3,690,557	1,996,224
Power and Fuel	66,281,481	54,922,042
Repair and Maintenance		
- Factory Building	1,666,297	1,426,180
- Plant and Machinery	7,907,667	10,055,363
- Others	2,203,269	2,328,368
Consumable Goods	3,360,184	3,567,193
Laboratory Expenses	52,182	21,665
Insurance - Factory Assets	2,609,361	2,266,614
Factory Licence Fees	108,800	48,000
Excise Duty, Service Tax and VAT paid	469,685	92,810
	<b>110,483,029</b>	<b>93,922,027</b>
<b>SCHEDULE : 19</b>		
<b>OFFICE &amp; ADMINISTRATIVE EXPENSES</b>		
Salaries, Wages and Amenities	22,050,287	17,403,528
Staff Welfare Expenses	473,660	341,472
Managerial Remuneration	13,313,750	12,127,948
Director's Sitting Fees	154,000	110,000
Listing Fees	166,739	138,984
Legal and Professional Expenses	4,379,417	2,880,893
Insurance	566,496	374,351
Auditor's Remuneration	500,000	440,000
Travelling and Conveyance Expenses	10,256,285	7,670,759
Electricity Expenses	893,744	871,080
Rent, Rates and Taxes	7,666,580	7,475,999
Telephone Expenses	2,010,729	2,124,186
Repair and Maintenance	1,146,343	1,114,141
Printing and Stationery	833,343	707,317
Provision for Contingent Liabilities	6,000,000	-
Expenses -Real Estates	294,608	-
Other Expenses	3,631,695	4,009,289
	<b>74,337,677</b>	<b>57,789,947</b>
<b>SCHEDULE : 20</b>		
<b>FINANCIAL EXPENSES</b>		
Interest on Working Capital Borrowings	18,501,508	18,699,049
Interest on Unsecured Loans	2,619,093	3,967,629
Bank Charges and Commission	14,652,736	7,761,012
Interest on Term Loan	38,542,842	35,962,431
Other Interest and Finance Charges	6,870,237	13,296,382
Interest on Housing Loans	1,004,132	-
	<b>82,190,548</b>	<b>79,686,503</b>
<b>SCHEDULE : 21</b>		
<b>SELLING AND DISTRIBUTION EXPENSES</b>		
Advertisement	192,715	383,145
Freight Outward & Service Tax Paid	10,609,849	7,622,345
Commission and Rebates	40,886,789	34,490,707
Sales Promotion	819,868	202,069
Other Expenses	355,567	1,277,633
	<b>52,864,787</b>	<b>43,975,899</b>

## SCHEDULE NO. 22 “NOTES ON ACCOUNT” ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS ON 31<sup>ST</sup> MARCH 2010

### 1. ACCOUNTING POLICIES

#### a) BASIS OF ACCOUNTING

The financial statements of the company are prepared under the historical cost convention and in accordance with the generally accepted accounting principles and applicable accounting standards issued by the Chartered Accountants of India except as otherwise stated.

#### b) FIXED ASSETS AND DEPRECIATION

- i) Fixed Assets are stated at the values at which they are acquired, less accumulated depreciation. The value at which fixed assets are acquired includes all related expenses up to the date of putting them to use.
- ii) CENVAT Credit availed on acquisition of fixed assets is reduced from the cost of concerned assets.
- iii) The depreciation on Plant & Machinery including Moulds installed in Neemrana and Pet Division have been provided on 'Multiple Shift Basis'. The depreciation on all the assets have been provided on 'straight-line method' at the rates prescribed in Schedule XIV of the Companies Act, 1956.

#### c) INVENTORIES (Valued on exclusive method as per Accounting Standard -2 prescribed by ICAI).

- i) Raw Material  
At cost or net realizable value (on FIFO basis) whichever is lower (Rejected raw material at cost Less claim received thereon)
- ii) Finished Goods  
At cost or net realizable value whichever is lower. For arriving at the cost for this purpose the cost includes material cost and manufacturing expenses.
- iii) Semi Finished Goods  
At cost of input plus apportioned overhead expenses and depreciation.
- iv) Job work in Process  
At apportioned manufacturing expenses and depreciation.
- v) Scrap  
At estimated realizable value.

#### d) INTEREST ON OUTSTANDING TRADE DEBTORS

Income of interest on overdue outstanding trade debtors is treated as income at the time of its recovery.

#### e) EXCISE DUTY

In order to comply with the mandatory requirements of Accounting Standard -2 'Valuation of inventories' prescribed by the Institute of Chartered Accountants of India; The Company has adopted the exclusive method of the excise duty.

#### f) RETIREMENT BENEFITS

- i) In order to comply with the mandatory requirements of Accounting Standard -15 'Accounting for Retirement Benefits in the Financial Statements of Employers' prescribed by the Institute of Chartered Accountants of India the provision for gratuity has been made for an amount equal to the liability certified by the actuarial.

#### g) SALES

- i) Sales have been accounted for by excluding sales tax and excise duty separately charged in the sale invoices.
- ii) Sales made to Nepal and Bhutan has been treated as local sale because there is no inflow of Foreign Exchange

#### h) FOREIGN CURRENCY TRANSACTIONS AS-11.

- I) The transactions in foreign currencies are recorded in the books of account at the rate of exchange rate prevailing at the time of transactions or the nearest date thereof.
- II) Monetary items denominated in foreign currencies at the year end are restated at the year end rates. In case of monetary items which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognized as exchange difference and the premium paid on forward contracts has been recognized over the life of the contract.
- III) Any Income or Expenses on account of exchange difference either on settlement or on translation is recognized in the profit and loss account.

#### i) ACCOUNTING FOR TAXATION ON INCOME AS PERAS-22.

As per the mandatory Accounting Standard -22 on "Accounting for Taxes on Income" issued by the ICAI, the company has recorded the cumulative Deferred tax liability (Net) in respect of timing differences as at 31<sup>st</sup> March 2010.

Deferred Tax Liability (Net)	2009-10	2008-09
As on 01.04.2009	64,194,429	46,275,932
Deferred tax expense for the year Charged to P & L Account	16,144,575	17,918,497
<b>Total Liability up to 31.03.2010</b>	<b>80,339,004</b>	<b>64,194,429</b>

#### j) CASH FLOW STATEMENT AS PERAS-03

The company has prepared the Cash Flow Statement using the Indirect Method in compliance of Accounting Standard -3 issued by I.C.A.I.

#### k) SEGMENTAL REPORTING AS PERAS-17

The company is principally engaged in the business of packaging products, Textile and Real Estate. The relevant information about these segments are given as below:



Particulars	Packaging Division	Trading Division	Textile Division	Real Estate Division	Sub Total	Elimination	Total
1. Segment Revenue							
a) External Sales	11121.87	-	-	-	11121.87	-	11121.87
b) Inter Segmental Sale	-	-	-	-	-	-	-
c) Total Revenue	11121.87	-	-	-	11121.87	-	11121.87
2. Segment Result before Interest and Taxes	1335.78	-	-	(2.95)	1332.83	-	1332.83
Less: Interest Expenses	811.87	-	-	10.04	821.91	-	821.91
Add: Other Income	569.21	-	-	-	569.21	-	569.21
4. Profit Before Tax	1093.12	-	-	(12.99)	1080.13	-	1080.13
Less: Current Tax	285.43	-	-	-	285.43	-	285.43
Fringe Benefit Tax	-	-	-	-	-	-	-
Deferred Tax	161.45	-	-	-	161.45	-	161.45
Excess Provision written back	(21.13)	-	-	-	(21.13)	-	(21.13)
5. Net Profit after Tax	667.37	-	-	(12.99)	654.38	-	654.38
<b>Other Information</b>							
Segment Assets	12818.52	-	1740.25	4129.22	18687.99	-	18687.99
Segment Liabilities	7882.35	-	-	-	7882.35	-	7882.35
Capital Expenditure	1.95	-	-	-	1.95	-	1.95
Depreciation	549.59	-	-	-	549.59	-	549.59

j) **IMPAIRMENT OF ASSETS AS PER AS-28**

The Net Realizable Amount (NRA) of the fixed assets of the company as on 31<sup>st</sup> March 2010 are more than the Actual Carrying Cost shown in the balance sheet hence no impairment loss is recognized and charged to the profit and loss account.

m) **INVESTMENTS.**

Company has policy to value long term investments at cost and short-term investments are valued at market price.

2. **CONTINGENT LIABILITIES NOT PROVIDED FOR**

i) Bills discounted Rs. NIL.

ii) Bank Guarantees issued Rs. 110,42,994/- (Previous Year of Rs. 18,13,220/-)

iii) Sales Tax demands under Local and Central Acts raised by the UP Trade Tax Authorities for Rs.9,50,962/- and Rs. 31,18,745/- respectively for the years 1999-2000 to 2006-07 are pending for final decision as company has filed appeals before Hon'ble Supreme Court. Company has made provision for these liabilities by charge of Rs.41.00 Lac to Profit and Loss Account for the Year.

iv) The Sales Tax Authorities has raised a demand for the financial year 2001-2002, 2002-2003 & 2005-06 of Rs. 95098/- , Rs. 2,61,414/- & Rs 474111/- respectively for non submission of export certificate and the assessee has filed an appeal with the Appellate Authorities for the same. If case is awarded against the Company and liability crystallizes, profit of the Company shall stand reduced by the said amount.

v) The Entry Tax demand for the financial year 2001-2002 and 2002-2003 Rs. 19,07,102/- and Rs. 11,40,297/- respectively has been raised by the UP Trade Tax Authorities. Against these demands company has filed appeals with the Appellate Authorities for the same. If case is awarded against the Company and liability crystallizes, profit of the Company shall stand reduced by the said amount.

vi) The Entry Tax @ 5% has been levied by U P State Govt. on HSD and LDO w.e.f. 21.01.04. Liability of these on account of this is estimated at to Rs. 18,58,040/- till 31.03.2010. The company has filed writ before the Allahabad High Court. Company has made provision for these liabilities by charge of Rs.19.00 Lac to Profit and Loss Account for the Year

vii) The company has been granted exemption from the payment of Central Sales Tax for its Neemrana Division subject to investment of Rs 30 crore in Plant and Machinery in the above project by 31.12.2007. Company has approached State Govt of Rajasthan for grant of extension of time beyond 31.12.2007 for stipulated investment. Request of the company is still under consideration by the State Govt. The company has enjoyed exemption of Rs 4.22 crore under CST Act. till 31.3.2010. If case is awarded against the Company and liability crystallizes, profit of the Company shall stand reduced by the said amount.

viii) Claim of Rs. 2.00 Lacs made by workmen are disputed by the Company in Court of Law and have not been provided for in Books of Accounts. If case is awarded against the Company and liability crystallizes, profit of the Company shall stand reduced by the said amount.

ix) The Sales Tax Authorities have raised a demand of Rs.30740/- for the financial year 2007-2008 and the assessee has filed an appeal before the Appellate Authorities for the same. If case is awarded against the Company and liability crystallizes, profit of the Company shall stand reduced by the said amount.

x) The company has given its corporate guarantee to the lender for loan of Rs.18 Crore financed to AMD Estates & Developers Pvt. Ltd., a subsidiary Company.

3. The outstanding balances as on 31<sup>st</sup> March 2010 in respect of Sundry Debtors, Creditors Loans & Advances and other receivable Deposits are subject to confirmation from the parties.

4. In the opinion of management the value of the Current Assets, Loans & Advances and other receivable shown in the balance sheet are not less than their realizable value in the ordinary course of business.

5. The managerial remuneration paid is Rs 143.58 Lacs (Previous year Rs. 125.83 Lacs) as per details hereunder:

(Rs. In Lacs)

Particulars	Shri Harswarup Gupta	Shri Ashok Gupta	Shri Adit Gupta
Salary	30.00	33.00	27.75
Allowances	7.69	7.05	8.25
Perquisites	3.44	4.11	3.69
Other Benefits	6.65	3.65	8.30
Total	47.78	47.81	47.99



6.	AUDITORS REMUNERATION	2009-10	2008-09
	Statutory Audit	275000	250000
	Tax Audit Fee	105000	90000
	Taxation Matters	141000	100000
	Certification Fee	4500	Nil
	Fee for LAR	45000	45000
	Out of Pocket Expenses	Nil	Nil
	Service Tax*	56599	50882
		627099	535882

7. The Company has not received any Memorandum, (as required to be filed by the supplier which are registered with the Notified Authority under the provisions of the Micro, Small & Medium Enterprises Development Act, 2006) claiming their status as on 31<sup>st</sup> March, 2010 as Micro, Small and Medium Enterprise. Consequently, interest paid/payable to these parties during the year is NIL.

8. There are doubtful debts amounting to Rs.1592552/- (Previous year Rs. 1592552/-) for which no provision has been made. The company has filed suit for recovery against these debts.

9. Expenditure on account of Premium/Discount on forward exchange contracts to be recognized in the Profit and Loss Account of subsequent accounting period aggregate to Rs. 282722/- (Previous Year Rs. NIL)

#### 10. PRELIMINARY EXPENSES

Preliminary expenditure is written off over a period of 5 years.

#### 11. PRIOR PERIOD EXPENSES / INCOME

Expenses and Income pertaining to the prior period below Rs.20000/- are treated as current year's expenses/incomes.

#### 12. EARNING PER SHARE (EPS)

Particular	2009-10	2008-09
A) Net Profit as per Profit and Loss Account (Rs.)	65438825	33935139
B) Weighted Average number of equity shares used as denominator for calculation EPS	19166749	19166749
C) Basic and Diluted Earning per share of face value of Rs.10 each (Rs.) :	3.41	1.77

#### 13. RELATED PARTY DISCLOSURE

In compliance of mandatory accounting standard AS-18 prescribed by I.C.A.I., the transaction with the related parties entered into by the company are disclosed as under: -

NATURE OF TRANSACTION	Subsidiaries Co.	Companies/Firms in which Director's are Interested	Key Management Personnel & their Relatives	Amount
Interest on Unsecured Loan	NO	NO	Sh. H.S.Gupta	1170497
Repayment of Unsecured Loan	NO	NO	Sh. H.S.Gupta	2000000
Interest on Unsecured Loan	NO	NO	Sh. Adit Gupta	1324322
Repayment of Unsecured Loan	NO	NO	Sh. Adit Gupta	300000
Unsecured Loan Received	NO	NO	Sh. Ashok Gupta	3600000
Interest on Unsecured Loan	NO	NO	Sh. Ashok Gupta	124274
Interest Received on Loan given	AMD Estates & Developers Pvt. Ltd.	NO	NO	32932663
Loan and Advances Given	AMD Estates & Developers Pvt. Ltd.	NO	NO	497435961.17
Investment in Shares	AMD Estates & Developers Pvt. Ltd.	NO	NO	52000000
Remuneration to Director	NO	NO	Sh. Adit Gupta	4799600
Remuneration to Director	NO	NO	Sh. H.S.Gupta	4777888
Remuneration to Director	NO	NO	Sh. Ashok Gupta	4780556
Remuneration to relative of Director	NO	No	Ms. Vidhi Gupta	605067
Rent Paid	NO	NO	Sh. Adit Gupta	6452550
Rent Paid	NO	NO	Sh. Ashok Gupta	650000
Rent Paid	NO	NO	Smt. Chitra Gupta	900000
Security given against Guest House	NO	Kadam Trees Properties Pvt. Ltd.	NO	12000000
Rent Paid	NO	Kadam Trees Properties Pvt. Ltd.	NO	580800

#### 14. ADDITIONAL INFORMATION PURSUANT TO THE PROVISION OF PART III OF SCHEDULE VI OF THE COMPANIES ACT 1956.

##### 1 CLASSES OF GOODS MANUFACTURED CAPACITY AND PRODUCTION

Crown Caps, PET Preforms & CSD Closures

##### PARTICULARS

a Licensed Capacity

UNIT

CURRENT YEAR

PREVIOUS YEAR

b Installed Capacity

Nos.

NA

NA

c Actual Production

Nos.

NA

NA

Crowns (1 case = 14400 Nos)

Cases

123540.67

87955.12

CSD Closures

Nos.

446765369

384688824

PET Preform

Nos.

117311500

99415561

Resin Consumed in above production

MT.

4113.316

3401.91

Job Work undertaken for Pet Preform

MT.

