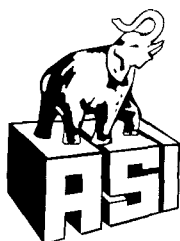

Associated Stone Industries (Kotah) Ltd.

63rd Annual Report 2008-2009



The Stone Masters

Associated Stone Industries (Kotah) Ltd.

BOARD OF DIRECTORS

DEEPAK JATIA, Chairman & Managing Director
TUSHYA JATIA, Executive Director
SANWARMULL SHROFF
PADAM KUMAR PODDAR
SUNIL KUMAR GOENKA
PRAMOD G. LATH
ANITA JATIA (Alternate to SANWARMULL SHROFF)

COMPANY SECRETARY

UTTAM SHETTY

MANAGEMENT EXECUTIVES

S. C. AGARWAL, President
B. S. AGRAWAL, Vice President
PAVAN SONI, G.M. (Finance & Accounts)
GEORGE MATHEW, G.M. (Import & Export)
A.K.YADAV, G.M. (Engineering)

AUDITORS

M/s. B.L.AJMERA & CO.
Chartered Accountants,
M.I.Road, Jaipur-302 001.

BANKERS

HDFC Bank Limited
IDBI Bank Limited

REGISTERED OFFICE

Bazar No. 1,
Ramganjmandi - 326 519
Dist. Kota, Rajasthan.

HEAD OFFICE

419-B, Kalbadevi Road,
Joshiwadi, 2nd Floor,
Mumbai - 400 002.

WORKS

Ramganjmandi - 326 519,
Dist. Kota - Rajasthan.



DIRECTORS' REPORT

To
The Members,
Associated Stone Industries (Kotah) Limited

The Directors have pleasure in presenting the 63rd Annual Report together with the Audited Accounts of the Company for the year ended 31st March 2009:

1. FINANCIAL RESULTS

	(Rs. in lacs)	
	2008-09	2007-08
Sales	12657.91	11636.38
Profit before Interest and Depreciation	1880.83	1375.69
Less : Interest	228.50	151.97
Depreciation	362.42	312.54
Profit for the year	1289.91	911.18
Prior Year Income/(Expenses)	9.62	87.19
Profit before Taxation	1299.53	998.37
Provision for Taxation		
Current Tax	(154.69)	(111.61)
Fringe Benefit Tax	(7.64)	(8.10)
Deferred Tax	(246.18)	(78.08)
Income Tax for Earlier Years	(29.44)	(64.80)
Profit after tax	861.58	735.78
Add: Balance brought forward from the previous Year	1120.30	487.07
Profit Available for Appropriation	1981.88	1222.85
Appropriations		
Transfer to General Reserve	30.00	25.00
Proposed Dividend	79.54	66.28
Tax on Dividend	13.52	11.27
Balance carried forward to Balance Sheet	1858.82	1120.30
	1981.88	1222.85

2. DIVIDEND

In view of overall performance, prospects and income earned during the year, the Board of Directors recommend dividend of Rs. 1.20 per Equity Share (Previous year Re.1/- per Equity Share) on 6628373 Equity Shares for the year ended 31.03.2009, subject to the approval of the shareholders at the Annual General Meeting. This will entail a cash outflow of Rs. 93.06 lacs including dividend distribution tax.

3. PERFORMANCE

Due to recessionary trend in the market, a thoughtful and systematic planning was done to match the production with demand. This has yield good results. With low production and lower sales we have been able to maintain the better price. This year the production was kept at 126.69 lacs sq. meters as against 150.12 lacs sq. meters in the previous year and sales was 123.31 lacs sq. meters as against 147.03 lacs sq. meters in the previous year and thus improving profitability of your Company.

During the year 2008-09 the Company has registered a turnover of Rs. 12657.91 lacs (Rs. 11636.38 Lacs) and Gross Profit of Rs1880.83 Lacs (Rs. 1375.69 Lacs).

The profit during the year 2008-09 has been Rs.1289.91 Lacs as compared to Rs. 911.18 Lacs during last year 2007-08.

4. NEW PROJECT UNDERTAKEN (WIND POWER)

During the previous financial year 2007-2008, the Company had installed Wind Power Projects of 1.125 MW capacity each in Coimbatore District of Tamilnadu and Gadag District of Karnataka. The 2.25MW capacity Wind Power Generating units of both locations are operating satisfactorily as per the available wind pattern.

During the Financial year 2008-2009, the Company has commissioned additional 2.50 MW capacity Wind Power Project comprising of 10 units of 250KW each at Rameshwar Village , Taluka Khatau, Dist. Satara of Maharashtra State. With this, the total installed wind power capacity of the Company stands at 4.75MW comprising of 1.125 MW in Tamilnadu, 1.125 MW in Karnataka and 2.50 MW in Maharashtra.