4749.069

4322.068

Resin Consumed

# AMD Industries Limited



II	SALE	UNIT	QUANTITY	AMOUNT	QUANTITY	AMOUNT
A	Crown Caps	Cases	123390.85	425312608	87718.57	255471048.93
B	Pet Preform	Nos.	163948968	378476413	99898190	295897506.17
C	CSD closures	Nos.	433165720	201463832	378544760	173019490.00
D	Iron Sheet( Trading)	Tons	-	-	339.25	15186460.00
E	Waste & scrap					
	Crown			10327357		10239191.00
	Pet & CSD closures			1734681		1055723.00
III	PURCHASES					
A	FOR RESALE					
	Iron Sheet ( Trading)	Tons	-	-	339.25	15000722.00
	Textile ( Trading)	Meter	-	-	-	-
B	RAW MATERIAL					
	TFS Sheet	Kgs	5088558	258155616	2529921	127581271.42
	PVC Compound – crowns	Tons	338.975	33633460	247.625	24323142.00
	Printing Material	Ltr	111310.50	26807044	87679	20035325.08
	Resin	Kgs	4040800	236052366	3858330	228178315.35
	Polypropylene	Kgs	803525	52413353	1427675	94801318.68
	PVC Liner –CSD closures	M.Tons	121.075	19619121	120.95	19600547.30
	Semi Finished Closures (Imported)	Nos.	22320000	11422272	-	-
IV	OPENING AND CLOSING STOCK OF FINISHED GOODS					
	(CROWN CORKS (Qty in Cases)					
A	Opening Stock		844.9	2104600	608.35	1494000.00
B	Closing Stock		994.75	2693600	844.90	2104600.00
	(PET PREFORM) (Qty in Pcs.)					
A	Opening Stock		2421185	5631265	2756206	7246730.00
B	Closing Stock		1817863	3230600	2421185	5631265.00
	CSD CLOSURES ) (Qty in Pcs.)					
A	Opening stock		13789419	4323735	8768873	2319000.00
B	Closing stock		45572461	16168800	13789419	4323735.00
V	CONSUMPTION OF PRINCIPAL ITEM OF RAW MATERIAL					
A	TFS Sheets (in Kg.)		4167013	212372197	2985208	130244517.82
	Imported 83.50 % and Indigenous 16.50%					
	(previous year Imported 72.72 % and Indigenous 27.28%)					
B	PVC Compound (in Kg.)		357255	35639721.06	252745	26317316.73
	Imported 2.79 % and Indigenous 97.21%					
	(Previous Year Imported 5.59% Indigenous 94.41 %)					
C	Printing Material (in Kg./Ltr.)		111040.6	27165660.41	82299.55	17802363.48
	Imported 65.96% indigenous 34.04%					
	(Previous Year Imported 69.14% indigenous 30.86%)					
D	Resin (in Kgs)		4110791	230084087.8	3401391	207467508.12
	Imported 18.66% and Indigenous 81.34%					
	(Previous year Imported 37.06% and Indigenous 62.94%)					
	Polypropylene (in Kgs)					
E	Imported 96.32% and indigenous 3.68%		1280200	75698092.1	1089643	81631609.63
	(Previous year Imported 83.76% and indigenous 16.24%)					
F	PVC Liner – CSD closures ( in Kgs)					
	Imported 77.31% and Indigenous 22.69%					
	(Previous year Imported 95.94% and Indigenous 4.06%)		120927	19634169.16	98438	15370130.76
VI	CIF VALUE OF IMPORTS					
A	Capital Goods (C&F)			181,589,709.00		2532063.00
B	Raw Material (C&F)			289,744,093.00		300635681.34
C	Components and Spare Parts			4,199,722.00		3837939.15
D	Purchase of Semi Finished Goods			11922359.00		-
VII	EXPENDITURE IN FOREIGN CURRENCY					
	Traveling Expenses			704,453.00		492956.50
	Commission on Exports Sales			1104557.00		4553862.00
VIII	EARNING IN FOREIGN CURRENCY					
	Exports of goods calculated on FOB value			109,967,109.00		52198893.70
15.	The previous year figures have been re-arranged and regrouped wherever necessary to make them comparable with those of Current year.					
16.	Schedule No. 1 to 22 form integral part of the balance sheet and Profit & Loss Account ended on 31 <sup>st</sup> March 2010.					

## AUDITOR'S REPORT

As per our separate report of even date attached  
For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

[CA NARENDRA ARORA]  
PARTNER  
Membership No. 088256  
FRN No. 003316N

DATE : 25th May, 2010  
PLACE: DELHI

For and on behalf of Board of Directors

(Ashok Gupta)  
Managing Director

(Mahipal Ahluwalia)  
Director

# AMD Industries Limited



## CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31ST, 2010

(Amount in Rs.)

PARTICULARS	As At 31-03-2010	As At 31-03-2009
<b>A. CASH FLOW FROM OPERATION ACTIVITIES</b>		
Net Profit before tax	108,013,433	69,687,603
<b>Adjustments For :</b>		
Depreciation	54,959,160	47,873,402
Interest / Financial Expenses	82,190,548	79,686,503
Interest Income	(36,006,312)	(34,452,780)
Loss on Sale of Fixed Assets	(3,754,113)	(510,782)
Miscellaneous Expenditure Written Off.	1,161,685	266,182
DEPB Received	(7,873,384)	(1,996,763)
<b>Operating Profit before working capital Changes</b>	<b>198,691,017</b>	<b>160,553,365</b>
<b>Adjustments For :</b>		
Trade & Other Receivables	2,718,030	(82,718,806)
Inventories	(90,445,155)	(61,962,680)
Trade & Other Payables	231,076,911	8,482,115
Loans and Advances	(148,069,846)	(12,463,734)
Miscellaneous Expenditure	(51,685)	(546,005)
<b>Cash Generated From Operations</b>	<b>193,919,272</b>	<b>11,344,255</b>
Direct Tax Paid	17,744,649	13,729,374
<b>Cash Generated From Operating Activities</b>	<b>176,174,623</b>	<b>(2,385,119)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(310,880,638)	(12,151,954)
Sale of Fixed Assets	5,355,000	9,020,089
Investments in Shares and Other Investments	591,830	88,800
Interest Received	36,006,312	34,452,780
<b>Net Cash from (used in) investing activities</b>	<b>(268,927,496)</b>	<b>31,409,715</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of Secured Loan (Net)	231,854,669	42,916,406
Repayment of Unsecured Loan (Net)	894,598	4,307,818
Interest / Financial Charges	(82,190,548)	(79,686,503)
Dividend Paid	(19,166,749)	(15,333,399)
<b>Net Cash from (used in) Financing Activities</b>	<b>131,391,970</b>	<b>(47,795,678)</b>
<b>I Total increase (decrease) in cash and cash equivalents during the year (A+B+C)</b>	<b>38,639,097</b>	<b>(18,771,082)</b>
<b>II Cash and cash equivalents at beginning of year</b>	<b>20,418,973</b>	<b>39,190,055</b>
<b>III Cash and cash equivalents as at 31st March (I+II)</b>	<b>59,058,070</b>	<b>20,418,973</b>

### AUDITOR'S REPORT

As per our separate report of even date attached  
For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA NARENDRA ARORA]  
PARTNER  
Membership No. 088256  
FRN No. 003316N

(Ashok Gupta)  
Managing Director

(Mahipal Ahluwalia)  
Director

DATE : 25th May, 2010  
PLACE: DELHI



## BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE AS PER SCHEDULE VI, PART IV OF THE COMPANIES ACT, 1956

I Registration Details  
Registration No.  State Code

Balance Sheet Date

II Capital Raised during the year  
(Amounts in Rs.Lacs)

Public Issue  Right Issue

Bonus Issue  Private Placement

III Position of Mobilisation & Deployment of funds (Amount in Rs. Lacs)

Total Liabilities  Total Assets

### SOURCES OF FUNDS

Paid-up Capital  Reserves & Surplus

Secured Loans  Unsecured Loans

Deferred Tax Liabilities

### APPLICATION OF FUNDS

Net Fixed Assets  Investments

Net Current Assets  Misc.Expenditure

Accumulated Losses

IV Performance of Company (Amount in Rs. Lacs)

Turnover  Total Expenditure

Profit before Tax & Extraordinary Items ☒  Profit after Tax & Extraordinary Items ☒

Earning per Share (in Rs.)  Dividend Rate %

V Generic Names of Principal Products/Services of Company (as per monetary terms)

Item code No. (ITC Code)  Product Description

Item code No. (ITC Code)

Item code No. (ITC Code)

# AMD Industries Limited (Consolidated)



## AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF AMD INDUSTRIES LIMITED ON THE CONSOLIDATED FINANCIAL STATEMENTS OF AMD INDUSTRIES LIMITED

We have examined the attached Consolidated Balance Sheet of AMD Industries Limited and its subsidiaries as at March 31, 2010 and the consolidated Profit and Loss account for the period then ended.

These Financial Statements are the responsibility of the AMD Industries Limited Management. Our responsibility is to express an opinion on these Financial Statements based on our audit. We conducted our audit in accordance with generally accepted auditing standards of India. These 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 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 subsidiaries, whose Financial Statements reflect total assets (net) of Rs.767,495,757.17 as at March 31, 2010 and total losses of Rs.1,774,820.35 for the period then ended. These Financial Statements have been audited by other auditors, whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included in respect of the subsidiaries, is based solely on the report of the other auditors.

We Report that the Consolidated Financial Statements have been prepared by the Company in accordance with the requirements of Accounting Standard (AS) 21, Consolidated Financial Statements, issued by the Institute of Chartered Accountants of India and on the basis of the separate audited Financial Statements of AMD Industries Limited and its subsidiaries included in the Consolidated Financial Statements.

On the basis of the information and explanation given to us and on the consideration of the separate audit report on individual audited Financial Statements of AMD Industries Limited and its aforesaid subsidiaries, we are of the opinion that :

1. The Consolidated Balance sheet gives a true and fair view of the Consolidated state of affairs of AMD Industries Limited and its subsidiaries as at March 31, 2010; and
2. The Consolidated Profit and Loss Account gives a true and fair view of the Consolidated results of operations of AMD Industries Limited and its subsidiaries for the period then ended

**For SURESH & ASSOCIATES**  
CHARTERED ACCOUNTANTS

(CANARENDRA ARORA)  
PARTNER  
M No. 088256  
FRN: 003316N

Dated: 25th May, 2010  
Place: New Delhi

# AMD Industries Limited (Consolidated)



## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	As at 31-03-2010		As at 31-03-2009	
		AMOUNT	AMOUNT	AMOUNT	AMOUNT
<b>SOURCES OF FUNDS</b>					
<b>SHARE HOLDERS' FUND</b>					
Share Capital	1	191,667,490		191,667,490	
Reserves & Surplus	2	768,361,408	960,028,898	759,202,290	950,869,780
Minority Interest			44,716,644		45,568,558
<b>LOAN FUNDS</b>					
Secured Loans	3	852,299,044		611,046,416	
Unsecured Loans	4	25,657,184	877,956,228	24,762,586	635,809,002
Deferred Tax Liability			80,292,395		64,156,483
<b>TOTAL</b>			<b>1,962,994,165</b>		<b>1,696,403,823</b>
<b>APPLICATIONS OF FUNDS</b>					
Goodwill on Consolidation of Subsidiary			281,267		281,267
Fixed Assets	5				
Gross Block		1,205,389,414		897,032,545	
Less : Depreciation		284,364,706	921,024,708	230,193,311	666,839,234
<b>INVESTMENTS</b>	6		3,531,986		4,123,816
<b>CURRENT ASSETS, LOANS AND ADVANCES</b>					
Inventories	7	892,614,493		767,811,370	
Sundry Debtors	8	203,777,227		206,495,257	
Cash and Bank Balances	9	61,352,153		26,835,513	
Loans and Advances	10	380,847,786		288,064,724	
		1,538,591,659		1,289,206,864	
<b>LESS: CURRENT LIABILITIES AND PROVISIONS</b>	11	500,787,233	1,037,804,426	265,665,818	1,023,541,046
<b>MISCELLANEOUS EXPENDITURE</b>					
(To the extent not written off or adjusted)	12		351,778		1,618,460
<b>TOTAL</b>			<b>1,962,994,165</b>		<b>1,696,403,823</b>
<b>Notes on Accounts</b>	22				

### AUDITOR'S REPORT

As per our separate report of even date attached  
For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

**[CA NARENDRA ARORA]**  
PARTNER  
Membership No. 088256  
FRN No. 003316N

**(Ashok Gupta)**  
Managing Director

**(Mahipal Ahluwalia)**  
Director

DATE : 25th MAY, 2010  
PLACE: DELHI

# AMD Industries Limited (Consolidated)



## CONSOLIDATED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	Sch. No.	Year Ended 31-03-2010	Year Ended 31-03-2009
<b>INCOME</b>			
Sales	13	1,017,314,891	803,068,523
Job Work		94,871,792	92,239,582
Other Income	14	24,178,198	6,461,754
Increase/(Decrease) in Closing Stock	15	13,098,919	432,440
		<b>1,149,463,800</b>	<b>902,202,299</b>
<b>EXPENDITURE</b>			
Cost of Material Consumed	16	698,195,952	526,248,948
Cost of Goods Sold - Trading Goods	17	-	15,051,472
Manufacturing Expenses	18	110,483,029	93,922,027
Office and Administrative Expenses	19	76,018,359	60,079,653
Financial Expenses	20	82,191,741	79,717,489
Selling and Distribution Expenses	21	52,864,787	44,128,291
Miscellaneous Expenditure Written off		1,318,367	422,864
		<b>1,021,072,235</b>	<b>819,570,744</b>
<b>Profit / (Loss) before Depreciation and Taxation</b>		<b>128,391,565</b>	<b>82,631,555</b>
Depreciation		55,094,278	48,055,390
<b>Profit / (Loss) before Taxation</b>		<b>73,297,287</b>	<b>34,576,165</b>
Provision for Taxation		28,543,000	17,935,000
Provision for Deferred Tax		16,135,912	17,894,854
Excess Provision for Income Tax of earlier years		(2,112,967)	(101,033)
Minority Interest		(851,914)	(1,333,323)
<b>Net Profit after Taxation Available for Appropriation</b>		<b>31,583,256</b>	<b>180,667</b>
Proposed Dividend		19,166,749	19,166,749
Provision for Tax on Proposed Dividend		3,257,389	3,257,389
Transfer to General Reserve		2,500,000	5,000,000
Profit Carried Over		6,659,118	(27,243,471)
		<b>31,583,256</b>	<b>180,667</b>
<b>Notes on Accounts</b>	22		

### AUDITOR'S REPORT

As per our separate report of even date attached  
For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

**[CA NARENDRA ARORA]**  
PARTNER  
Membership No. 088256  
FRN No. 003316N

**(Ashok Gupta)**  
Managing Director

**(Mahipal Ahluwalia)**  
Director

DATE : 25th May, 2010  
PLACE: DELHI

# AMD Industries Limited (Consolidated)



## CONSOLIDATED SCHEDULE ANNEXED TO ACCOUNTS

(Amount in Rs.)

PARTICULARS			As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 1</b> <b>SHARE CAPITAL</b>  <b>AUTHORISED SHARE CAPITAL</b> 2,50,00,000 Equity Shares of Rs. 10/- Each (Previous Year 2,50,00,000 Equity Share of Rs. 10/- each)  <b>ISSUED, SUBSCRIBED &amp; PAID-UP</b> 1,91,66,749 Equity Shares of Rs. 10/- each fully paid up (Previous year 1,91,66,749 Equity Share of Rs. 10/- each fully paid-up)			250,000,000	250,000,000
			191,667,490	191,667,490
			191,667,490	191,667,490
PARTICULARS	BALANCE AS ON 01-04-2009	ADDITIONS	TRANSFERRED	BALANCE AS ON 31-03-2010
<b>SCHEDULE : 2</b> <b>RESERVES AND SURPLUS</b>  General Reserve Profit and Loss Account Share Premium Account  <b>CURRENT YEAR</b>  <b>PREVIOUS YEAR</b>	22,826,419	2,500,000	-	25,326,419
	85,985,618	6,659,118	-	92,644,736
	650,390,253	-	-	650,390,253
	759,202,290	9,159,118	-	786,361,408
	781,445,761	(22,243,471)	-	759,202,290
PARTICULARS			As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 3</b> <b>SECURED LOANS</b> <b>FROM BANKS</b>  Term Loans Cash Credit Others  <b>FROM OTHERS</b> Term Loans			652,842,177	222,534,842
			108,510,143	165,860,856
			65,973,847	37,138,133
			24,972,877	185,512,585
			852,299,044	611,046,416
<b>Notes :</b>				
1. Term Loan includes Rs. 2031.34 Lac from Punjab National Bank, which is Secured against first pari passu charge on fixed assets excluding Land & Building at C-10, Site-3, Meerut Road Industrial Area, Ghaziabad, U.P. and the securities mentioned at Note No.3, 4 & 5 below. The same is also secured by 2nd pari passu charge on current assets and personal guarantee of Directors.				
2. Term Loan includes Rs. 2279.97 Lac from Union Bank of India, which is Secured against pari passu charge on fixed assets excluding Land & Building at C-10, Site-3, Meerut Road Industrial Area, Ghaziabad, U.P. , Land at Haridwar and the securities mentioned at Note No.3, 4 & 5 below. The same is also secured by 2nd pari passu charge on current assets and by Corporate Guarantee & Land and Building of Other Company and personal guarantee of Directors				
3. Term Loan includes Rs. 52.45 Lac from ICICI Bank Limited and Kotak Mahindra Bank Limited, which is Secured by Hypothecation of Vehicles acquired out of the loan.				
4. Term Loan includes Rs. 239.84 Lac from ICICI Bank Limited , which is Secured by Mortgage of Company's Immovable Properties acquired out of the loan.				
5. Term Loan includes Rs. 249.73 Lac from Indiabulls Housing Finance Limited, which is Secured by Mortgage of Company's Immovable Properties at Mohali acquired out of the loan.				
6. Term Loan includes Rs. 224.22 Lac from Standard Chartered Bank, which is Secured by Personal Guarantee of the Directors.				
7. Cash Credit and Other Working Capital Borrowings of Rs. 1744.84 Lac from State Bank of India are secured against First Charge on the Current Assets of the Company except the securities mentioned at Note No.4 & 5 above and 2nd Charge on Fixed Assets excluding Land & Building at C-10, Site-3, Meerut Road Industrial Area, Ghaziabad, U.P. The same is also secured by personal guarantee of Directors				
PARTICULARS			As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 4</b> <b>UNSECURED LOANS</b> From Banks - OD Account From Directors			-	202,040
			25,657,184	24,560,546
			25,657,184	24,762,586



# AMD Industries Limited (Consolidated)



## SCHEDULE NO. 5

### FIXED ASSETS

Amount in Rs.

PARTICULARS		GROSS BLOCK				DEPRECIATION BLOCK			NET BLOCK		
		Balance As On 01.04.2009	Additions During the Year	Disposal/ Transfer	Balance As On 31.03.2010	Balance As On 01.04.2009	Depreciation For The Year	Adjustments	Balance As On 31.03.2010	W.D.V. 31.03.2010	W.D.V. 31.03.2009
1	LAND	162,037,581	-	628,394	161,409,187	-	-	-	-	161,409,187	162,037,581
2	BUILDING										
	Flat and Residential Building	722,248	-	-	722,248	57,905	11,773	-	69,678	652,570	664,343
	Factory Building	50,819,924	48,363,649	1,464,731	97,718,843	10,120,620	1,919,793	649,106	11,391,307	86,327,535	40,699,304
3	PLANT AND MACHINERY										
	UNIT-I	36,078,513	-	40,000	36,038,513	14,374,030	1,713,729	-	16,087,759	19,950,754	21,704,483
	UNIT-II	-	-	-	-	-	-	-	-	-	-
	New Mould (Pet Preform)(Ghaziabad)	56,105,353	822,033	-	56,927,386	15,318,354	4,431,220	-	19,749,574	37,177,812	40,786,998
	New Mould (Pet Preform)(Neemrana)	-	21,423,767	-	21,423,767	-	81,781	-	81,781	21,341,986	-
	Pet Preform (Ghaziabad)	151,815,063	(0)	-	151,815,063	69,132,673	11,761,870	-	80,894,543	70,920,520	82,682,390
	CSD Closures (Ghaziabad)	121,030,692	-	-	121,030,692	41,873,245	10,423,163	-	52,296,408	68,734,284	79,157,447
	Plant and Machinery (Neemrana)	152,081,787	219,346,094	-	371,427,881	46,528,837	12,388,034	-	58,916,871	312,511,009	105,552,950
	Gas Plant and Oven (Neemrana)	4,773,855	-	-	4,773,855	1,103,834	289,266	-	1,393,100	3,380,755	3,670,021
	Pet 3rd Line	73,618,285	-	-	73,618,285	5,015,355	5,792,287	-	10,807,642	62,810,643	68,602,930
4	VEHICLES	21,797,959	-	377,196	21,420,763	6,727,223	2,084,715	260,328	8,551,610	12,869,153	15,070,736
5	COMPUTER	6,429,541	542,391	-	6,971,932	4,586,843	1,068,000	-	5,654,843	1,317,089	1,842,698
6	FURNITURE, FIXTURES AND FITTINGS	13,847,673	1,857,926	20,500	15,685,099	4,241,533	878,810	13,449	5,106,894	10,578,205	9,606,140
7	OTHER FIXED ASSETS	44,960,824	19,507,467	102,390	64,365,901	10,850,339	2,249,837	(262,520)	13,362,696	51,003,205	34,110,485
8	CAPITAL WORK IN PROGRESS:-										
(i)	PLASTIC DIVISION										
	Plant and Machinery	-	-	-	-	-	-	-	-	-	-
	Generator	-	-	-	-	-	-	-	-	-	-
(ii)	CROWN DIVISION										
	Plant and Machinery	35,448	40,000	35,448	40,000	-	-	-	-	40,000	35,448
	Building	170,000	(170,000)	-	-	-	-	-	-	-	170,000
	Generator (Goods in Transit)	707,800	-	707,800	-	262,520	-	262,520	-	-	445,280
TOTAL		897,032,546	311,733,327	3,376,459	1,205,389,414	230,193,311	55,094,278	922,883	284,364,706	921,024,708	666,839,234
PREVIOUS YEAR		911,071,035	93,540,319	107,578,809	897,032,546	199,819,058	48,055,390	17,681,137	230,193,311	666,839,235	711,251,977

(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 6 INVESTMENTS</b>		
1. MUTUAL FUNDS (AT NAV)		
SBI One India Fund - Dividend (Cost Rs.100000 for 10000 units @ Rs.10 each)	106,700	54,700
SBI - Infrastructure Fund - I - Growth (Cost Rs.100000 for 10000 units @ Rs.10 each)	103,400	56,500
2. QUOTED SHARES (AT COST)		
Petronet LNG	-	690,730
10,000 equity shares fully paid up Shivalik Global Limited		
50,000 equity shares fully paid up (Market Value Rs. 3,86,000 for 50000 Shares @ Rs. 7.72 each as on 31.03.2010 )	3,321,886	3,321,886
	<b>3,531,986</b>	<b>4,123,816</b>
<b>SCHEDULE : 7 INVENTORIES</b>		
Finished Goods	22,243,679	12,061,400
Work in Progress	4,099,500	2,912,900
Raw Material	189,933,945	163,006,554
Job Work in Process	2,508,800	3,265,300
Consumable Stores	489,886	185,165
Packing Material	3,061,376	2,252,696
Scrap	5,011,477	2,374,258
Fuel	1,422,876	1,176,475
Oil and Lubricants	464,707	431,532
Goods in Transit	31,503,001	25,285,674
Store and Spares	4,366,600	2,735,600
Real Estates Inventories	41,026,862	-
Project at Gurgaon	434,824,159	400,466,691
Project at Rewari	151,657,625	151,657,125
	<b>892,614,493</b>	<b>767,811,370</b>
<b>SCHEDULE : 8 SUNDRY DEBTORS</b>		
<b>OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTH</b>		
Unsecured Considered Good	7,036,065	8,211,788
Unsecured Considered Doubtful	1,592,552	1,592,552
<b>OTHERS</b>		
Unsecured Considered Good	195,148,610	196,690,917
	<b>203,777,227</b>	<b>206,495,257</b>

# AMD Industries Limited (Consolidated)



(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 9</b>		
<b>CASH AND BANK BALANCES</b>		
Cash in Hand	110,407	244,765
Foreign Currency in Hand	56,655	106,936
Balance with Scheduled Banks	6,425,224	6,902,357
FDR's as margin money with Scheduled Banks	52,700,363	18,633,044
Interest Accrued on FDR's	2,059,504	948,411
	<b>61,352,153</b>	<b>26,835,513</b>
<b>SCHEDULE : 10</b>		
<b>LOANS AND ADVANCES</b>		
<b>A</b> Considered Good (Recoverable in cash or in kind for value to be received)		
<b>ADVANCE TO SUPPLIER :</b>		
<b>OUTSTANDING FOR A PERIOD EXCEEDING SIX MONTHS</b>		
Unsecured Considered Good	170,132	540,013
<b>OTHERS</b>		
Unsecured Considered Good	2,132,403	3,145,422
Advance Payment of Taxes	9,684,036	11,245,869
Prepaid Expenses	2,188,206	1,316,479
Advance for Capital Assets	101,154,717	110,119,775
Security Deposit	27,695,442	21,494,874
Other Advances	237,622,850	140,002,292
<b>B</b> Considered Doubtful	200,000	200,000.00
	<b>380,847,786</b>	<b>288,064,724</b>
<b>SCHEDULE : 11</b>		
<b>CURRENT LIABILITIES AND PROVISIONS</b>		
<b>A</b> <b>CURRENT LIABILITIES</b>		
Creditors for Goods	266,301,002	165,042,714
Other Liabilities	67,779,371	40,294,675
Advance from Customers	5,184,037	3,150,931
<b>B</b> <b>PROVISIONS</b>		
Income Tax	28,500,000	17,000,000
Fringe Benefit Tax	-	894,012
Wealth Tax	43,000	60,000
Proposed Dividend	19,166,749	19,166,749
Tax on Dividend	3,257,389	3,257,389
Others	110,555,686	16,799,348
	<b>500,787,233</b>	<b>265,665,818</b>
<b>SCHEDULE : 12</b>		
<b>MISCELLANEOUS EXPENDITURE</b>		
<b>(To the extent not written off or adjusted)</b>		
Pre-operative Expenditure	-	708,720
Preliminary Expenses	156,678	313,360
Textile Project Expenses	-	206,180
Deferred revenue Expenditure :		
Expenses for increase in the Authorised Share Capital	195,100	390,200
	<b>351,778</b>	<b>1,618,460</b>
<b>SCHEDULE : 13</b>		
<b>SALES</b>		
<b>MANUFACTURING GOODS</b>		
Domestic	907,347,782	735,683,169
Exports	109,967,109	52,198,894
	<b>1,017,314,891</b>	<b>787,882,063</b>
<b>TRADING GOODS</b>		
Domestic	-	15,186,460
	<b>-</b>	<b>15,186,460</b>
	<b>1,017,314,891</b>	<b>803,068,523</b>
<b>SCHEDULE : 14</b>		
<b>OTHER INCOME</b>		
Interest Income	3,263,841	2,153,096
Difference in Foreign Exchange	5,999,077	-
DEPB & Exports Incentive	7,873,384	1,996,763
Dividend	17,500	15,000
Profit on Sale of Fixed Assets	3,815,981	1,046,049
Profit on Sale of Shares & Investments	100,624	-
Profit on Forward Contract	1,840,958	-
Rent Received	640,000	-
Miscellaneous Income	626,832	1,250,846
	<b>24,178,198</b>	<b>6,461,754</b>
<b>SCHEDULE : 15</b>		
<b>INCREASE/[DECREASE] IN CLOSING STOCK</b>		
<b>Opening Stock</b>		
Work in Progress	2,912,900	2,596,700
Finished Goods	12,061,400	11,059,730
Job Work in Process	3,265,300	3,458,500
Scrap	2,374,258	3,066,488
	<b>20,613,858</b>	<b>20,181,418</b>
<b>Less Closing Stock</b>		
Work in Progress	4,099,500	2,912,900
Finished Goods	22,093,000	12,061,400
Job Work in Process	2,508,800	3,265,300
Scrap	5,011,477	2,374,258
	<b>33,712,777</b>	<b>20,613,858</b>
	<b>13,098,919</b>	<b>432,440</b>

# AMD Industries Limited (Consolidated)



(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 16</b>		
<b>COST OF MATERIAL CONSUMED</b>		
<b>A RAW MATERIALS AND PACKING MATERIALS</b>		
Opening Stock of Raw Material	188,292,228	127,027,618
Add : Purchases : Indigenous	381,595,734	220,769,826
: Imported	289,744,093	330,992,414
: Freight Inward	10,827,823	6,969,886
	870,459,879	685,759,744
Less: Closing Stock of Raw Material	220,894,059	188,292,228
Add : Packing Material Consumed	36,858,453	28,781,432
	<b>686,424,272</b>	<b>526,248,948</b>
<b>B SEMI FINISHED GOODS</b>		
Opening Stock	-	-
Add : Purchases : Imported	11,422,272	-
: Freight Inward	500,087	-
	11,922,359	-
Less: Closing Stock	150,679	-
	<b>11,771,680</b>	<b>-</b>
<b>TOTAL COST OF MATERIAL CONSUMED</b>	<b>698,195,952</b>	<b>526,248,948</b>
<b>SCHEDULE : 17</b>		
<b>COST OF GOODS SOLD - TRADING GOODS</b>		
Opening Stock of Trading Goods	-	-
Add : Purchases	-	15,051,472
	-	15,051,472
Less: Closing Stock of Trading Goods	-	-
	-	15,051,472
<b>SCHEDULE : 18</b>		
<b>MANUFACTURING AND OTHER EXPENSES</b>		
Salaries, Wages and Amanities	20,566,905	16,079,376
Contribution to Provident Fund and Others	1,092,748	892,862
Staff Welfare Expenses	473,893	225,330
Job Work & Contractual Labour	3,690,557	1,996,224
Power and Fuel	66,281,481	54,922,042
Repair and Maintenance		
- Factory Building	1,666,297	1,426,180
- Plant and Machinery	7,907,667	10,055,363
- Others	2,203,269	2,328,368
Consumable Goods	3,360,184	3,567,193
Laboratory Expenses	52,182	21,665
Insurance - Factory Assets	2,609,361	2,266,614
Factory Licence Fees	108,800	48,000
Excise Duty, Service Tax and VAT paid	469,685	92,810
	<b>110,483,029</b>	<b>93,922,027</b>
<b>SCHEDULE : 19</b>		
<b>OFFICE &amp; ADMINISTRATIVE EXPENSES</b>		
Salaries, Wages and Amanities	22,131,887	17,652,967
Staff Welfare Expenses	476,312	342,672
Managerial Remuneration	13,313,750	12,127,948
Director's Sitting Fees	154,000	110,000
Listing Fees	166,739	138,984
Legal and Professional Expenses	5,833,711	4,683,771
Insurance	586,889	394,887
Auditor's Remuneration	519,303	456,545
Travelling and Conveyance Expenses	10,319,636	7,790,328
Electricity Expenses	895,805	881,499
Rent, Rates and Taxes	7,666,580	7,475,999
Telephone Expenses	2,041,330	2,151,792
Repair and Maintenance	1,146,343	1,114,791
Printing and Stationery	834,343	708,439
Provision for Contingent Liabilities	6,000,000	-
Expenses -Real Estates	294,608	-
Other Expenses	3,637,122	4,049,032
	<b>76,018,359</b>	<b>60,079,653</b>
<b>SCHEDULE : 20</b>		
<b>FINANCIAL EXPENSES</b>		
Interest on Working Capital Borrowings	18,501,508	18,699,049
Interest on Unsecured Loans	2,619,093	3,967,629
Bank Charges and Commission	14,653,929	7,762,501
Interest on Term Loan	38,542,842	35,962,431
Other Interest and Finance Charges	6,870,237	13,325,879
Interest on Housing Loans	1,004,132	-
	<b>82,191,741</b>	<b>79,717,489</b>
<b>SCHEDULE : 21</b>		
<b>SELLING AND DISTRIBUTION EXPENSES</b>		
Advertisement	192,715	535,537
Freight Outward & Service Tax Paid	10,609,849	7,622,345
Commission and Rebates	40,886,789	34,490,707
Sales Promotion	819,868	202,069
Other Expenses	355,567	1,277,633
	<b>52,864,787</b>	<b>44,128,291</b>

# AMD Industries Limited (Consolidated)



## SCHEDULE NO. 22 SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS TO THE CONSOLIDATED BALANCE SHEET AND PROFIT AND LOSS ACCOUNT AS AT 31<sup>ST</sup> MARCH 2010.

### 1. PRINCIPLE OF CONSOLIDATION

The consolidated financial statements relate to AMD Industries Limited ('the Company') and its subsidiary companies. The consolidated financial statements have been prepared on the following basis:

- The financial statements of the Company and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expensed, after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profit or losses in accordance with Accounting Standard (AS)-21 – "Consolidated Financial Statements" issued by the Institute of Chartered Accountants of India.
- The difference between the cost of investment in the subsidiaries, over the net assets as the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve as the case may be.
- Minority Interest's Share of the net profit of consolidated subsidiaries for the year is identified and adjusted against the income/loss of the group in order to arrive at the net income attributable to shareholders of the company.
- Minority Interest's Share of the net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separated from liabilities and the equity of the company's shareholders.
- As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.
- The previous year figures have been re-arranged and regrouped wherever necessary to make them comparable with those of Current year.

2. Investments other than in subsidiaries have been accounted as per Accounting Standard (AS) 13 on "Accounting for Investment".

3. Other significant accounting policies

These are set out under "Significant Accounting Policies" as given in the Unconsolidated Financial Statement of AMD Industries Limited and its subsidiaries.

### NOTES ON ACCOUNTS TO THE CONSOLIDATED BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

1. The subsidiary companies considered in the consolidated financial statements are:

Name of the Subsidiaries	Country of Incorporation	Proportion of ownership interest
1. AMD Estates and Developers Pvt. Ltd	India	52.00%
2. Prime Techno Build Pvt. Ltd	India	100.00% (held by AMD Estates & Developers Pvt. Ltd.)

### 2. ACCOUNTING FOR TAXATION ON INCOME AS PER AS-22.

As per the mandatory Accounting Standard –22 on "Accounting for Taxes on Income" issued by the ICAI, the company has recorded the cumulative Deferred tax liability (Net) in respect of timing differences as at 31<sup>st</sup> March 2010.