As is well known, the wind power projects by themselves are not commercially viable since their operation depends on availability of winds which is a function of nature and many times erratic like monsoon. At the same time, wind power generation is one of the cleanest forms of power generation as it does not involve use of fossil fuels which leads to emission of large quantities of toxic gases into the atmosphere leading to climate change. In fact

Associated Stone Industries (Kotah) Ltd.

recognizing this immense advantage of wind and similar forms of power generation, power utilities are mandated to buy certain percentage power needs from the agencies installing such by Central Electricity Regulatory Authority, Govt. of India. To make such projects economically viable for investors, carbon credit benefit is also extended under Kyoto Protocol of UNFCCC (United Nations Framework Conference on Climate Change).

Company had applied for such carbon-Credit benefit for 4.75 MW bundled Power Project (1.125 MW in Tamilnadu, 1.125 MW in Karnataka and 2.50MW in Maharashtra). The proposal has been recently granted "Host Country Approval" by the Ministry of environment & Forests, Government of India. The Proposal will now go to the executive Board of UNFCCC at Bonn, Germany for their final approval.

In the meantime the Company has appointed an international consultant to validate the project and submit their recommendations to the Board at Bonn. If there is no hitch, the approval of the Executive Board of UNFCCC is likely to be received by August, 2009, whereby the carbon Unit approved can be traded by the Company.

5. ENVIRONMENT SAFETY & HEALTH

The Company strives to ensure that its mining activities have least effect on environment and dust & noise pollution restricted to bare minimum. For this purpose thousands of trees have been planted on waste land on the mines turning them into lush pockets of greenery.

For Health and Safety of its employees the company gives priority to safety at work place and continues to monitor and measure efforts made and improve condition where required. The Company deploys highly mechanized and Technological safety equipments resulting into highest safety standards and mining of waste zone.

6. CORPORATE GOVERNANCE

The Company has complied with mandatory provisions of Corporate Governance as prescribed under the Listing Agreement.

A separate report on Corporate Governance is produced as a part of the Annual Report along with Auditors' Certificate on its compliance.

7. DIRECTORS' RESPONSIBILITY STATEMENT

As stipulated in Section 217(2AA) of Companies Act, 1956, your Directors subscribe to the "Directors Responsibility Statement" and confirm that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- the Directors have taken proper and sufficient care of the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the annual accounts have been prepared on a going concern basis.

8. DIRECTORS

Shri N.S Karnavat has resigned as Director of the Company w.e.f 23.01.2009. The Board wishes to place on record its gratitude and appreciation for the co-operation and guidance rendered by him during his tenure as Director of the Company.

Shri. Padam Kumar Poddar retires by rotation in accordance with the provisions of the Companies Act, 1956 and Articles of Association of the Company but being eligible, offer himself for reappointment.

Shri. Sunil Kumar Goenka retires by rotation in accordance with the provisions of the Companies Act, 1956 and Articles of Association of the Company but being eligible, offer himself for reappointment.



Shri Pramod G Lath who was appointed by the Board of Directors of your Company in its meeting held on 28th January 2009 as Additional Director in terms of Article 110 of the Articles of Association of the Company, hold office up to the date of ensuing Annual General Meeting. Your Company has received notice under Section 257 of the Companies Act, 1956 proposing Shri Pramod G Lath for the office of Director to be elected by the members in the ensuing Annual General Meeting.

9. AUDITORS

M/s. B.L. Ajmera & Co., Chartered Accountants, retire as auditors of the Company at the ensuing Annual General Meeting and are eligible for reappointment.

10. STATUTORY INFORMATION

The information pursuant to Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 is not applicable.

The Information pursuant to Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is in Annexure.

The Company has been accepting deposits within the meaning of Section 58A of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975. The Fixed Deposits as on 31st March, 2009 was Rs 219.09 Lacs.

11. APPRECIATION

Your Directors place on record their gratitude to Central and State Governments, Bankers, Financial Institutions, Customers, Staff & Workers, Members and Investing Public for their continued support.

On behalf of the Board of Directors

Mumbai
23rd June, 2009

Deepak Jatia
Chairman & Managing Director

ANNEXURE TO DIRECTORS' REPORT

PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF THE BOARD OF DIRECTORS) RULE, 1988.

CONSERVATION OF ENERGY

The aforesaid information is not applicable to the company. However, adequate measures have been taken to conserve energy and utilize the same optimally. During the year conventional lighting lamps have been replaced with CFL lamps and these replacements have saved considerable electric energy.

Looking to the improved availability of State power supply, we have replaced conventional D.G power generation at one location with grid power at 11 KV. This change has helped us in reducing the cost of power on production to one-third. Encouraged with this result, we are now planning to use State electric power at 11KV at other locations also during the coming year.

TECHNOLOGY ABSORPTION / RESEARCH & DEVELOPMENT

Company always believed in upgrading the technology and improve it, be at mining site or at the process units. During the year, stress has been given on R&D work for value addition and development of new product in natural stone including Kotah Stone. During the year, newly designed natural stone tiles have been developed for the domestic and international market. In the coming year, Company plans to add state of art processing facilities for designing calibration, polishing, honing, chamfering, etc., to give a high value product in market.

Company continues to make efforts to reduce generation of waste as well as commercial use of solid stone waste.

- Benefits derived: High value product of quality, better utilization, customers' satisfaction and opening out new avenues of stone application. We aim to produce a product better than the best.
- Imported technology: None. It is all an in-house development.

Associated Stone Industries (Kotah) Ltd.

FOREIGN EXCHANGE EARNING AND OUTGO.

The relevant figures pertaining to Foreign Exchange Earning and Outgo are given in notes on accounts annexed to and forming part of Balance Sheet.

On behalf of the Board of Directors

Mumbai
23rd June, 2009

Deepak Jatia
Chairman & Managing Director

MANAGEMENT DISCUSSION AND ANALYSIS

The following discussion should be read in conjunction with the Company's financial statements and related notes appearing elsewhere. The discussion is not necessarily indicative of the results that the Company will achieve in future period.

OVERVIEW & ENVIRONMENT

Environmental issues, day after day are becoming more stringent and of great concern. The Ministry of Environment & Forest (Govt. of India) has granted your Company Environment Clearance for ongoing quarry work. Company has been vigilant about environmental issues and has taken adequate measures in day to day operations for maintaining enviro-friendly situation.

Your Company has also obtained ISO 14001:2004 Certifications for our commitment in maintaining Environment Management System and following up its environmental policy. This is to avoid environmental risk and minimize impact on environment.

REVIEW:

Financial results for the year ended 31st March, 2009 , segment wise are as under:-

(Rs. In lacs)

Particulars	Stone	Wind Power	Trading	Total	
	2008-09	2008-09	2008-09	2008-09	2007-08
REVENUE					
Sales	9083.39	102.79	3471.73	12657.91	11636.38
Other Income	16.41	-	34.11	50.52	33.22
RESULTS					
Profit before Interest & Tax	1436.31	(2.92)	85.02	1518.41	1063.15
Less: Interest Expenses				(228.50)	(151.97)
Add/Less: Prior Year Income/ (expenses)				9.62	87.19
Profit/Loss Before Tax				1299.53	998.37
Provision for Taxation					
Current Tax				(154.69)	(111.61)
Fringe Benefit Tax				(7.64)	(8.10)
Deferred Tax				(246.18)	(78.08)
Income Tax for Earlier Years				(29.44)	(64.80)
Net Profit/ (Loss)				861.58	735.78

Kotah Stone is the best eco-friendly building material and being used extensively in big Industrial and commercial



projects besides housing. Its inherent natural properties fixed its superiority over other flooring material.

INDUSTRY OUTLOOK

During the year, due to global recession, affecting the construction activities, the market of Kotah Stone has shown a down trend specially during the last quarter of the year. Yet due to Company's advanced precautional measures in cost cutting, improved quality, and strengthening the supervision it was possible to achieve a production of 126.69 lacs square meter. This could be possible due to cooperation from Company's human assets, our dealers and customers. It is expected that the market of Kotah Stone will come back to normalcy in the months to come.

OPPORTUNITIES AND THREATS

Company looks for better market in the year to come and their appears no immediate threat to the industry. However continuous increase in price of fuel is of great concern and has to be counter acted through improved technology, productivity and optimum machine performance.

PERFORMANCE AND REVIEW OF OPERATIONS

A thoughtful production planning of mine has helped to achieve the production of 126.69 lac sq. mtr. as against previous year of 150.12 lac sq. mtrs. Check on the waste generation during production has given results in improving mineral recovery.

RISK AND CONCERNS

The year 2008-09 has passed through a global economic recession. However, with the stable Governments being installed in the State as well as in the Centre, it is expected that the construction & allied industries will come out of the recession in the coming year.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Company has maintained a strong internal control system and procedures with regard to purchase of stores, plant & machinery, sale of goods and other assets to prepare a financial statement.

There is an internal audit, including inbuilt internal audit system for review by the management.

DEVELOPMENT IN HUMAN RESOURCE /& INDUSTRIAL RELATIONS

Company has created a culture and environment where it

enjoys the co-operation of highly satisfied human assets. This could be possible only by mutual understanding and maintaining harmonious and cordial Industrial Relations.

Your Company has also obtained OHSAS 18001:2007 Certifications for its commitment in maintaining management system and standards for Occupational Health and Safety, to protect its employees, allowing them to work more efficiently and effectively. ETI Base Code is also granted to your Company towards it's commitment not to employ child labour.

OUR EDGE

The Company has established a record of consistent relationship with customers and also leads in R&D work and manufacturing new products of quality. We are the only Company in the organised sector of Kota Stone Mining and processing which gives us an edge over our competitors.

Your Company has obtained ISO 9001-2000, Certifications towards its commitment of maintaining the improved standards in mining, processing, manufacturing and business relations.

CORPORATE SOCIAL RESPONSIBILITIES

The Company maintains its social commitment of providing basic living facilities including supplying drinking water to the villagers around its mine area, providing adequate medical facilities, financial support in the form of scholarships for deserving meritorious children of employees for higher education and organizing site seeing tours of workers.

RECYCLING OF QUARRY WASTE

The programme of recycling quarry solid waste and making it a commercial product of high value has been finalized and contract signed with the Italian Company. However, due to unprecedented global recession and up surging exchange rate, the project has been kept on hold till the time market revives and accepts the new product.