Deferred Tax Liability (Net)	2009-10	2008-09
As on 01.04.2009	64,156,483	46,261,629
Deferred tax expense for the year Charged to P & L Account	16,135,912	17,894,854
<b>Total Liability up to 31.03.2010</b>	<b>80,292,395</b>	<b>64,156,483</b>

### 3. EARNING PER SHARE (EPS)

Particular	2009-10	2008-09
A) Net Profit as per Profit and Loss Account (Rs.)	31583256	180667
B) Weighted Average number of equity shares used as denominator for calculation EPS	19166749	19166749
C) Basic and Diluted Earning per share of face value of Rs.10 each (Rs.):	1.65	0.01

### 4. SEGMENTAL REPORTING AS PER AS-17

The company and its subsidiaries are principally engaged in the business of packaging products for cold drinks industry, trading in Textile and Real Estate Development. The relevant information about these segments are given as below:

Particulars	Packaging Division	Trading Division	Textile Division	Real Estate Division	Sub Total	Elimination	Total
1. Segment Revenue							
a) External Sales	11121.87	-	-	-	11121.87	-	11121.87
b) Inter Segmental Sale	-	-	-	-	-	-	-
c) Total Revenue	11121.87	-	-	-	11121.87	-	11121.87
2. Segment Result before Interest and Taxes	1335.78	-	-	(22.67)	1313.11	-	1313.11
Less: Interest Expenses	811.87	-	-	10.05	821.92	-	821.92
Add: Other Income	569.21	-	-	1.90	571.11	329.33	241.78
4. Profit Before Tax	1093.12	-	-	(30.82)	1062.30	329.33	732.97
Less: Current Tax	285.43	-	-	-	285.43	-	285.43
Fringe Benefit Tax	-	-	-	-	-	-	-
Deferred Tax	161.45	-	-	(0.09)	161.36	-	161.36
Excess Provision written back	(21.13)	-	-	-	(21.13)	-	(21.13)
Minority Interest	-	-	-	(8.52)	(8.52)	-	(8.52)
5. Net Profit after Tax	667.37	-	-	(22.21)	645.16	329.33	315.83
<b>Other Information</b>							
Segment Assets	12818.52	-	1740.25	4547.65	19106.42	520.00	19626.42
Segment Liabilities	7882.35	-	-	6674.50	14556.85	4974.36	9582.49
Capital Expenditure	1.95	-	-	1.57	3.52	-	3.52
Depreciation	549.59	-	-	1.35	550.94	-	550.94

# AMD Industries Limited (Consolidated)



## 5 RELATED PARTY DISCLOSURE

In compliance of mandatory accounting standard AS-18 prescribed by I.C.A.I., the transaction with the related parties entered into by the company are disclosed as under: -

NATURE OF TRANSACTION	Subsidiaries Co.	Companies/Firms in which Director's are Interested	Key Management Personnel & their Relatives	Amount
Interest on Unsecured Loan	NO	NO	Sh. H.S.Gupta	1170497
Repayment of Unsecured Loan	NO	NO	Sh. H.S.Gupta	2000000
Interest on Unsecured Loan	NO	NO	Sh. Adit Gupta	1324322
Repayment of Unsecured Loan	NO	NO	Sh. Adit Gupta	300000
Unsecured Loan Received	NO	NO	Sh. Ashok Gupta	3600000
Interest on Unsecured Loan	NO	NO	Sh. Ashok Gupta	124274
Remuneration to Director	NO	NO	Sh. Adit Gupta	4799600
Remuneration to Director	NO	NO	Sh. H.S.Gupta	4777888
Remuneration to Director	NO	NO	Sh. Ashok Gupta	4780556
Remuneration to relative of Director	NO	NO	Ms. Vidhi Gupta	605067
Rent Paid	NO	NO	Sh. Adit Gupta	6452550
Rent Paid	NO	NO	Sh. Ashok Gupta	650000
Rent Paid	NO	NO	Smt. Chitra Gupta	900000
Security given against Guest House	NO	Kadam Trees Properties Pvt. Ltd.	NO	12000000
Rent Paid	NO	Kadam Trees Properties Pvt. Ltd.	NO	580800

6. Inventories include Rs 58,64,81,784/- towards cost of land together with expenses incurred there on in respect of real estate project under taken by AMD Estates & Developers P Ltd.
7. The previous year figures have been re-arranged and regrouped wherever necessary to make them comparable with those of Current year.
8. Schedule No. 1 to 22 form integral part of the consolidated balance sheet and Profit & Loss Account for the year ended on 31<sup>st</sup> March 2010.

## CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31ST, 2010

(Amount in Rs.)

PARTICULARS	As At 31-03-2010	As At 31-03-2009
<b>A. CASH FLOW FROM OPERATION ACTIVITIES</b>		
Net Profit before tax	73,297,287	34,576,165
<b>Adjustments For :</b>		
Depreciation	55,094,278	48,055,390
Interest / Financial Expenses	82,190,548	79,717,489
Interest Income	(3,263,841)	(2,153,096)
Loss on Sale of Fixed Assets	(3,754,113)	(510,782)
Miscellaneous Expenditure Written Off.	1,318,367	422,864
DEPB Received	(7,873,384)	1,996,763
<b>Operating Profit before working capital Changes</b>	<b>197,009,142</b>	<b>162,104,793</b>
<b>Adjustments For :</b>		
Trade & Other Receivables	49,245,499	(82,718,806)
Inventories	(124,803,123)	(99,114,665)
Trade & Other Payables	224,513,415	4,221,591
Loans and Advances	(132,780,583)	42,268,599
Miscellaneous Expenditure	(51,685)	(546,005)
<b>Cash Generated From Operations</b>	<b>213,132,665</b>	<b>26,215,507</b>
Direct Tax Paid	17,735,986	13,729,374
<b>Cash Generated From Operating Activities</b>	<b>195,396,679</b>	<b>12,486,133</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(310,880,638)	(12,151,954)
Sale of Fixed Assets	5,355,000	9,020,089
Investments in Shares and Other Investments	591,830	88,800
Interest Received	3,263,841	2,153,096
Sale of Investment		
Security Transaction Tax		
<b>Net Cash from (used in) investing activities</b>	<b>(301,669,967)</b>	<b>(889,969)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Repayment of Secured Loan (Net)	241,252,628	65,528,235
Repayment of Unsecured Loan (Net)	894,598	4,307,818
Interest / Financial Charges	(82,190,548)	(79,717,489)
Dividend Paid	(19,166,749)	(15,333,399)
Capital Enhancement Exp.		
<b>Net Cash from (used in) Financing Activities</b>	<b>140,789,929</b>	<b>(25,214,835)</b>
<b>I Total increase (decrease) in cash and cash equivalents during the year (A+B+C)</b>	<b>34,516,641</b>	<b>(13,618,671)</b>
<b>II Cash and cash equivalents at beginning of year</b>	<b>26,835,513</b>	<b>40,454,184</b>
<b>III Cash and cash equivalents as at 31st March (I+II)</b>	<b>61,352,154</b>	<b>26,835,513</b>

### AUDITOR'S REPORT

As per our separate report of even date attached  
For SURESH & ASSOCIATES  
CHARTERED ACCOUNTANTS

[CA NARENDRA ARORA]

PARTNER

Membership No. 088256

FRN No. 003316N

DATE : 25th May, 2010

PLACE: DELHI

For and on behalf of Board of Directors

(Ashok Gupta)  
Managing Director

(Mahipal Ahluwalia)  
Director



## DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their 5<sup>th</sup> Annual Report together with Audited Accounts for the financial year ended on 31st March 2010

(Rs. In Lacs)

Particulars	Financial Year 2009-10	Financial Year 2008-09
<b>Turnover &amp; Other Income</b>	<b>1.90</b>	<b>(0.10)</b>
Profit before Interest, Depreciation & Taxation	(16.28)	(26.07)
Interest & Financial Charges	Nil	Nil
Profit/(Loss) before Depreciation & Taxation	(16.28)	(26.07)
Depreciation	(1.35)	(1.82)
Profit/(Loss) before Tax	(17.63)	(27.89)
Less: Provision for Tax	Nil	Nil
Current Tax	Nil	Nil
Deferred Tax	(0.24)	(0.09)
Wealth Tax	Nil	Nil
<b>Net Profit/(Loss) for the year</b>	<b>(17.55)</b>	<b>(27.65)</b>
<b>Surplus/(Deficit) carried to Balance Sheet</b>	<b>(17.55)</b>	<b>(27.65)</b>

### Projects

The real estate market of the country has started picking up and to start with in the residential sector. Since your company owns commercial land situated at Gurgaon, Haryana, the company expects finalisation of negotiation with any builder for developing the said land in the last quarter of this calendar year.

### Dividend

Due to revenue constraints, your Directors had not recommended any dividend for the year under review.

### Fixed Deposits

Your company has neither invited nor accepted any deposits from public within the meaning of the Companies (Acceptance of deposits) Rules 1975, during the last financial year.

### Auditors

M/s B.L. Khandelwal & Co. Chartered Accountants, Statutory Auditors of the Company will retire at the conclusion of the forthcoming Annual General Meeting. Your Directors recommend their re-appointment.

### Auditors' Report

The Auditors report to the members together with Audited Account for the year ended on 31<sup>st</sup> March, 2010 and notes thereon are attached, which are self explanatory.

### Directors' Responsibility Statement

Pursuant to the requirement under Section 217 (2AA) of the Companies (Amendment) Act, 2000, with respect to Directors responsibility statement, it is hereby confirmed that:

- In the preparation of Annual Accounts for the financial year 2009-10, the applicable Accounting Standards have been followed along with proper explanations relating to material departures, if any, and that there are no material discrepancies;
- The Directors have selected such Accounting Policies and applied them consistently and made prudent judgments & estimates that are reasonable so as to give a true and fair view of the State of Affairs of the Company as at 31st March 2010 and the Profit & Loss A/c of the Company for the accounting year ended on that date;
- The Directors have taken proper & 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 & detecting the fraud and other irregularities;
- The Directors have prepared the Annual Accounts for the financial year 2009-10, on "going concern basis."

### Directors

Pursuant to the provisions of the Companies Act, 1956 Mr. Ashok Gupta, Director of the Company retires by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting.

### Subsidiary Company

The Statement and particulars relating to the Company's Subsidiary Prime Techno Build Private Limited pursuant to Section 212 of the Companies Act, 1956 are attached to this report as an annexure.

### Particulars of Employees

None of the employee has received remuneration exceeding the ceilings as prescribed under the provisions of sections 217 of the Companies Act, 1956 as such no information has been declared under section 217 (2A) read with the Companies (Particulars of Employees) Rules, 1975.

### Conservation of Energy, Technology Absorptions, Foreign Exchange Earnings and Outgo.

Disclosure of particulars with respect to conservation of Energy are not applicable to the Company. There was no research and development expenditure incurred & technology absorption is not applicable.

Further there were no foreign exchange earnings and outgo in the financial year under review.

### Acknowledgments

Your Directors place on record their grateful thanks to the Bankers of the Company, Government Departments and other agencies for their co-operation and assistance and appreciation to the employees of the Company for their sincerity, dedication and hard work.

For and on behalf of the Board of Directors

Place: New Delhi  
Date: 04<sup>th</sup> August 2010

Ashok Gupta  
(Director)

Adit Gupta  
(Director)



## AUDITOR'S REPORT

TO THE MEMBERS OF

**AMD ESTATES AND DEVELOPERS PVT. LTD.**

- 1 We have audited the attached Balance Sheet of **AMD ESTATES AND DEVELOPERS PVT. LTD** as at **31<sup>st</sup> March, 2010** and the Profit & Loss Account of the Company for the Period ended on that date, both attached 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 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 estimated 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 (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Sub-Section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said Order to the extent applicable of the Company.
4. 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 accounts as required by law have been kept by the Company so far as appears from our examination of those books.
  - (c) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account. In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
  - (d) On the basis of written representations received from the Directors as on **31<sup>st</sup> March, 2010** and taken on record by the Board of Directors, we report that none of the Directors are disqualified as on **31<sup>st</sup> 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.
  - (e) In our opinion and to the best of our information and according to the explanations given to us, 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.
    - (i) In the case of the Balance Sheet, of the state of affairs of the company as at **31<sup>st</sup> March 2010**.
    - (ii) In the case of Profit and Loss Account, of the **Loss** of the Company for the period ended on that date.
    - (iii) in the case of Cash Flow statement, of the cash flows for the year ended on that date.

**FOR B.L.KHANDELWAL & CO.**  
**CHARTERED ACCOUNTANTS**

**CA. B.L. KHANDELWAL**  
**(PARTNER)**  
**M.No.: - F - 12331**  
**FRN 000998N**

**Place: New Delhi**  
**Date: 25th May, 2010**

## ANNEXURE TO THE AUDITOR'S REPORT

**(Referred to in paragraph 3 of our report of even date)**

- 1
  - I) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - ii) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals. According to information and explanations given to us, no material discrepancies were noticed on such verifications.
  - iii) According to the information and explanation given to us, the Company has not disposed off substantial part of fixed assets during the year.
- 2
  - I) As explained to us, inventories have been physically verified by the management at regular intervals during the year. In our opinion, the frequency of verification is reasonable.
  - ii) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - iii) In our opinion, the Company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
- 3
  - I) The company has granted loan to one company covered in the register maintained under section 301 of the companies Act, 1956. The year end balance of loans granted to party is Rs.4.74 crore.
  - ii) The company has granted the loan to a wholly owned subsidiary company free of interest and there are no covenants with regard to repayment of loan. In our opinion the rate of interest and other terms and conditions of such loans are not prime facie prejudicial to the interest of the company due to holding/subsidiary relationship of both the companies.
  - iii) The parties have repaid the principal amounts as stipulated and have also been regular in the payment of interest to the company.
  - iii) There is no overdue amount in excess of Rs.1 lakh in respect of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
  - iv) The company has taken loan from one company covered in the register maintained under section 301 of the companies, Act. The year end balance of loans taken from such party was Rs.49.74 crore.
  - v) In our opinion, the rate of interest and other terms and conditions on which loans have been taken from companies, firms or to other parties listed in the register maintained under section 301 of the companies Act 1956 are not, prime facie, prejudicial to the interest of the company.



- vi) The company is regular in repaying the principal amounts as stipulated and has been regular in the payment of interest.
- 4 In our opinion and according to the information and explanations given to us, there were adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal control.
- 5 In respect of Transactions covered under section 301 of the Company Act, 1956:
- I In our opinion and according to the information and explanation given to us, there are no contracts or arrangements that needed to be entered in the register maintained under section 301 of the Companies Act, 1956.
- II In our opinion and according to the information and explanations given to us, the transaction made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the companies Act and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices the relevant time.
- 6 According to the information and explanations given to us, the company has not accepted any deposits from the 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 information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 209 (I)(d) of the Companies Act, 1956 for any of the products of the Company.
9. i. The Company is regular in depositing with appropriate authorities, undisputed statutory dues including Provident Fund, investor education, protection fund & Employee State Insurance, income tax, sales tax, wealth tax, service tax, cess and other material statutory dues applicable to it.
- ii According to the records of the company, there are no dues outstanding of sales tax, income tax, custom duty, wealth tax, service tax, excise duty and cess on account of any dispute.
- 10 The accumulated losses of the company are more than fifty percent of its network. The company has incurred cash losses for the year ended 31<sup>st</sup> March, 2010.
- 11 Based on the examination of the books of account and related records and according to the information and explanations provided to us, the Company has not defaulted in repayment of dues to any financial institution or banks.
- 12 According to the information and explanation given to us, the Company has not granted loans and advanced on the basis of security by way of pledge of shares, debentures and other securities.
- 13 In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4 (xiii) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
- 14 In our opinion, the company is not dealing in or trading in shares, securities, debentures and other investment. Accordingly, the provisions of clause 4(XV) of the companies (Auditors Report) Order 2003 are not applicable to the company.
- 15 According to the information and explanations given to us the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- 16 According to the information and explanation given to us and on the basis of examination of books, terms loans have been applied for the purpose for which it was raised.
- 17 Based on the examination of the books of account and related records and according to the information and explanations provided to us, the company has not utilized funds raised on short-term basis for long term investment.
18. According to the information and explanations 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.
19. According to the information and explanation given to us, the company has not issued any debentures during the year.
20. The company has not raised any money by public issue during the year.
21. According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year.