Meanwhile company is actively considering the use of such quarry waste, which is low grade Limestone, in the manufacturing of cement.

CORPORATE GOVERNANCE REPORT

The detailed report on Corporate Governance as per the format prescribed by SEBI and incorporated in Clause 49 of the Listing Agreement is set out below:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company has been practicing the principle of good Corporate Governance since inception.

The Company's philosophy on Corporate Governance envisages the attainment of the high level transparency, accountability, and equity, in all facets of its operations, including the shareholders, employees, the government and lenders.

The Company believes that all its operations and actions should be devoted for enhancing corporate performance and maximising shareholders value, over a period of time.

2. BOARD OF DIRECTORS Composition and category

The Company's Board as on date consisted of Four Non-Executive and Two Executive Directors. The details are as under:-

Name of Director	Category of Directorship	Number of other Directorships(#)	Number of outside Committees	
			Chairman	Member
Shri. Deepak Jatia Chairman & Managing Director	Promoter/ Executive	4	-	-
Shri. S.M. Shroff	Independent/ Non-Executive	3	-	-
Shri. N.S. Karnavat (upto 23-01-2009)	Independent/ Non-Executive	3	-	1
Shri. Padam Kumar Poddar	Independent/ Non-Executive	-	-	-
Shri. Sunil Kumar Goenka	Independent/ Non-Executive	-	-	-
Shri. Pramod G. Lath (from 28-01-2009)	Independent/ Non-Executive	3	-	-
Shri. Tushya Jatia (from 25-07-2008)	Promoter/ Executive	1	-	-
Smt. Anita Jatia	Alternate Director to Shri. S.M. Shroff	2	-	-

(#) excludes Directorships in Indian Private Limited Companies.

Attendance of each Director at the Board Meetings and the last Annual General Meeting

During the financial year ended 31st March, 2009, Six Board Meetings were held on 3rd April 2008, 21st June 2008, 25th July 2008, 14th August 2008, 25th October 2008 & 28th January 2009. The attendance of each Director at Board Meetings and the last Annual General Meeting (AGM) are as under:

Name of the Director	No. of Board Meeting attended	Attendance at last AGM held on 26th September, 2008
Shri. Deepak Jatia	6	Present
Shri. Padam Kumar Poddar	6	Present
Shri. N.S. Karnavat (upto 23-01-2009)	4	-
Shri. S.M. Shroff	-	-
Shri. Sunil Kumar Goenka	6	-
Shri. Pramod G. Lath (from 28-01-2009)	1	-
Shri. Tushya Jatia (from 25-07-2008)	2	Present
Smt. Anita Jatia (Alternate to Shri. S.M. Shroff)	6	-

3. AUDIT COMMITTEE

The Board constituted an Audit Committee of Directors comprising Members well versed in finance & accounts / legal matters and general business practices. During the Financial Year ended 31st March 2009, Four Audit Committee Meetings were held on 21st June 2008, 25th July 2008, 25th October 2008 & 28th January 2009.

The composition of the Audit Committee and attendance at each meeting is as under:-

Name of the Directors	Category	No. of Meetings Attended
Shri. N.S. Karnavat (upto 23-01-2009)	Chairman	2
Shri. Padam Kumar Poddar	Member	4
Shri. Sunil Kumar Goenka	Member	4
Shri. Pramod G. Lath (Chairman from 28-01-2009)	Member	-



Broad terms of reference

The terms of reference of this Committee cover the matters specified for Audit Committee under Clause 49 of the Listing Agreement as well as in Section 292A of the Companies Act, 1956.

The terms of reference of the Audit Committee include the following:

- a. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- b. Recommending the appointment and removal of external auditor, fixation of audit fee and also approval for payment for any other services.
- c. Reviewing with management the annual financial statements before submission to the board, focusing primarily on:
 - i) Any changes in accounting policies and practices.
 - ii) Major accounting entries based on exercise of judgement by management.
 - iii) Qualifications in draft audit report.
 - iv) Significant adjustments arising out of audit.
 - v) The going concern assumption.
 - vi) Compliance with stock exchange and legal requirements concerning financial statements.
 - vii) Compliance with accounting standards.
 - viii) Any related party transaction i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the Company at large.
- d. Reviewing with the management, external and internal auditors, the adequacy of internal control systems.
- e. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- f. Discussion with external auditors before the audit commences, nature and scope of audit as well as have post-audit discussion to ascertain any area of concern.
- g. Reviewing the Company's financial and risk management policies.

- h. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.

4. SHAREHOLDERS/ INVESTORS GRIEVANCE COMMITTEE

The Board constituted an Shareholders/Investor Grievance Committee of Directors. Present constitution of the Committee is :

- 1) Shri. N.S. Karnavat as Chairman (up to 23-01-2009)
- 2) Shri Deepak Jatia as Member
- 3) Shri Sunil Kumar Goenka as Member
(Chairman from 28-01-2009)
- 4) Shri. Pramod G. Lath as Member (from 28-01-2009)

Shri. Uttam Shetty, Company Secretary is Compliance Officer.

During the Financial Year ended 31st March 2009, Committee Meetings were held on 25th April 2008, 25th July, 2008, 13th September 2008, 29th November 2008 and on 28th January 2009.

Share Transfer Committee (sub Committee to Shareholders /Investors Grievance Committee) met 9 times during the financial year 2008-2009 to facilitate speedy disposal of transfer of shares & other related matters.

There were no pending/unattended complaints as on March 31, 2009.

5. GENERAL BODY MEETINGS

Location and time, where last three Annual General Meetings were held are as under:

AGM	Date	Location of the Meeting	Time
60 th AGM	29 th September, 2006	Registered Office of the Company at Neemrana, Dist. Alwar, Rajasthan	9.00 a.m.
61 st AGM	14 th September, 2007	Registered Office of the Company at Bazar No.1, Ramganjmandi Dist. Kota, Rajasthan	9.00 a.m.
62 nd AGM	26 th September, 2008	Registered Office of the Company at Bazar No.1, Ramganjmandi Dist. Kota, Rajasthan	9.00 a.m.

Associated Stone Industries (Kotah) Ltd.

Special Resolutions passed during the last 3 AGMs

62nd AGM	At the Annual General meeting held on 26th September 2008, Special Resolution was passed for appointing Mr. Tushya Jatia as the Executive Director of the Company in accordance with the Companies Act, 1956.
61st AGM	No Special Resolution was passed at the Annual General Meeting held on 14th September, 2007
60th AGM	No Special resolution was passed at the Annual General Meeting held on 29th September, 2006

Postal Ballot:

Two Special Resolutions were passed by postal ballot during the year 2007-08. No Special Resolutions have been put through by postal ballot by the Company during the financial year 2008-09.

6. DISCLOSURES

- The Company had related party transactions which did not have potential conflict with the interest of the Company at large.
- The Company has complied with the requirement of the regulatory authorities on capital markets and no penalty / stricture have been as imposed during last three years.
- No personnel has been denied access to the Audit Committee.
- The Company has complied with the mandatory requirements of Corporate Governance Clause of Listing Agreement. Non mandatory requirements have been complied with in so far as they relate to appointment of Remuneration Committee.

7. MEANS OF COMMUNICATION

- The Company does not send its quarterly/half-yearly financial results to each share holders. The Quarterly/half-yearly financial results are published in newspapers. The quarterly results as well as the proceedings of the Annual General Meeting are submitted to the Bombay Stock Exchange Limited after the conclusion of the respective meeting.

- The quarterly, half-yearly and full year results are published in Business Standard (English daily) news paper (having all India editions) and in Seema Sandesh (Hindi daily)news paper circulated in Rajasthan State, where registered office of the Company is situated.
- Management Discussion and Analysis forms part of the Annual Report.
- The Company has created dedicated email ID for Investors complaints viz: investors@asistone.com

8. GENERAL SHAREHOLDER INFORMATION

Registered Office :

Bazar No1, Ramganjmandi 326519

Tel : 07459-220116 Fax : 07459-220143

Annual General Meeting:

Date and Time: 25th September 2009 at 9.00 a.m.

Venue : At the Registered Office of the Company.

Financial Calendar

The Company follows April – March as its financial year. The Financial results for every quarter are declared in the month following the quarter except for the quarter January – March, for which the audited Financial results are declared in June as permitted under the Listing Agreement.

Date of Book Closure :

11th September 2009 to 25th September 2009

(both days inclusive)

Dividend payment :

A dividend of Rs.1.20 per equity shares will be paid from 26th September, 2009 subject to approval by the shareholders at the Annual General Meeting

Listing of Equity Shares on Stock Exchange

Equity Shares of the Company are listed on Bombay Stock Exchange. Annual Listing Fees as prescribed has been paid to the Stock Exchange for the year 2009-10.

Stock Code : BSE, Mumbai – 502015.

Demat : ISIN-INE443A01014

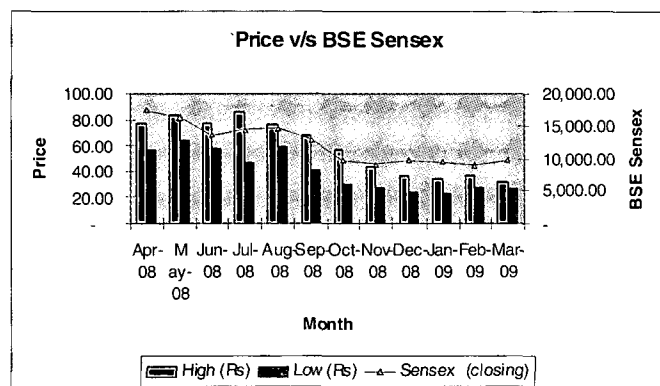
Stock Price Data

The monthly high and low quotations on BSE are as follows:



MONTH	HIGH Rs.	LOW Rs.	MONTH	HIGH Rs.	LOW Rs.
April, 2008	77.70	56.50	October, 2008	56.85	30.00
May, 2008	83.00	64.00	November, 2008	43.80	28.30
June, 2008	76.55	57.55	December, 2008	36.25	24.70
July, 2008	85.00	47.20	January, 2009	34.00	23.00
August, 2008	76.00	58.10	February, 2009	36.45	28.00
September, 2008	67.95	41.55	March, 2009	31.35	27.05

Performance in comparison to BSE Sensex



Registrar and Share Transfer Agents

Sharepro Services (India) Pvt. Ltd., Raheja Centre,
Free Press Journal Road, Mumbai 400 021.