**FOR B.L.KHANDELWAL & CO.  
CHARTERED ACCOUNTANTS**

**CA. B.L. KHANDELWAL  
(PARTNER)  
M.No.: - F – 12331  
FRN 000998N**

**Place: New Delhi  
Date: 25th May, 2010**



# AMD Estates & Developers Pvt. Ltd.



## BALANCE SHEET AS AT 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	As at 31-03-2010	As at 31-03-2009
<b>SOURCES OF FUND:</b>			
<b>Shareholders Fund:</b>			
Share Capital	1	100,000,000.00	100,000,000.00
<b>Loan Funds:</b>			
Secured Loan	2	170,059,796.00	160,661,837.00
Unsecured Loan	3	497,435,961.17	482,146,698.17
<b>Total</b>		<b>767,495,757.17</b>	<b>742,808,535.17</b>
<b>Application of Funds:</b>			
<b>Fixed Assets:</b>			
Gross Block of Assets	4	954,167.00	954,167.00
Less: Depreciation		561,472.00	426,354.00
Net Block of Assets		392,695.00	527,813.00
<b>Deferred Tax Assets</b>		46,609.00	37,946.00
<b>Investments:</b>	5	100,000.00	100,000.00
<b>A. Current Assets, Loan &amp; Advances :</b>	6	771,500,858.77	754,806,013.12
<b>B. Current Liabilities and Provisions :</b>	7	11,746,802.00	18,263,056.00
<b>Net Current Assets (A-B)</b>		<b>759,754,056.77</b>	<b>736,542,957.12</b>
Miscellaneous Expenses (To the extent not written off or Adjusted)		152,210.00	304,420.00
<b>PROFIT AND LOSS ACCOUNT</b>		<b>7,050,186.40</b>	<b>5,295,399.05</b>
<b>Total</b>		<b>767,495,757.17</b>	<b>742,808,535.17</b>
Significant Accounting Policies and Notes to Accounts	10	-	-

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA B.L. KHANDELWAL]  
PARTNER  
Membership No. 12331  
FRN No. 000998N

(H.S. Gupta)  
Director

(Ashok Gupta)  
Director

DATE : 25th May, 2010  
PLACE: DELHI

# AMD Estates & Developers Pvt. Ltd.



## PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	Year Ended As at 31-03-2010	Year Ended As at 31-03-2009
<b>A. INCOME:-</b>			
Interest Income		190,192.00	10,356.00
<b>Total</b>		<b>190,192.00</b>	<b>10,356.00</b>
<b>B. EXPENDITURE:-</b>			
Administrative and Finance Expenses	8	1,666,132.35	2,434,848.78
FBT and Interest on FBT		182.00	30344.00
Miscellaneous Expenditure written off		152,210.00	152,210.00
<b>Profit &amp; (Loss) Before Depreciation &amp; Tax</b>		<b>(1,628,332.35)</b>	<b>(2,607,046.78)</b>
Less: Depreciation		135,118.00	181,988.00
<b>Profit before Tax</b>		<b>(1,763,450.35)</b>	<b>(2,789,034.78)</b>
Less: Provision for Taxation		-	-
Less: Deferred Tax Liability/(Assets)		(8,663.00)	(23,643.00)
<b>Loss after Tax &amp; Depreciation</b>		<b>(1,754,787.35)</b>	<b>(2,765,391.78)</b>
<b>Loss for Previous Year</b>		<b>(5,295,399.05)</b>	<b>(2,530,007.27)</b>
<b>Transferred to Balance sheet</b>		<b>(7,050,186.40)</b>	<b>(5,295,399.05)</b>
Significant Accounting Policies and Notes to Accounts	10		

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA B.L. KHANDELWAL]  
PARTNER  
Membership No. 12331  
FRN No. 000998N

(H.S. Gupta)  
Director

(Ashok Gupta)  
Director

DATE :25th May, 2010  
PLACE: DELHI

# AMD Estates & Developers Pvt. Ltd.



## SCHEDULE ANNEXED TO ACCOUNTS

(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 1</b>		
<b>SHARE CAPITAL</b>		
<b>Authorised Share Capital</b> (1 crore of equity shares of Rs 10 each) (Previous year 1 Crore equity shares of Rs 10 each)	100,000,000.00	100,000,000.00
<b>Issued, called up &amp; Paid Up Capital</b> (10000000 Equity shares of Rs. 10 each fully paid up) (Previous year 10000000 equity shares of Rs 10 each fully paid up)	100,000,000.00	100,000,000.00
<b>Total</b>	<b>100,000,000.00</b>	<b>100,000,000.00</b>
<b>SCHEDULE-2</b>		
<b>SECURED LOAN</b>		
<b>Kotak Mahindra Bank Limited</b> (Secured against the mortgage of immovable property belonging to the Director's wife and personal guarantee of the directors and corporate guarantee of the Holding company)	170,059,796.00	-
<b>India Bulls Financial Services Ltd.</b> (Secured against the mortgage of immovable property belonging to the Director's wife & Directors HUF and personal guarantee of the directors and corporate guarantee of the Holding company)	-	66,417,281.00
<b>India Bulls Financial Services Ltd.</b> (Secured against the mortgage of immovable property belonging to the Director's wife & Directors HUF and personal guarantee of the directors)	-	94,244,556.00
<b>Total</b>	<b>170,059,796.00</b>	<b>160,661,837.00</b>
<b>SCHEDULE-3</b>		
<b>UNSECURED LOAN</b>		
AMD Industries Limited (Holding Company)	497,435,961.17	482,146,698.17
<b>Total</b>	<b>497,435,961.17</b>	<b>482,146,698.17</b>

### SCHEDULE- 4 FIXED ASSETS

S.NO.	PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK	
		As on 01/04/2009	Additions	Deletions	As on 31/03/2010	As on 01/04/2009	For the year	Written back	As on 31/03/2010	As on 31/03/2010
1	Car	939,167.00			939,167.00	424,144.00	133,339.00	-	557,483.00	381,684.00
2	Mobile	15,000.00	-	-	15,000.00	2,210.00	1,779.00	-	3,989.00	11,011.00
	<b>Total</b>	<b>954,167.00</b>	<b>-</b>	<b>-</b>	<b>954,167.00</b>	<b>426,354.00</b>	<b>135,118.00</b>	<b>-</b>	<b>561,472.00</b>	<b>392,695.00</b>
	<b>Previous Year</b>	<b>954,167.00</b>	<b>-</b>	<b>-</b>	<b>954,167.00</b>	<b>244,366.00</b>	<b>181,988.00</b>	<b>-</b>	<b>426,354.00</b>	<b>527,813.00</b>

(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 5</b>		
<b>INVESTMENT IN SUBSIDIARY</b>		
Investments (10000 Equity Shares of Rs. 10 each in Prime -Techno Build (P) Ltd.)	100,000.00	100,000.00
<b>Total</b>	<b>100,000.00</b>	<b>100,000.00</b>
<b>SCHEDULE-6</b>		
<b>CURRENT ASSETS, LOANS &amp; ADVANCES</b>		
<b>INVENTORIES</b> (As Taken, Valued and certified by the Management) As per Schedule-9 attached	656,137,140.67	588,846,509.67
<b>CASH AND BANK BALANCES :</b>		
Cash-in-hand	5,650.45	30,647.45
Cash at Bank (State Bank of India)	2,089,995.00	259,880.00
Cash at Bank (Union Bank of India)	10,729.65	11,000.00
Cash at Bank (HDFC Bank)	40,000.00	6,040,000.00
Cash at Bank (Kotak Mahindra Bank)	85,499.00	-
<b>LOANS AND ADVANCES</b>		
Advance against TDS ( Indiabulls Credit Limited)	-	5,167.00
Advance against TDS ( Indiabulls Financial Services Ltd.)	-	55,529.00
Prepaid Insurance	13,770.00	20,163.00
Advance Income Tax and TDS (A.Y.2009-2010)	2,133.00	2,133.00
Advance Income Tax and TDS (A.Y.2010-2011)	39,180.00	-
TDS Refundable	73,978.00	73,978.00
Advance to Naveen Gautam	15,000.00	15,000.00
Hind Ispat Limited	-	31,508,223.00
Share Application Money (Prime Techno Build Pvt. Ltd.)	50,000.00	-
Prime Techno Build Pvt. Ltd.( Interest Free Loan to Subsidiary Company)	47,437,783.00	47,437,783.00
Sarthav Builders (Rewari Project)	65,000,000.00	80,000,000.00
Vastunidhi	500,000.00	500,000.00
<b>Total</b>	<b>771,500,858.77</b>	<b>754,806,013.12</b>



(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE-7</b>		
<b>CURRENT LIABILITIES AND PROVISIONS</b>		
Audit Fee Payable	11,030.00	11,030.00
Electricity Expenses Payable	2,480.00	849.00
FBT Payable	-	19,012.00
Interest on FBT Payable	-	904.00
Legal and Professional Charges Payable	67,529.00	115,271.00
Motor Car Maintenance Payable	6,639.00	-
Salary Payable	6,800.00	49,800.00
SVR Realtors (P) Limited	10,000,000.00	10,000,000.00
TDS Payable	1,650,612.00	8,065,240.00
Telephone Expenses Payable	1,712.00	950.00
<b>TOTAL</b>	<b>11,746,802.00</b>	<b>18,263,056.00</b>
<b>SCHEDULE : 8</b>		
<b>ADMINISTRATIVE AND FINANCE EXPENSES</b>		
Advertisement	-	152,392.00
Audit Fees	11,030.00	11,030.00
Bank Charges and Commission	1,110.35	1,240.00
Conveyance	30.00	-
Electricity Expenses	2,061.00	10,419.00
Ex-Gratia	2,031.00	-
Festival Expenses	3,000.00	-
Filling Fees	1,120.00	1,112.00
General Expenses	434.00	7,575.00
Insurance Expenses	20,393.00	20,536.00
Interest on TDS	-	29,497.00
Legal and Professional Charges	1,447,779.00	1,801,878.00
Motor Car Maintenance	48,023.00	101,683.00
Office Maintenance	-	650.00
Printing and Stationery	1,000.00	706.00
Salary	81,600.00	249,439.00
Short and Excess Recovery	1.00	-
Staff Welfare	621.00	1,200.00
Telephone expenses	30,601.00	27,605.78
Travelling Expenses	14,548.00	17,886.00
Vehicle Maintenance	750.00	-
<b>Total</b>	<b>1,666,132.35</b>	<b>2,434,848.78</b>
<b>SCHEDULE-9</b>		
<b>INVENTORIES</b>		
<b>A. Rewari Project</b>		
Land	70,071,822.00	70,071,822.00
Surveyor Fees	25,000.00	25,000.00
Bank Charges & Comm.	15,636.00	15,636.00
Borrowing Cost	77,613,884.00	62,292,741.00
Finance Expenses	1,322,400.00	1,322,400.00
Land Development expenses	1,054,337.50	1,053,837.50
<b>Sub Total (A)</b>	<b>150,103,079.50</b>	<b>134,781,436.50</b>
<b>B. Gurgaon Project</b>		
Land	357,948,578.00	357,948,578.00
Borrowing Cost	147,251,632.17	95,328,600.17
Land Development Expenses	833,851.00	787,895.00
<b>Sub Total (B)</b>	<b>506,034,061.17</b>	<b>454,065,073.17</b>
<b>Grand Total</b>	<b>656,137,140.67</b>	<b>588,846,509.67</b>

## Schedule - 10

### A. SIGNIFICANT ACCOUNTING POLICIES:

#### AS-1 Disclosure of Accounting Policies

The accounts have been prepared using historical cost convention and on the basis of going concern, with revenues recognised and expenses accounted on actual basis, unless otherwise stated.

#### AS-2 Inventories

Inventories are valued as under :

- Building Materials, Stores, Spares Parts at cost
- Projects in Progress at cost

#### AS-4 Events occurring after the Balance Sheet Date

Assets and Liabilities are adjusted for events occurring after the balance sheet date that provide additional evidence to assist the estimation of amounts relating to conditions existing at the balance sheet date.

#### AS-5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies

Significant items of Extra-ordinary Items, and Prior Period Incomes and Expenditures are accounted in accordance with Accounting Standard 5.

#### AS-6 Depreciation Accounting

- Depreciation on fixed assets if provided on written down basis at the rates and in the manner prescribed in Schedule XIV to the Companies.
- Where during any financial year, any addition has been made, if any asset, or where any assets has been sold, discarded, demolished or destroyed, the depreciation on such assets have been calculated on a prorata basis from the date of such addition or, as the case may be, up to the date on which such asset has been sold, discarded, demolished or destroyed.

# AMD Estates & Developers Pvt. Ltd.



## AS-9 Revenue Recognition

Revenue are recognised in accordance with the Accounting Standard (AS-9) issued by the Institute of Chartered Accountant of India, Accordingly, where there are uncertainties in the ascertainties/realization of income the same is not accounted for.

## AS-10 Accounting for Fixed Assets

Fixed Assets are stated at cost of acquisition less depreciation. All costs attributable to bring the fixed assets to a working condition are capitalized.

## AS-13 Accounting for Investments

Long-term investments are stated at cost except those investments which in the management's opinion have suffered permanent diminution and thus valued at nominal rate. Current investments are valued at cost or fair market value whichever is less.

## AS-15 Accounting of Retirement Benefits

At present no retirement benefits are available to the employees. The same shall be provided for as and when they become applicable to the company.

## AS-18 Related Party Disclosure

The following are the related party

AMD Industries Ltd

Prime Techno Build (P) Ltd.

Ashok Gupta

H.S.Gupta

Holding Company

Subsidiary Company

Director

Director

The following transaction has been undertaken during the year.

Particulars	Holding Company	Subsidiary Company	Key Management personnel
Opening Balance	482146698.17	-	-
Loan Taken	67556400.00	-	-
Loan Refund including TDS	85199800.00	-	-
Interest on Loan Credited	32932663.00	-	-
Closing Balance	497435961.17	-	-

## AS-21 Consolidated Financial Statements

The financial statements of the company and its Subsidiaries have been prepared based on line – by- line consolidation by adding together the book values of like items of assets , liabilities , income and expenses as per the respective financial statements duly certified by the auditors of the respective companies. Intra group balances and intra group transactions have been eliminated.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The presentation to the extent possible are in the same manner as the company's individual financial statements.

## AS-22 Accounting for Taxes on Income

### a) Current Tax

Current Tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act, 1961.

### b) Deferred Tax

The company recognised deferred tax assets or deferred tax liability based on the tax effect for timing difference i.e., the differences that originates in one accounting period and capable of reversal in subsequent periods. The deferred tax assets are recognised only to the extent there is a reasonable certainty of realization in future. The tax effect is calculated based on the prevailing enacted or subsequently enacted regulations. The deferred tax assets/liabilities are reviewed as at each balance sheet based on developments during the year.

## AS-26 Intangible Assets

Intangible assets are stated at cost less accumulated amortisation.

## AS-29 Provisions, Contingent Liabilities and Contingent Assets

a) A present obligation, which could be reliably estimated, is provided in the accounts.

b) Contingent Liabilities are disclosed by way of notes in the Balance Sheet.

c) Contingent Assets are neither recognised nor disclosed.

## B. NOTES TO ACCOUNTS

### 1. Managerial Remuneration

None of the employee of the Company was in receipt of or entitled to receive remuneration in aggregate of Rs. 1,00,000/- or more per month or Rs. 12,00,000/- per annum.

### 2. Remuneration to Auditors

	Year ended 31/03/2010	Year ended 31/03/2009
a) Audit fee	6618.00	6618.00
b) Tax Audit fee	2758.00	2758.00
c) Company Law Matters 1654.00	1654.00	
<b>Total Rs.</b>	<b>11,030.00</b>	<b>11,030.00</b>

### 3. Debtors, Creditors and Loans & Advances

The outstanding balances as on 31.03.2010 in respect of Sundry Debtors, Creditors, Loans & Advances and other receivable Deposits are subject to confirmation from parties.

### 4. The deferred tax assets has been created in respect of depreciation

W.D.V. as per Companies Act

Rs 3,92,695.00

W.D.V. as per Income Tax Act

Rs 5,43,533.00

Difference

Rs 1,50,838.00

Provision of Deferred Tax Assets @ 33.90%

Rs 46,609.00

### 5. Figures of the previous year have been re-grouped/re-arranged wherever considered to make them comparable with this year's figures.

As per our separate report of even date attached

for **B.L. Khandelwal & Co.**

CHARTERED ACCOUNTANTS

**For and on behalf of Board of Directors**

**[CA B.L. KHANDELWAL]**

PARTNER

Membership No. 12331

FRN No. 000998N

**(H.S. Gupta)**

Director

**(Ashok Gupta)**

Director

DATE : 25th May, 2010

PLACE: DELHI

# AMD Estates & Developers Pvt. Ltd.



## CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31ST 2010

(Amount in Rs.)