Tel: 022-66134700 Fax : 022-22825484 Email:
sharepro@shareproservices.com

Share Transfer System

The share transfers in physical form are presently processed and share certificates returned within a period of 30 days from the date of receipt subject to the documents being in order in all respect.

Distribution of shareholding as on 31st March, 2009

No. of Equity Shares held	No. of Share holders	% of share holders	No. of Shares held	% of share holding
Upto 500	1844	82.877	320350	4.833
501 to 1000	152	6.831	121208	1.829
1001 to 2000	92	4.135	135392	2.043
2001 to 3000	30	1.348	72944	1.100
3001 to 4000	20	0.899	68508	1.034
4001 to 5000	17	0.764	79066	1.193
5001 to 10000	32	1.438	229541	3.463
10001 and above	38	1.708	5601364	84.505
Grand Total	2225	100.00	6628373	100.00

Shareholding Pattern as on 31st March, 2009

Category	No. of Shares held	%
Promoters	4666570	70.40
Banks, Financial institutions	157282	2.37
Private Corporate Bodies	430928	6.50
Indian Public	1369613	20.67
NRI	3980	0.06
Total	6628373	100.00

Plant Location :

Mining :	Ramganjmandi Dist . Kota, Rajasthan
Wind Power :	1) Tungavi Village, Udumalpet Taluk, Dist. Coimbatore, Tamilnadu. 2) Beladadi Village, Taluk & Dist. Gadag, Karnataka. 3) Rameshwar Village, Taluk Khatau, Dist. Satara, Maharashtra.

Dematerialization of Shares

The Company's shares are available for trading in the depository systems of both the National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL). Company's ISIN No is "INE443A01014." As on March 31, 2009, 21.38% of the total outstanding shares were held in dematerialized form.

The Annual custody fees for the year 2009-2010 have been paid to the Depositories as per SEBI Guideline.

Outstanding GDRs/ADRs/Warrants or any convertible instruments conversion date and likely impact on equity

There are no GDR/ADR/Warrants or any other convertible instruments pending conversion or any instruments likely to impact the equity share capital of the Company

Address for Correspondence

For any assistance regarding transfer, transmissions, change of address, non-receipt of dividend and any other query relating to the shares of the Company, may please write to Registrar and Share Transfer Agents of the Company.

Associated Stone Industries (Kotah) Ltd.

9. CHAIRMAN OF THE BOARD

Shri Deepak Jatia is the Chairman of the Company.

10. REMUNERATION COMMITTEE

The Board constituted a Remuneration Committee of Directors comprising three Independent, Non-Executive Directors and presently consisting of Shri. Padam Kumar Poddar as Chairman, Shri. Sunil Kumar Goenka and Shri Pramod G Lath, as Members of the Committee.

The Company has no pecuniary relations or transaction with its Non-Executive Directors other than payment of sitting fees to them for attending Board Meetings.

11. SHAREHOLDER RIGHTS

As the Company's quarterly / half yearly results are published in English newspapers having circulation all over India and in Hindi newspaper widely circulated in Rajasthan, the same are not sent to each household of shareholders.

12. CEO/ CFO CERTIFICATION

The Chairman & Managing Director (CEO) and General Manager (Finance & Accounts) (CFO) have certified to the Board in accordance with Clause 49(V) of the Listing Agreement pertaining to CEO/CFO certification for the financial year ended 31st March, 2009.

DECLARATION

As provided under Clause 49 of the Listing Agreement with the Stock Exchange, The Board Members and the Management personnel have confirmed compliance with the Code of Conduct, for the year ended March 31, 2009.

For Associated Stone Industries (Kotah) Limited.

Mumbai
23rd June, 2009

Deepak Jatia
Chairman & Managing Director

Auditors' Certificate on Corporate Governance

To the Members,

ASSOCIATED STONE INDUSTRIES (KOTAH) LTD.

We have examined the compliance of conditions of Corporate Governance by Associated Stone Industries (Kotah) Ltd., for the year ended on 31st March 2009, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statement of the Company.

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

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

For B.L.Ajmera & Co.
Chartered Accountants

Place: Mumbai

Dated: 23rd June, 2009

(Sanjeev Mathur)
Partner



AUDITORS' REPORT

TO THE MEMBERS,

ASSOCIATED STONE INDUSTRIES (KOTAH) LTD.

We have audited the attached Balance Sheet of ASSOCIATED STONE INDUSTRIES (KOTAH) LTD. as at March 31st, 2009 and also Profit and Loss Account of the Company for the year ended on that date annexed thereto and Cash Flow Statement for the period ended on that date. 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.