PARTICULARS	Year Ended 31-03-2010	Year Ended 31-03-2009
<b>A. CASH FLOW FROM OPERATION ACTIVITIES</b>		
Net Profit before tax	(1,763,450.35)	(2,761,198.78)
Adjustments For :		
Depreciation	135,118.00	181,988.00
Interest / Financial Expenses	182.00	32,005.00
Interest Income	(190,192.00)	(10,356.00)
Miscellaneous Expenditure Written Off.	152,210.00	152,210.00
<b>Operating Profit before working capital Changes</b>	<b>(1,666,132.35)</b>	<b>(2,405,351.78)</b>
Adjustments For :		
Trade & Other Receivables	46,477,469.00	36,714,206.00
Inventories	(67,290,631.00)	(69,462,025.00)
Trade & Other Payables	(6,516,254.00)	(4,255,477.00)
Miscellaneous Expenditure		
<b>Cash Generated From Operations</b>	<b>(28,995,548.35)</b>	<b>(39,408,647.78)</b>
Direct Tax Paid	(8,663.00)	4,193.00
<b>Cash Generated From Operating Activities</b>	<b>(28,986,885.35)</b>	<b>(39,412,840.78)</b>
<b>B. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issue of Share Capital / Share Application Money	-	-
Net Secured Loan	9,397,959.00	22,611,829.00
Net Unsecured Loan	15,289,263.00	21,988,010.00
Interest / Financial Charges	(182.00)	(32,005.00)
<b>Net Cash from (used for) Financing Activities</b>	<b>24,687,040.00</b>	<b>44,567,834.00</b>
<b>C. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase for Fixed Assets	-	-
Investment in Shares	-	-
Interest Received	190,192.00	10,356.00
<b>Net Cash from (used for) investing activities</b>	<b>190,192.00</b>	<b>10,356.00</b>
<b>I. Total increase (decrease) in cash and cash equivalents during the year (A+B+C)</b>	<b>(4,109,653.35)</b>	<b>5,165,349.22</b>
<b>II. Cash and cash equivalents at beginning of year</b>	<b>6,341,527.45</b>	<b>1,176,178.23</b>
<b>III. Cash and cash equivalents as at 31st March (I+II)</b>	<b>2,231,874.10</b>	<b>6,341,527.45</b>

As per our separate report of even date attached for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

**[CA B.L. KHANDELWAL]**  
PARTNER  
Membership No. 12331  
FRN No. 000998N  
DATE : 25th May, 2010  
PLACE: DELHI

**(H.S. Gupta)**  
Director

**(Ashok Gupta)**  
Director

## BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE AS PER SCHEDULE VI, PART IV OF THE COMPANIES ACT, 1956

I	Registration Details	U45201DL2005PTC143397	State Code	55
	Registration No.			
	Balance Sheet Date	31032010		
II	Capital Raised during the year (Amounts in Rs.Thousands)			
	Public Issue	NIL	Right Issue	NIL
	Bonus Issue	NIL	Private Placement	NIL
III	Position of Mobilisation & Deployment of funds (Amount in Rs. Thousands)			
	Total Liabilities	767495	Total Assets	767495
	<b>SOURCES OF FUNDS</b>			
	Paid-up Capital	100000	Reserves & Surplus	-
	Secured Loans	170060	Unsecured Loans	497436
	<b>APPLICATION OF FUNDS</b>			
	Net Fixed Assets	393	Investments	100
	Net Current Assets	759754	Deferred Tax Assets	47
	Misc.Expenditure	152	Profit & Loss	-7050
IV	Performance of Company (Amount in Rs. Thousands)			
	Turnover	190	Total Expenditure	1953
	Profit before Tax & Extraordinary Items	-1763	Profit after Tax & Extraordinary Items	-1755
	Earning per Share (in Rs.)	-	Dividend Rate %	-
V	Generic Names of Principal Products/Services of Company (as per monetary terms)			
	Item code No. (ITC Code)			NA
	Product Description	REAL ESTATE DEVELOPER		



## AUDITORS' REPORT

TO THE MEMBERS OF

**AMD ESTATES & DEVELOPERS PVT. LTD.**

1. We have audited the attached **Consolidated Balance Sheet** of **AMD ESTATES & DEVELOPERS PVT. LTD.** and its subsidiaries as at 31<sup>st</sup> March, 2010, and also the Consolidated Profit & Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management and have been prepared by the Management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes, examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimated 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. We report that the consolidated financial statements have been prepared by the Company's Management in accordance with the requirements of Accounting Standard 21, Consolidated Financial Statements issued by the Institute of Chartered Accountants of India.
4. Based on our audit and on consideration of reports of other auditors on separate financial statements and on the other financial information of the components, and to the best of the information and according to the explanations given to us, we are of the opinion that the attached 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 Company and its subsidiaries as at **31<sup>st</sup> March, 2010.**
  - b) In the case of the Consolidated Profit & Loss Account, of the consolidated **loss** of the Company and its subsidiaries for the year ended; and
  - c) In the case of the Consolidated Cash Flow Statement, of the consolidated cash flows of the company and its subsidiaries for the year ended.

**FOR B.L.KHANDELWAL & CO.  
CHARTERED ACCOUNTANTS**

**CA. B.L. KHANDELWAL  
(PARTNER)  
M.No.: - F – 12331  
FRN 000998N**

**Date : 25th May, 2010  
Place: New Delhi**



# AMD Estates & Developers Pvt. Ltd. (Consolidated)



## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	As at 31-03-2010	As at 31-03-2009
<b>SOURCES OF FUND:</b>			
<b>Shareholders Fund:</b>			
Share Capital	1	100,000,000.00	100,000,000.00
<b>Loan Funds:</b>			
Secured Loan	2	170,059,796.00	160,661,837.00
Unsecured Loan	3	497,435,961.17	482,146,698.17
<b>Total</b>		<b>767,495,757.17</b>	<b>742,808,535.17</b>
<b>Application of Funds:</b>			
<b>Fixed Assets:</b>	4		
Gross Block of Assets		954,167.00	954,167.00
Less: Depreciation		561,472.00	426,354.00
Net Block of Assets		392,695.00	527,813.00
<b>Deferred Tax Assets</b>		46,609.00	37,946.00
<b>Goodwill on Consolidation</b>		4,825.00	4,825.00
<b>A. Current Assets, Loan &amp; Advances :</b>	5	771,593,258.77	754,961,216.12
<b>B. Current Liabilities and Provisions :</b>	6	11,815,075.00	18,378,571.00
<b>Net Current Assets (A-B)</b>		759,778,183.77	736,582,645.12
Miscellaneous Expenses		156,678.00	313,360.00
(To the extent not written off or Adjusted)			
<b>PROFIT AND LOSS ACCOUNT</b>		7,116,766.40	5,341,946.05
<b>Total</b>		<b>767,495,757.17</b>	<b>742,808,535.17</b>
Significant Accounting Policies and Notes to Accounts	9		

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA B.L. KHANDELWAL]  
PARTNER  
Membership No. 12331  
FRN No. 000998N

(H.S. Gupta)  
Director

(Ashok Gupta)  
Director

DATE : 25th May, 2010  
PLACE: DELHI

# AMD Estates & Developers Pvt. Ltd. (Consolidated)



## CONSOLIDATED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	Year Ended As at 31-03-2010	Year Ended As at 31-03-2009
<b>A. INCOME:-</b>			
Interest Income		190,192.00	10,356.00
<b>Total</b>		<b>190,192.00</b>	<b>10,356.00</b>
<b>B. EXPENDITURE:-</b>			
Administrative and Finance Expenses	8	1,681,693.35	2,442,740.78
FBT and Interest on FBT		182.00	30,344.00
Miscellaneous Expenditure written off		156,682.00	156,682.00
<b>Profit &amp; (Loss) Before Depreciation &amp; Tax</b>		<b>(1,648,365.35)</b>	<b>(2,619,410.78)</b>
Less: Depreciation		135,118.00	181,988.00
<b>Profit before Tax</b>		<b>(1,783,483.35)</b>	<b>(2,801,398.78)</b>
Less: Provision for Taxation		-	-
Less: Deferred Tax Liability/(Assets)		(8,663.00)	(23,643.00)
<b>Loss after Tax &amp; Depreciation</b>		<b>(1,774,820.35)</b>	<b>(2,777,755.78)</b>
<b>Loss for Previous Year</b>		<b>(5,341,946.05)</b>	<b>(2,564,190.27)</b>
<b>Transferred to Balance sheet</b>		<b>(7,116,766.40)</b>	<b>(5,341,946.05)</b>
Significant Accounting Policies and Notes to Accounts	9		

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

**[CA B.L. KHANDELWAL]**  
PARTNER  
Membership No. 12331  
FRN No. 000998N

**(H.S. Gupta)**  
Director

**(Ashok Gupta)**  
Director

DATE : 25th May, 2010  
PLACE: DELHI

# AMD Estates & Developers Pvt. Ltd. (Consolidated)



## SCHEDULE ANNEXED TO ACCOUNTS

(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 1</b>		
<b>SHARE CAPITAL</b>		
<b>Authorised Share Capital</b> (1 crore of equity shares of Rs 10 each) (Previous year 1 Crore equity shares of Rs 10 each)	100,000,000.00	100,000,000.00
<b>Issued, called up &amp; Paid Up Capital</b> (10000000 Equity shares of Rs. 10 each fully paid up) (Previous year 10000000 equity shares of Rs 10 each fully paid up)	100,000,000.00	100,000,000.00
<b>Total</b>	<b>100,000,000.00</b>	<b>100,000,000.00</b>
<b>SCHEDULE-2</b>		
<b>SECURED LOAN</b>		
<b>Kotak Mahindra Bank Limited</b> (Secured against the mortgage of immovable property belonging to the Director's wife and personal guarantee of the directors and corporate guarantee of the Holding company )	170,059,796.00	-
<b>India Bulls Financial Services Ltd.</b> (Secured against the mortgage of immovable property belonging to the Director's wife & Directors HUF and personal guarantee of the directors and corporate guarantee of the Holding company )	-	66,417,281.00
<b>India Bulls Financial Services Ltd.</b> (Secured against the mortgage of immovable property belonging to the Director's wife & Directors HUF and personal guarantee of the directors )	-	94,244,556.00
<b>Total</b>	<b>170,059,796.00</b>	<b>160,661,837.00</b>
<b>SCHEDULE-3</b>		
<b>UNSECURED LOAN</b>		
AMD Industries Limited (Holding Company)	497,435,961.17	482,146,698.17
<b>Total</b>	<b>497,435,961.17</b>	<b>482,146,698.17</b>

### SCHEDULE- 4 FIXED ASSETS

S.NO.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As on 01/04/2009	Additions	Deletions	As on 31/03/2010	As on 01/04/2009	For the year	Written back	As on 31/03/2010	As on 31/03/2010	As on 31/03/2009
1	Car	939,167.00	-	-	939,167.00	424,144.00	133,339.00	-	557,483.00	381,684.00	515,023.00
2	Mobile	15,000.00	-	-	15,000.00	2,210.00	1,779.00	-	3,989.00	11,011.00	12,790.00
	<b>Total</b>	<b>954,167.00</b>	<b>-</b>	<b>-</b>	<b>954,167.00</b>	<b>426,354.00</b>	<b>135,118.00</b>	<b>-</b>	<b>561,472.00</b>	<b>392,695.00</b>	<b>527,813.00</b>
	<b>Previous Year</b>	<b>954,167.00</b>	<b>-</b>	<b>-</b>	<b>954,167.00</b>	<b>244,366.00</b>	<b>181,988.00</b>	<b>-</b>	<b>426,354.00</b>	<b>527,813.00</b>	<b>709,801.00</b>

(Amount in Rs.)

PARTICULARS	Holding	Subsidiary	Adjustment	As at 31.03.2010 AMOUNT (Rs.)	As at 31.03.2009 AMOUNT (Rs.)
<b>SCHEDULE-5</b>					
<b>CURRENT ASSETS,</b>					
<b>LOANS &amp; ADVANCES</b>					
<b>CURRENT ASSETS:-</b>					
<b>INEVENTORIES</b> (As Taken, Valued and certified by the Management) As per Schedule-8 attached	656137140.67	47,517,974.00	-	703,655,114.67	636,364,483.67
<b>CASH AND BANK BALANCES :</b>					
Cash-in-hand	5650.45	10,669.00	-	16,319.45	92,006.45
Cash at Bank (State Bank of India)	2089995.00	-	-	2,089,995.00	259,880.00
Cash at Bank (Union Bank of India)	10729.65	-	-	10,729.65	11,000.00
Cash at Bank (HDFC Bank)	40000.00	-	-	40,000.00	6,040,000.00
Cash at Bank (Kotak Mahindra Bank)	85499.00	-	-	85,499.00	-
Cash at Bank (Dena Bank)	-	51,540.00	-	51,540.00	13,653.00
<b>LOANS AND ADVANCES</b>					
Advance against TDS (Indiabulls Credit Limited)	-	-	-	-	5,167.00
Advance against TDS (Indiabulls Financial Services Ltd.)	-	-	-	-	55,529.00
Prepaid Insurance	13770.00	-	-	13,770.00	20,163.00
Advance Income Tax and TDS (A.Y.2009-2010)	2133.00	-	-	2,133.00	2,133.00
Advance Income Tax and TDS (A.Y.2010-2011)	39180.00	-	-	39,180.00	-
TDS Refundable	73978.00	-	-	73,978.00	73,978.00
Advance to Naveen Gautam	15000.00	-	-	15,000.00	15,000.00
Hind Ispat Limited	-	-	-	-	31,508,223.00
Share Application Money (Prime Techno Build Pvt. Ltd.)	50,000.00	-	50,000.00	-	-
Prime Techno Build Pvt. Ltd. (Interest Free Loan to Subsidiary Company)	47437783.00	-	47,437,783.00	-	-
Sarthav Builders (Rewari Project)	65000000.00	-	-	65,000,000.00	80,000,000.00
Vastunidhi	500000.00	-	-	500,000.00	500,000.00
<b>Total</b>	<b>771,500,858.77</b>	<b>47,580,183.00</b>	<b>47,487,783.00</b>	<b>771,593,258.77</b>	<b>754,961,216.12</b>

# AMD Estates & Developers Pvt. Ltd. (Consolidated)



Amount in Rs.)

PARTICULARS	Holding	Subsidiary	Adjustment	As at 31.03.2010 AMOUNT (Rs.)	As at 31.03.2009 AMOUNT (Rs.)
<b>SCHEDULE-6</b>					
<b>CURRENT LIABILITIES &amp; PROVISIONS</b>					
Audit Fee Payable	11,030.00	8,273.00	-	19,303.00	16,545.00
Electricity Expenses Payable	2,480.00	-	-	2,480.00	849.00
FBT Payable	-	-	-	-	19,012.00
Interest on FBT Payable	-	-	-	-	904.00
Legal and Professional Charges Payable	67,529.00	-	-	67,529.00	115,271.00
Motor Car Maintenance Payable	6,639.00	-	-	6,639.00	-
Salary Payable	6,800.00	-	-	6,800.00	49,800.00
Surendra Sharma	-	60,000.00	-	60,000.00	110,000.00
SVR Realtors (P) Limited	10,000,000.00	-	-	10,000,000.00	10,000,000.00
TDS Payable	1,650,612.00	-	-	1,650,612.00	8,065,240.00
Telephone Expenses Payable	1,712.00	-	-	1,712.00	950.00
<b>TOTAL</b>	<b>11,746,802.00</b>	<b>68,273.00</b>	<b>-</b>	<b>11,815,075.00</b>	<b>18,378,571.00</b>
<b>SCHEDULE-7</b>					
<b>ADMINISTRATIVE AND FINANCE EXPENSES</b>					
Advertisement	-	-	-	-	152,392.00
Audit Fees	11,030.00	8,273.00	-	19,303.00	16,545.00
Bank Charges and Commission	1,110.35	83.00	-	1,193.35	1,489.00
Conveyance	30.00	-	-	30.00	-
Electricity Expenses	2,061.00	-	-	2,061.00	10,419.00
Ex-Gratia	2,031.00	-	-	2,031.00	-
Festival Expenses	3,000.00	-	-	3,000.00	-
Filing Fees	1,120.00	690.00	-	1,810.00	1,824.00
General Expenses	434.00	-	-	434.00	7,575.00
Insurance expenses	20,393.00	-	-	20,393.00	20,536.00
Interest on TDS	-	-	-	-	29,497.00
Legal and Professional Charges	1,447,779.00	6,515.00	-	1,454,294.00	1,802,878.00
Motor Car Maintenance	48,023.00	-	-	48,023.00	101,683.00
Office Maintenance	-	-	-	-	650.00
Printing and Stationery	1,000.00	-	-	1,000.00	1,122.00
Salary	81,600.00	-	-	81,600.00	249,439.00
Short and Excess Recovery	1.00	-	-	1.00	-
Staff Welfare	621.00	-	-	621.00	1,200.00
Telephone expenses	30,601.00	-	-	30,601.00	27,605.78
Travelling Expenses	14,548.00	-	-	14,548.00	17,886.00
Vehicle Maintenance	750.00	-	-	750.00	-
<b>Total</b>	<b>1,666,132.35</b>	<b>15,561.00</b>	<b>-</b>	<b>1,681,693.35</b>	<b>2,442,740.78</b>
<b>SCHEDULE-8</b>					
<b>INVENTORIES</b>					
<b>A. Rewari Project</b>					
Land	70,071,822.00	47,517,974.00	-	117,589,796.00	117,589,796.00
Surveyor Fees	25,000.00	-	-	25,000.00	25,000.00
Bank Charges & Comm.	15,636.00	-	-	15,636.00	15,636.00
Borrowing Cost	77,613,884.00	-	-	77,613,884.00	62,292,741.00
Finance Expenses	1,322,400.00	-	-	1,322,400.00	1,322,400.00
Land Development expenses	1,054,337.50	-	-	1,054,337.50	1,053,837.50
<b>Sub Total (A)</b>	<b>150,103,079.50</b>	<b>47,517,974.00</b>	<b>-</b>	<b>197,621,053.50</b>	<b>182,299,410.50</b>
<b>B. Gurgaon Project</b>					
Land	357,948,578.00	-	-	357,948,578.00	357,948,578.00
Borrowing Cost	147,251,632.17	-	-	147,251,632.17	95,328,600.17
Land Development expenses	833,851.00	-	-	833,851.00	787,895.00
<b>Sub Total (B)</b>	<b>506,034,061.17</b>	<b>-</b>	<b>-</b>	<b>506,034,061.17</b>	<b>454,065,073.17</b>
<b>Grand Total</b>	<b>656,137,140.67</b>	<b>47,517,974.00</b>	<b>-</b>	<b>703,655,114.67</b>	<b>636,364,483.67</b>

## SCHEDULE - 9

### A. SIGNIFICANT ACCOUNTING POLICIES:

#### AS-1 Disclosure of Accounting Policies

The accounts have been prepared using historical cost convention and on the basis of going concern, with revenues recognised and expenses accounted on actual basis, unless otherwise stated.

#### AS-2 Inventories

Inventories are valued as under :

- (i) Building Materials, Stores, Spares Parts at cost
- (ii) Projects in Progress at cost

#### AS-4 Events occurring after the Balance Sheet Date

Assets and Liabilities are adjusted for events occurring after the balance sheet date that provide additional evidence to assist the estimation of amounts relating to conditions existing at the balance sheet date.

#### AS-5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies

Significant items of Extra-ordinary Items, and Prior Period Incomes and Expenditures are accounted in accordance with Accounting Standard 5.

#### AS-6 Depreciation Accounting

- a) Depreciation on fixed assets if provided on written down basis at the rates and in the manner prescribed in Schedule XIV to the Companies.

# AMD Estates & Developers Pvt. Ltd. (Consolidated)



- b) Where during any financial year, any addition has been made, if any asset, or where any assets has been sold, discarded, demolished or destroyed, the depreciation on such assets have been calculated on a prorata basis from the date of such addition or, as the case may be, up to the date on which such asset has been sold, discarded, demolished or destroyed.

## AS-9 Revenue Recognition

Revenue are recognised in accordance with the Accounting Standard (AS-9) issued by the Institute of Chartered Accountant of India, Accordingly, where there are uncertainties in the ascertainties/realization of income the same is not accounted for.

## AS-10 Accounting for Fixed Assets

Fixed Assets are stated at cost of acquisition less depreciation. All costs attributable to bring the fixed assets to a working condition are capitalized.

## AS-13 Accounting for Investments

Long-term investments are stated at cost except those investments which in the management's opinion have suffered permanent diminution and thus valued at nominal rate. Current investments are valued at cost or fair market value whichever is less.

## AS-15 Accounting of Retirement Benefits

At present no retirement benefits are available to the employees. The same shall be provided for as and when they become applicable to the company.

## AS-18 Related Party Disclosure

The following are the related party

AMD Industries Ltd  
Prime Techno Build (P) Ltd.  
Ashok Gupta  
H.S.Gupta

Holding Company  
Subsidiary Company  
Director  
Director

The following transaction has been undertaken during the year.

Particulars	Holding Company	Subsidiary Company	Key Management personnel
Opening Balance	482146698.17	-	-
Loan Taken	67556400.00	-	-
Loan Refund including TDS	85199800.00	-	-
Interest on Loan Credited	32932663.00	-	-
Closing Balance	497435961.17	-	-

## AS-21 Consolidated Financial Statements

The financial statements of the company and its Subsidiaries have been prepared based on line – by- line consolidation by adding together the book values of like items of assets, liabilities, income and expenses as per the respective financial statements duly certified by the auditors of the respective companies. Intra group balances and intra group transactions have been eliminated.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The presentation to the extent possible are in the same manner as the company's individual financial statements.

## AS-22 Accounting for Taxes on Income

### a) Current Tax

Current Tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act, 1961.

### b) Deferred Tax

The company recognised deferred tax assets or deferred tax liability based on the tax effect for timing differences i.e., the differences that originates in one accounting period and capable of reversal in subsequent periods. The deferred tax assets are recognised only to the extent there is a reasonable certainty of realization in future. The tax effect is calculated based on the prevailing enacted or subsequently enacted regulations. The deferred tax assets/liabilities are reviewed as at each balance sheet based on developments during the year.

## AS-26 Intangible Assets

Intangible assets are stated at cost less accumulated amortisation.

## AS-29 Provisions, Contingent Liabilities and Contingent Assets

a) A present obligation, which could be reliably estimated, is provided in the accounts.

b) Contingent Liabilities are disclosed by way of notes in the Balance Sheet.

c) Contingent Assets are neither recognised nor disclosed.

## NOTES TO ACCOUNTS

### 1. Managerial Remuneration

None of the employee of the Company was in receipt of or entitled to receive remuneration in aggregate of Rs. 1,00,000/- or more per month or Rs. 12,00,000/- per annum.

### 2. Remuneration to Auditors

	Year ended 31/03/2010	Year ended 31/03/2009
a) Audit fee	6618.00	6618.00
b) Tax Audit fee	2758.00	2758.00
c) Company Law Matters	1654.00	1654.00
<b>Total Rs.</b>	<b>11,030.00</b>	<b>11,030.00</b>

### 3. Debtors, Creditors and Loans & Advances

The outstanding balances as on 31.03.2010 in respect of Sundry Debtors, Creditors, Loans & Advances and other receivable Deposits are subject to confirmation from parties.

### 4. The deferred tax assets has been created in respect of depreciation

W.D.V. as per Companies Act	Rs 3,92,695.00
W.D.V. as per Income Tax Act	Rs 5,43,533.00
Difference	Rs 1,50,838.00
Provision of Deferred Tax Assets @ 33.90%	Rs 46,609.00

Figures of the previous year have been re-grouped/re-arranged wherever considered to make them comparable with this year's figures.

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA B.L. KHANDELWAL]  
PARTNER  
Membership No. 12331  
FRN No. 000998N

(H.S. Gupta)  
Director

(Ashok Gupta)  
Director

DATE : 25th May, 2010  
PLACE: DELHI

# AMD Estates & Developers Pvt. Ltd. (Consolidated)



## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	Year Ended 31-03-2010	Year Ended 31-03-2009
<b>A. CASH FLOW FROM OPERATION ACTIVITIES</b>		
Net Profit before tax	(1,783,301.35)	(2,773,562.78)
Adjustments For :		
Depreciation	135,118.00	181,988.00
Interest / Financial Expenses	-	32,005.00
Interest Income	(190,192.00)	(10,356.00)
Miscellaneous Expenditure Written Off.	156,682.00	156,682.00
<b>Operating Profit before working capital Changes</b>	<b>(1,681,693.35)</b>	<b>(2,413,243.78)</b>
Adjustments For :		
Trade & Other Receivables	46,527,469.00	36,714,206.00
Inventories	(67,290,631.00)	(69,462,025.00)
Trade & Other Payables	(6,563,496.00)	(4,260,524.00)
Miscellaneous Expenditure	-	-
<b>Cash Generated From Operations</b>	<b>(29,008,351.35)</b>	<b>(39,421,586.78)</b>
Direct Tax Paid	(8,481.00)	4,193.00
<b>Cash Generated From Operating Activities</b>	<b>(28,999,870.35)</b>	<b>(39,425,779.78)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase for Fixed Assets	-	-
Purchase of Goodwill on Consolidation	-	-
Interest Received	190,192.00	10,356.00
<b>Net Cash from (used for) investing activities</b>	<b>190,192.00</b>	<b>10,356.00</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issue of Share Capital / Share Application Money	-	-
Net Secured Loan	9,397,959.00	22,611,829.00
Net Unsecured Loan	15,289,263.00	21,988,010.00
Interest / Financial Charges	-	(32,005.00)
<b>Net Cash from (used for) Financing Activities</b>	<b>24,687,222.00</b>	<b>44,567,834.00</b>
<b>I. Total increase (decrease) in cash and cash equivalents during the year (A+B+C)</b>	<b>(4,122,456.35)</b>	<b>5,152,410.22</b>
<b>II. Cash and cash equivalents at beginning of year</b>	<b>6,416,539.45</b>	<b>1,264,129.23</b>
<b>III. Cash and cash equivalents as at 31st March (I+II)</b>	<b>2,294,083.10</b>	<b>6,416,539.45</b>

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA B.L. KHANDELWAL]  
PARTNER  
Membership No. 12331  
FRN No. 000998N

(H.S. Gupta)  
Director

(Ashok Gupta)  
Director

DATE : 25th May, 2010  
PLACE: DELHI

## DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their 5<sup>th</sup> Annual Report together with Audited Accounts for the financial year ended on 31st March 2010.

(Rs. In Lacs)

Particulars	Financial Year 2009-10	Financial Year 2008-09
<b>Turnover &amp; Other Income</b>	<b>Nil</b>	<b>Nil</b>
Profit before Interest, Depreciation & Taxation	(0.20)	(0.12)
Interest & Financial Charges	Nil	Nil
Profit before Depreciation & Taxation	(0.20)	(0.12)
Depreciation	Nil	Nil
Profit before Tax	(0.20)	(0.12)
Less: Provision for Tax		
Current Tax	Nil	Nil
Deferred Tax	Nil	Nil
Total		
<b>Net Profit/(Loss) for the year</b>	<b>(0.20)</b>	<b>(0.12)</b>
<b>Surplus/(Deficit) carried to Balance Sheet</b>	<b>(0.20)</b>	<b>(0.12)</b>

### Projects

The global recession and the consequent slump in the real estates sector with India being no exception to it, led to your Company not being able to finalise the negotiation with any builder for developing Company's joint interest commercial land situated at Gurgaon, Haryana. There are, however, signs of improvement in the economy which is expected to lead to a recovery in the real estate sector in the next 6 to 12 months. The recession has effected in respect of other land owned by the Company as well.

### Dividend

Due to revenue constraints, your Directors had not recommended any dividend for the year under review.

### Fixed Deposits

Your company has neither invited nor accepted any deposits from public within the meaning of the Companies (Acceptance of deposits) Rules 1975, during the last financial year.

### Auditors

M/s B.L. Khandelwal & Co. Chartered Accountants, Statutory Auditors of the Company will retire at the conclusion of the forthcoming Annual General Meeting. Your Directors recommend their re-appointment.

### Auditors' Report

The Auditors report to the members together with Audited Account for the year ended on 31<sup>st</sup> March, 2010 and notes thereon are attached, which are self explanatory.

The Auditors report to the members together with Audited Account for the year ended on 31<sup>st</sup> March, 2010 and notes thereon are attached, which are self explanatory.

### Directors' Responsibility Statement

Pursuant to the requirement under Section 217 (2AA) of the Companies (Amendment) Act, 2000, with respect to Directors responsibility statement, it is hereby confirmed that

- In the preparation of Annual Accounts for the financial year 2009-10, the applicable Accounting Standards have been followed along with proper explanations relating to material departures, if any, and that there are no material discrepancies;
- The Directors have selected such Accounting Policies and applied them consistently and made prudent judgments & estimates that are reasonable so as to give a true and fair view of the State of Affairs of the Company as at 31st March 2010 and the Profit & Loss Account of the Company for the accounting year ended on that date;
- The Directors have taken proper & 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 & detecting the fraud and other irregularities;
- The Directors have prepared the Annual Accounts for the financial year 2008-09, on "going concern basis".

### Directors

Pursuant to section 255 of the Companies Act, 1956 Mr. Adit Gupta, Director of the Company retires by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting.

### Particulars of Employees

Information as per section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975, does not form part of this Report, as no employee of your Company is covered under the provisions contained therein.

### Conservation of Energy, Technology absorptions, Foreign Exchange Earnings and outgo.

Disclosure of particulars with respect to conservation of Energy are not applicable to the Company. There was no research and no development expenditure incurred during the year under review and technology absorption is not applicable.

Further there were no foreign exchange earnings and outgo in the financial year under review.

### Acknowledgements

Your Directors place on record their grateful thanks to the Bankers of the Company, Government Departments and other agencies for their co-operation and assistance and appreciation to the employees of the Company for their sincerity, dedication and hard work.

On behalf of the Board of Directors  
For Prime Techno Build Pvt. Ltd.

Place: New Delhi  
Date: 04<sup>th</sup> August 2010

Ashok Gupta  
(Chairman)



## AUDITORS' REPORT

TO THE MEMBERS OF

**PRIME TECHNO BUILD PVT. LTD.**

- 1 We have audited the attached Balance Sheet of **PRIME TECHNO BUILD PVT. LTD.** as at **31<sup>st</sup> March, 2010** and the Profit & Loss Account of the Company for the year ended on that date both attached 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 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 estimated 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 (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Sub-Section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said Order to the extent applicable of the Company.
- 4 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 accounts as required by law have been kept by the Company so far as appears from our examination of those books.
  - (c) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account.
  - (d) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with Accounting Standards 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 **31<sup>st</sup> March, 2010** and taken on record by the Board of Directors, we report that none of the Directors are disqualified as on 31<sup>st</sup> 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 us, 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.
    - (i) In the case of the Balance Sheet, of the state of affairs of the company as at **31<sup>st</sup> March, 2010**.
    - (ii) In the case of Profit and Loss Account, of the **Loss** of the Company for the period ended on that date.
    - (iii) In the case of Cash Flow statement, of the cash flows for the year ended on that date

FOR **B.L.KHANDELWAL & CO.**  
**CHARTERED ACCOUNTANTS**

**CA. B.L. KHANDELWAL**  
(PARTNER)  
M.No.: - F - 12331  
FRN 000998N

Place: New Delhi  
Date: 25th May, 2010

## ANNEXURE TO THE AUDITOR'S REPORT

(Referred to in paragraph 3 of our report of even date)

- 1
  - i) The Company has maintained proper, records showing full particulars, including quantitative details and situation of fixed assets.
  - ii) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals. According to information and explanations given to us, no material discrepancies were noticed on such verifications.
  - iii) According to the information and explanation given to us, the Company has not disposed off substantial part of fixed assets during the year.
- 2
  - i) As explained to us, inventories have been physically verified by the management at regular intervals during the year. In our opinion, the frequency of verification is reasonable.
  - ii) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - iii) In our opinion, the Company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.
- 3
  - i.) The company has not granted any loan to companies, firms or other parties covered in the register maintained under section 301 of the Act. Therefore clause b, c, d are not applicable.
  - ii) The company has taken loan from one company covered in the register maintained under section 301 of the companies Act. The year end balance of loans taken from such party was Rs.4.74 crore.
  - iii) In our opinion , the rate of interest and other terms and conditions on which loans have been taken from companies, firms or to other parties listed in the register maintained under section 301 of the companies Act, 1956 are not, prima facie, prejudicial to the interest of the company.
  - iv) The company is regular in repaying the principal amounts as stipulated and has been regular in the payment of interest.

- 4 In our opinion and according to the information and explanations given to us, there were adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchase of inventory, fixed assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal control.
- 5 In respect of Transactions covered under section 301 of the Company Act, 1956:
- I In our opinion and according to the information and explanation given to us, particulars of all contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
  - II In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the companies Act and exceeding the value of rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- 6 According to the information and explanations given to us, the company has not accepted any deposits from the public.
- 7 The Provision of internal audit system is not applicable as it is not a listed company and paid up capital and reserves of the company is less than Rs 50 lakhs as at the commencement of the financial year.
- 8 According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 209 (I)(d) of the Companies Act, 1956 for any of the products of the Company.
- 9 i The Company is regular in depositing with appropriate authorities, undisputed statutory dues including Provident Fund, investor education, protection fund & Employee State Insurance, income tax, sales tax, wealth tax, service tax, cess and other material statutory dues applicable to it.
- ii According to the records of the company, there are no dues outstanding of sales tax, income tax, custom duty, wealth tax, service tax, excise duty and cess on account of any dispute.
- 10 The accumulated losses of the company are not more than fifty percent of its networth. The company has incurred cash losses for the year ended 31<sup>st</sup> March, 2010.
- 11 Based on the examination of the books of account and related records and according to the information and explanations provided to us, the Company has not defaulted in repayment of dues to any financial institution or banks.
- 12 According to the information and explanation given to us, the Company has not granted loans and advanced on the basis of security by way of pledge of shares, debentures and other securities.
- 13 In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4 (xiii) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
- 14 In our opinion, the company is not dealing in or trading in shares securities, debentures and other investments. Accordingly, the provisions of clause 4(XIV) of the companies (Auditor's Report) Order 2003 are not applicable to the company.
- 15 According to the information and explanations given to us the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- 16 According to the information and explanation given to us and on the basis of examination of books, no terms loans have been taken.
- 17 Based on the examination of the books of account and related records and according to the information and explanations provided to us, the company has not utilized funds raised on short-term basis for long term investment.
- 18 According to the information and explanations 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.
- 19 According to the information and explanation given to us, the company has not issued any debentures during the year.
- 20 The company has not raised any money by public issue during the year.
- 21 According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year.

**FOR B.L. KHANDELWAL & CO.  
CHARTERED ACCOUNTANTS**

**CA. B.L. KHANDELWAL  
(PARTNER)  
M.No.: -F – 12331  
FRN 000998N**

**Place: New Delhi  
Date: 25th May, 2010**

# Prime Techno Build Pvt. Ltd.



## BALANCE SHEET AS AT 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	As at 31-03-2010	As at 31-03-2009
<b>SOURCES OF FUND:-</b>			
<b>SHAREHOLDERS FUND:</b>			
SHARE CAPITAL	1	100,000.00	100,000.00
<b>SHARE APPLICATION MONEY</b>			
From AMD Estates & Developers (P) Ltd.		50,000.00	Nil
<b>LOAN FUND:</b>			
<b>UNSECURED LOANS</b>			
AMD ESTATES & DEVELOPERS PVT. LTD.		47,437,783.00	47,437,783.00
(Interest Free Loan from Holding Company)			
<b>TOTAL</b>		<b>47,587,783.00</b>	<b>47,537,783.00</b>
<b>APPLICATIONS OF FUNDS:-</b>			
<b>CURRENT ASSETS, LOAN &amp; ADVANCES:-</b>			
<b>CURRENT ASSETS:</b>			
INVENTORIES	2	47,517,974.00	47,517,974.00
CASH & BANK BALANCES	3	62,209.00	75,012.00
		47,580,183.00	47,592,986.00
<b>CURRENT LIABILITIES &amp; PROVISIONS:-</b>	4	68,273.00	115,515.00
NET CURRENT ASSETS		47,511,910.00	47,477,471.00
MISCELLANEOUS EXPENDITURE		4,468.00	8,940.00
(To the extent not written off or Adjusted)			
<b>PROFIT &amp; LOSS ACCOUNT</b>		71,405.00	51,372.00
<b>TOTAL</b>		<b>47,587,783.00</b>	<b>47,537,783.00</b>
SIGNIFICANT ACCOUNTING POLICIES	5		
AND NOTES TO ACCOUNTS			

## PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	SCH. NO.	Year Ended As at 31-03-2010	Year Ended As at 31-03-2009
<b>INCOME:-</b>		NIL	NIL
<b>TOTAL - A</b>		<b>NIL</b>	<b>NIL</b>
<b>EXPENDITURES:</b>			
LEGAL & PROFESSIONAL CHARGES		6,515.00	1,000.00
PRINTING & STATIONERY		—	416.00
AUDIT FEES		8,273.00	5,515.00
BANK CHARGES AND COMMISSION		83.00	249.00
FILLING FEES		690.00	712.00
MISCELLANEOUS EXPENDITURE W/OFF		4,472.00	4,472.00
<b>TOTAL - B</b>		<b>20,033.00</b>	<b>12,364.00</b>
LOSS FOR THE CURRENT YEAR		20,033.00	12,364.00
LOSS FOR THE PREVIOUS YEAR		51,372.00	39,008.00
LOSS C/F TO THE BALANCE SHEET		71,405.00	51,372.00
SIGNIFICANT ACCOUNTING POLICIES	5		
AND NOTES TO ACCOUNTS			

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA B.L. KHANDELWAL]  
PARTNER  
Membership No. 12331  
FRN No. 000998N

(Sanjeev Tandon)  
Director

(Ashok Gupta)  
Director

DATE : 25th May, 2010  
PLACE: DELHI

## SCHEDULE FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2010

(Amount in Rs.)