1. We conducted our audit in accordance with the auditing standards generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements 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 statement presentation. We believe that our audit provides a reasonable basis for our opinion.
2. As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956 of India (the Act) and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we set out in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
3. Further to our comments in the Annexure referred to in paragraph 2 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 & Loss Account dealt with by this report are in agreement with the books of accounts;
- (d) In our opinion the Balance Sheet and the Profit and Loss Account dealt with by this report comply with the mandatory Accounting Standards referred to in subsection 3C of section 211 of the Companies Act, 1956;
- (e) In our opinion, and based on information and explanations given to us, none of the directors are disqualified as on 31st March, 2009 from being appointed as 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 together with the notes there on and attached there to give in the prescribed manner the information required by the Act and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i. In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2009,
 - ii. In case of the Profit & Loss Account, of the profit of the Company for the year ended on that date and:
 - iii. In the case of the Cash Flow Statements, of the cash flows for the year ended on that date.

For B.L.Ajmera & Co.
Chartered Accountants

Place: Jaipur
Dated: 23rd June, 2009

(Sanjeev Mathur)
Partner
Membership No.75325

Associated Stone Industries (Kotah) Ltd.

ANNEXURE TO AUDITORS' REPORT

[Referred to in paragraph 2 of the auditors' report of even date to the members of The Associated Stone Industries (Kotah) Ltd. on the accounts for the year ended 31st March 2009.]

- 1) a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- b) The fixed assets of the Company are physically verified by the management according to a phased programme designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and nature of its assets. Pursuant to such programme, a physical verification was carried out during the year and this revealed no material discrepancies.
- c) During the year, the Company has not disposed off substantial part of fixed assets.
- 2) a) The inventory lying at all location except in transit and third parties has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
- c) On the basis of our examination of the records we are of the opinion that the Company is maintaining proper records of inventory.
- d) The discrepancies noticed on physical verification were not material and the same have been properly dealt with in the books of accounts.
- 3) According to the information and explanations given to us, the Company has granted unsecured loans aggregating Rs 77.94 lacs during the year to three parties covered in the Register maintained under Section 301 of the Companies Act, 1956.
- 4) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
- 5) a) On the basis of representation made by the management and scrutiny of books of accounts carried out by us, the information that need to be entered in the Register in pursuance of Section 301 of the Companies Act, 1956 have been so entered.
- b) In our opinion and according to the information and explanations given to us, transactions during the year exceeding the value of five lakh rupees in respect of any party which required to be entered in the register u/s 301 of Companies Act, 1956 have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- 6) In our opinion and according to the information and explanations given to us the Company has complied with the directives issued by the Reserve Bank of India and the provision of Section 58A and 58AA of the Act and the Companies (Acceptance of Deposit) Rules, 1957 with regard to the deposits accepted from the public. As per information and explanations given to us, no order under the aforesaid sections has been passed by the Company Law Board on the Company.
- 7) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
- 8) Rule for maintenance of cost records prescribed under Section 209 (1) (d) of the Act is not applicable to the Company.
- 9) a) According to the information and explanations given to us and according to the books and records as produced and examined by us, in our opinion, the undisputed statutory dues in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, wealth tax, sales tax, customs duty, excise duty and other material statutory dues as applicable, have been regularly deposited by the Company



during the year with the appropriate authorities.

- b) As at March 31, 2009, according to the records of the Company and the information and explanations given to us, the following are the particulars of disputed dues (provided/contingent liability, as appropriate) on account of sales-tax, income-tax, custom duty, wealth-tax, service tax, excise duty and cess matters that have not been deposited on account of a dispute-

Name of the statute	Nature of the dues	Amount (Rs/ Lacs.)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Lease Payment	19.02	1951 to 1962	High Court
Sales Tax Act	Entry Tax	183.49	January 2007 to March 2009	High Court
Cess Matters	Land Tax	169.83	2006 to 2009	DIG Registration & Stamps/High Court
	Royalty	8.61	1977-78, 1990-91, 1992-93, 1993-94	Mining Dept / High Court

- 10) The Company has not incurred any cash loss during the financial year covered by our audit and the immediately preceding financial year and has no accumulated loss.
- 11) The Company has not defaulted in repayment of dues to financial Institution / Bank / Debenture holders.
- 12) The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13) The Company is not a chit fund, nidhi of mutual benefit fund / society.
- 14) The Company is not dealing or trading in shares, securities, debentures and other investments.
- 15) The Company has not given any guarantee for loans taken by others from banks or financial institution, the terms & conditions, whereof, in our opinion, are prima facie prejudicial to the interest of the Company.
- 16) According to the information and explanation given to us, term loans availed by the Company were prima facie, applied during the year for the purposes for which the loans were obtained.
- 17) According to the cash flow statement and other records examined by us and the information and explanations given to us, on an overall basis, funds raised on short term basis have prima facie, been not used during the year for long term investment and vice versa.
- 18) The Company has not made any issue of shares during the year.
- 19) The Company has not issued debenture during the year.
- 20) The Company has not made any public issue during the year.
- 21) Based upon the audit procedures performed and information and explanations given by the management, no fraud on or by the Company has been noticed or reported during the course of audit.