PARTICULARS	As at 31-03-2010	As at 31-03-2009
<b>SCHEDULE : 1</b>		
<b>SHARE CAPITAL</b>		
<b>AUTHORISED SHARE CAPITAL:-</b>	500,000.00	500,000.00
50,000 EQUITY SHARES OF Rs. 10 EACH		
<b>ISSUED SHARE CAPITAL:-</b>	100,000.00	100,000.00
10,000 EQUITY SHARES OF RS. 10 EACH		
<b>SUBSCRIBED &amp; PAID UP SHARE CAPITAL:-</b>	100,000.00	100,000.00
10,000 EQUITY SHARES OF Rs. 10 EACH FULLY PAID UP		
	<b>100,000.00</b>	<b>100,000.00</b>
<b>SCHEDULE 2</b>		
<b>INVENTORIES</b>		
(As Taken, Valued and Certified by the Management)		
<b>REWARI PROJECT</b>		
LAND (REWARI)	47,517,974.00	47,517,974.00
<b>TOTAL</b>	<b>47,517,974.00</b>	<b>47,517,974.00</b>
<b>SCHEDULE 3</b>		
<b>CASH &amp; BANK BALANCES</b>		
CASH IN HAND	10,669.00	61,359.00
CASH AT DENA BANK	51,540.00	13,653.00
<b>TOTAL</b>	<b>62,209.00</b>	<b>75,012.00</b>
<b>SCHEDULE 4</b>		
<b>CURRENT LIABILITIES AND PROVISIONS</b>		
<b>CURRENT LIABILITIES:-</b>		
SURENDRA SHARMA	60,000.00	110,000.00
<b>EXPENSES PAYABLE:-</b>		
AUDIT FEE PAYABLE	8,273.00	5,515.00
<b>TOTAL</b>	<b>68,273.00</b>	<b>115,515.00</b>

### SCHEDULE - 5

#### A. SIGNIFICANT ACCOUNTING POLICIES:

##### AS-1 Disclosure of Accounting Policies

The accounts have been prepared using historical cost convention and on the basis of going concern, with revenues recognised and expenses accounted on actual basis, unless otherwise stated.

##### AS-2 Disclosure of Inventories

Inventories are valued as under :

- (i) Building Materials, Stores, Spares Parts at cost
- (ii) Projects in Progress at cost

##### AS-4 Events occurring after the Balance Sheet Date

Assets and Liabilities are adjusted for events occurring after the balance sheet date that provide additional evidence to assist the estimation of amounts relating to conditions existing at the balance sheet date.

##### AS-5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies

Significant items of Extra-ordinary Items, and Prior Period Incomes and Expenditures are accounted in accordance with Accounting Standard 5.

##### AS-6 Depreciation Accounting

- a) Depreciation on fixed assets if provided on written down basis at the rates and in the manner prescribed in Schedule XIV to the Companies.
- b) Where during any financial year, any addition has been made if any asset, or where any assets has been sold, discarded, demolished or destroyed, the depreciation on such assets have been calculated on a prorata basis from the date of such addition or, as the case may be, up to the date on which such asset has been sold, discarded, demolished or destroyed.

##### AS-9 Revenue Recognition

Revenue are recognised in accordance with the Accounting Standard (AS-9) issued by the Institute of Chartered Accountant of India, Accordingly, where there are uncertainties in the ascertainties/realization of income the same is not accounted for.

##### AS-10 Accounting for Fixed Assets

Fixed Assets are stated at cost of acquisition less depreciation. All costs attributable to bring the fixed assets to a working condition are capitalized.

## AS-13 Accounting for Investments

Long-term investments are stated at cost except those investments which in the management's opinion have suffered permanent diminution and thus valued at nominal rate. Current investments are valued at cost or fair market value whichever is less.

## AS-15 Accounting of Retirement Benefits

At present no retirement benefits are available to the employees. The same shall be provided for as and when they become applicable to the company.

## AS-18 Related Party Disclosure

No related parties transaction has been undertaken during the year.

## AS-22 Accounting for Taxes on Income

### a) Current Tax

Current Tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act, 1961.

### b) Deferred Tax

The company recognised deferred tax assets or deferred tax liability based on the tax effect for timing differenced i.e., the differences that originates in one accounting period and capable of reversal in subsequent periods. The deferred tax assets are recognised only to the extent there is a reasonable certainty of realization in future. The tax effect is calculated based on the prevailing enacted or subsequently enacted regulations. The deferred tax assets/liabilities are reviewed as at each balance sheet based on developments during the year.

## AS-26 Intangible Assets

Intangible assets are stated at cost less accumulated amortisation.

## AS-29 Provisions, Contingent Liabilities and Contingent Assets

- A present obligation, which could be reliably estimated, is provided in the accounts.
- Contingent Liabilities are disclosed by way of notes in the Balance Sheet.
- Contingent Assets are neither recognised nor disclosed.

## B. NOTES TO ACCOUNTS

### 1. Managerial Remuneration

None of the employee of the Company was in receipt of or entitled to receive remuneration in aggregate of Rs. 1,00,000/- or more per month or Rs. 12,00,000/- per annum.

### 2. Remuneration to Auditors

	Year Ended 31/03/2010	Year Ended 31/03/2009
a) Audit Fee	8,273.00	5,515.00
b) Tax Audit Fee	Nil	Nil
c) Company Law Matters	Nil	Nil
<b>Total Rs.</b>	<b>8,273.00</b>	<b>5,615.00</b>

### 3. Debtors, Creditors and Loans & Advances

The outstanding balances as on 31.03.2010 in respect of Current Liabilities are subject to confirmation from parties.

### 4. Figures of the previous year have been re-grouped/re-arranged wherever considered to make them comparable with this year's figures.

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA B.L. KHANDELWAL]  
PARTNER  
Membership No. 12331  
FRN No. 000998N

(Sanjeev Tandon)  
Director

(Ashok Gupta)  
Director

DATE : 25th May, 2010  
PLACE: DELHI



## CASH FLOW PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

(Amount in Rs.)

PARTICULARS	Year Ended 31-03-2010	Year Ended 31-03-2009
<b>A. CASH FLOW FROM OPERATION ACTIVITIES</b>		
Net Profit before tax	(20,033.00)	(12,364.00)
Adjustments For :		
Depreciation	-	-
Miscellaneous Expenditure Written Off.	4,472.00	4,472.00
<b>Operating Profit before working capital Changes</b>	<b>(15,561.00)</b>	<b>(7,892.00)</b>
Adjustments For :		
Trade & Other Receivables	-	-
Inventories	-	-
Trade & Other Payables	(47,242.00)	(5,047.00)
Miscellaneous Expenditure		
<b>Cash Generated From Operations</b>	<b>(62,803.00)</b>	<b>(12,939.00)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase for Fixed Assets	-	-
Investment in Shares	-	-
Interest Received	-	-
Net Cash from (used for) investing activities	-	-
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issue of Share Capital / Share Application Money	50,000.00	-
Net Unsecured Loan	-	-
Share Application Money	-	-
Net Cash from (used for) Financing Activities	<b>50,000.00</b>	-
<b>I. Total increase (decrease) in cash and cash equivalents during the year (A+B+C)</b>	<b>(12,803.00)</b>	<b>(12,939.00)</b>
<b>II. Cash and cash equivalents at beginning of year</b>	<b>75,012.00</b>	<b>87,951.00</b>
<b>III. Cash and cash equivalents as at 31st March (I+II)</b>	<b>62,209.00</b>	<b>75,012.00</b>

As per our separate report of even date attached  
for B.L. Khandelwal & Co.  
CHARTERED ACCOUNTANTS

For and on behalf of Board of Directors

[CA B.L. KHANDELWAL]  
PARTNER  
Membership No. 12331  
FRN No. 000998N

(Sanjeev Tandon)  
Director

(Ashok Gupta)  
Director

DATE : 25th May, 2010  
PLACE: DELHI

## BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE AS PER SCHEDULE VI, PART IV OF THE COMPANIES ACT, 1956

I	Registration Details	U45201DL2005PTC143402	State Code	55
	Registration No.			
	Balance Sheet Date	31032010		
II	Capital Raised during the year (Amounts in Rs. Thousands)			
	Public Issue	NIL	Right Issue	NIL
	Bonus Issue	NIL	Private Placement	NIL
III	Position of Mobilisation & Deployment of funds (Amount in Rs. Thousands)			
	Total Liabilities	47588	Total Assets	47588
	<b>SOURCES OF FUNDS</b>			
	Paid-up Capital	100	Reserves & Surplus	-
	Secured Loans	-	Unsecured Loans	47438
	<b>APPLICATION OF FUNDS</b>			
	Net Fixed Assets	-	Investments	-
	Net Current Assets	47512	Deferred Tax Assets	-
	Misc. Expenditure	04	Profit & Loss	-71
IV	Performance of Company (Amount in Rs. Thousands)			
	Turnover	-	Total Expenditure	020
	Profit before Tax & Extraordinary Items	-020	Profit after Tax & Extraordinary Items	-020
	Earning per Share (in Rs.)	-	Dividend Rate %	-
V	Generic Names of Principal Products/Services of Company (as per monetary terms)			
	Item code No. (ITC Code)			NA
	Product Description	REAL ESTATE DEVELOPER		



## PRODUCTS

### CROWN CAPS

We are producing following types of high quality Crown Caps from the most modern fully automatic plant with all imported technology and equipment

- PVC Spun Crown Caps
- Moulded Crown Caps
- Dry Blend Crown Caps
- Installed capacity of 3,00,000 cases per annum.
- Dust/insect free environment.
- Most Modern, zero error, computerized machines from SACMI, (Italy).
- Offering state-of-the-art Dry Blend Technology with Double Lip Liner.
- In house Designing, Lithography, Plate making & Printing facility
- Fully Equipped, Most Modern testing and quality control lab
- Dust Free Environment.
- ISO certified company.



### CSD CLOSURES



CSD Closures We are producing high quality Double Lip Liner CSD Closures in 28 mm neck size by using following machinery and terms

- Fully automatic, compression moulding machine from SACMI (Italy), world leaders in plastic Caps machine.
- Cap design licensed by Fully Top - France and internationally approved by Coca Cola and Pepsi.
- In - shell double lip liner moulding which has world wide acceptance.
- In house printing facility.
- Dust/insect free environment.
- Installed capacity of 60000 Caps/hr.
- Fully equipped quality lab.
- ISO certified company.

#### PET Preforms :

1-48 Gms, in 28mm P.C.O. Neck.

2-42 Gms, in 28mm P.C.O. Neck.

3-23 Gms, in 30mm Half twist neck.

4-28 Gms, in 28mm P.C.O. Neck.

5-54 Gms, in 28mm P.C.O. Neck.

### PET PREFORMS

#### PREFORMS FOR VARIOUS APPLICATIONS



### FINAL PRODUCT-PET BOTTLES







## MANUFACTURING UNITS

### PLASTIC CLOSURE LINE



### PET PREFORM LINE



### CROWN LINE



### NEEMRANA WORKS



### GHAZIABAD WORKS





## *An effort towards Corporate Social Responsibility :*



With the kind efforts of Mr. Harswarup Gupta, the Chairman of the Company, the education institution established under the name “Keshav Madhav Saraswati Vidhya Mandir” in highly backward and remote area at village Kakore, Distt. Gautam Budh Nagar, Uttar Pradesh has made its own recognition in the area. With the, continued efforts of

the Chairman the said education institution is touching its new heights. The institution has got the recognition upto 12<sup>th</sup> standard by the Central Board of Secondary Education and now children of the School are not required to look for another school which is far away place for their education beyond 10<sup>th</sup> standard.



## **AMD Industries Limited**

(Formerly known as AMD Metplast Ltd.)

18, Pusa Road, 1st Floor, Karol Bagh, New Delhi 110 005

Tel. : 91-11-28753136, 28750649/50

Fax : 91-11-28753591

email : [amdgroup@amdindustries.com](mailto:amdgroup@amdindustries.com)

Url : [www.amdindustries.com](http://www.amdindustries.com)



## NOTICE OF 27<sup>th</sup> ANNUAL GENERAL MEETING

Notice is hereby given that 27<sup>th</sup> Annual General Meeting of the members of AMD Industries Limited will be held on 24<sup>th</sup> day the Friday of September 2010 at 10.30 A.M. at Daffodils Hotels, Tania Farms Complex, Chattarpur Mandir Road, Satbari Village, New Delhi – 110030 to transact following businesses:

### **ORDINARY BUSINESSES**

1. To consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2010, the Profit & Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.
2. To declare dividend on equity shares for the financial year ended on 31<sup>st</sup> March, 2010.
3. To appoint M/s Suresh & Associates, Chartered Accountant, as statutory auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.
4. To appoint a Director in place of Mr. Harswarup Gupta, who retires by rotation, and being eligible, offers himself for reappointment.

**By Order of the Board of Directors  
For AMD Industries Limited**

Place: New Delhi  
Date: 25<sup>th</sup> May, 2010

**Tilak Sethi  
Head- Legal & Secretarial**

### **NOTES:**

1. A MEMBER IS ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIM AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM SHOULD HOWEVER REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE COMMENCEMENT OF THE MEETING.
2. Corporate Members, intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. The Register of Members and Share Transfer Books, in respect of Equity Shares of the Company, will remain closed from 22.09.2010 to 24.09.2010 (Both days inclusive).
4. Members are requested to bring their attendance slip along with their copy of annual report to the Meeting.
5. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio Numbers on the Attendance slip for attending the meeting.
6. In case of joint shareholders attending the Meeting, only such holder whose name appears first in the Register of Members will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice are open for inspection at the registered office of the company on all working days, between 11.00 a.m. and 1.00 p.m. up to the date of the Meeting.
8. Members who hold shares in physical form in multiple folios, in identical names or joint accounts in the same order of names are requested to send the share certificates to the Company's Registrar and Transfer agents, M/S Bigshare Services Private Limited for consolidation into a single folio.



# AMD Industries Limited

(Formerly known as AMD Metplast Ltd.)

Regd. Office : 18, Pusa Road First Floor, Karol Bagh, New Delhi-110 005

## ATTENDANCE SLIP

Folio No./DP ID/Client ID #	
No. of Equity Shares held	

I hereby record my presence at the 27th Annual General Meeting of the Company being held at Daffodils Hotels, Tania Farms Complex, Chattarpur Mandir Road, Satbari Village, New Delhi-110 030, on Friday the 24th September, 2010 at 10.30 A.M.

Name of the Shareholder (in block letter)	
Name of Proxy/Authorised Representative attending* (in block letter)	
Signature of the Shareholder or Proxy	

\*Strike out whichever is not applicable

# Applicable for investors holding shares in dematerialised form

Signature of the attending Shareholder/Proxy/Authorised Representative\*

**Notes:** Please produce this Admission Slip duly filled and signed at the entrance of the meeting hall. Shareholders intending to appoint a proxy may use the Proxy Form given below.



# AMD Industries Limited

(Formerly known as AMD Metplast Ltd.)

Regd. Office : 18, Pusa Road First Floor, Karol Bagh, New Delhi-110 005

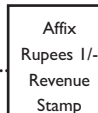
## PROXY FORM

I/We.....  
of..... being a member / members of AMD Industries Ltd. hereby appoint  
Shri/Smt./Km..... of ..... or failing him  
Shri/Smt./Km./..... of..... or failing him  
Shri/Smt./Km./..... of..... as my / our proxy in my / our absence to  
attend and vote for me / us and on my / our behalf at the 27th Annual General Meeting of the Company to be held at  
Daffodils Hotels, Tania Farms Complex, Chattarpur Mandir Road, Satbari Village, New Delhi-110 030 on Friday, the 24th  
September, 2010 at 10.30 A.M. and at any adjournment thereof.

Signed this..... day of ..... 2010

Folio No./DP ID/Client ID #	
No. of Equity Shares held	

Signature(s).....



# Applicable for Shareholders holding shares in dematerialised form.

**Notes:** The proxy, in order to be effective, should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company at 18, Pusa Road, First Floor, Karol Bagh, New Delhi - 110 005, at least 48 hours before the scheduled time.