For B.L.Ajmera & Co.
Chartered Accountants

Place: Mumbai
Dated: 23rd June, 2009

(Sanjeev Mathur)
Partner
Membership No.75325

Associated Stone Industries (Kotah) Ltd.

BALANCE SHEET AS AT 31st MARCH, 2009

(Rupees in Lacs)

	Schedule		As at 31.03.2009		As at 31.03.2008
SOURCES OF FUNDS					
SHAREHOLDERS' FUNDS					
Share Capital	1	662.84		662.84	
Reserve & Surplus	2	<u>12698.78</u>	13361.62	<u>11938.25</u>	12601.09
LOAN FUNDS					
Secured	3	3222.58		2251.70	
Unsecured	4	<u>252.87</u>	3475.45	<u>269.38</u>	2521.08
NET DEFERRED TAX LIABILITY			452.34		286.07
(See Schedule 17, Note no. 16)			<u>17289.41</u>		<u>15408.24</u>
APPLICATION OF FUNDS					
FIXED ASSETS					
Gross Block	5	15833.51		14582.49	
Less : Depreciation		<u>2581.68</u>		<u>2352.48</u>	
Net Block		<u>13251.83</u>		<u>12230.01</u>	
Capital Work-in-Progress		5.31	13257.14	5.31	12235.32
INVESTMENTS			45.92		46.00
CURRENT ASSETS					
Inventories	7	1547.87		1010.05	
Sundry Debtors		3547.64		3810.27	
Cash & Bank Balance		<u>326.30</u>		<u>146.29</u>	
		<u>5421.81</u>		<u>4966.61</u>	
LOANS & ADVANCES				2110.07	
		<u>7321.67</u>		<u>7076.68</u>	
Less: CURRENT LIABILITIES & PROVISIONS					
	9	<u>3335.32</u>		<u>3949.76</u>	
Net Current Assets			3986.35		3126.92
			<u>17289.41</u>		<u>15408.24</u>
Significant Accounting Policies & Notes on Accounts					
	17				

As per our Report of even date
For **B.L.AJMERA & CO.**
Chartered Accountants

On Behalf of the Board of Directors

PAVAN SONI
Chief Financial Officer

DEEPAK JATIA
Chairman & Managing Director

SANJEEV MATHUR
Partner
Membership No. 75325

UTTAM SHETTY
Company Secretary

TUSHYA JATIA
Executive Director

Mumbai
23rd June, 2009

Mumbai
23rd June, 2009



PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2009

(Rupees in Lacs)

	Schedule	For the year ended 31.03.2009	31.03.2008
INCOME			
Sales	10	12657.91	11636.38
Other Income	11	50.52	33.22
Increase/(Decrease) in Stock	12	540.84	200.18
		<u>13249.27</u>	<u>11869.78</u>
EXPENDITURE			
Production and other Expenses	13	9081.17	8239.89
Employees Remuneration and Benefits	14	1418.73	1471.17
Administrative and General Expenses	15	868.54	783.03
Interest	16	228.50	151.97
Depreciation		362.42	312.54
		<u>11959.36</u>	<u>10958.60</u>
Profit/(Loss) before Prior Year Expenses & Taxation		<u>1289.91</u>	<u>911.18</u>
Prior Year Income/(Expenses)		9.62	87.19
Profit before Taxation		<u>1299.53</u>	<u>998.37</u>
Provision for Taxation			
Current Tax		(154.69)	(111.61)
Fringe Benefit Tax		(7.64)	(8.10)
Deferred Tax		(246.18)	(78.08)
Income Tax for Earlier Years		(29.44)	(64.80)
Profit & Loss for the year		<u>861.58</u>	<u>735.78</u>
Add : Balance brought forward from Previous Year		<u>1120.30</u>	<u>487.07</u>
Profit Available for Appropriation		<u>1981.88</u>	<u>1222.85</u>
APPROPRIATIONS			
Transfer to General Reserve		30.00	25.00
Proposed Dividend		79.54	66.28
Tax on Dividend		13.52	11.27
Balance Carried to Balance Sheet		1858.82	1120.30
		<u>1981.88</u>	<u>1222.85</u>
Earning Per Share (Equity Shares, Face Value Rs. 10/- each) (in Rupees)		13.00	11.10

Significant Accounting Policies

& Notes on Accounts

17

As per our Report of even date

For B.L.AJMERA & CO.

Chartered Accountants

On Behalf of the Board of Directors

PAVAN SONI
Chief Financial Officer

DEEPAK JATIA
Chairman & Managing Director

SANJEEV MATHUR
Partner
Membership No. 75325

UTTAM SHETTY
Company Secretary

TUSHYA JATIA
Executive Director

Mumbai
23rd June, 2009

Mumbai
23rd June, 2009

Associated Stone Industries (Kotah) Ltd.**SCHEDULE ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2009****(Rupees in Lacs)**

	As at 31.03.2009	As at 31.03.2008
SCHEDULE 1		
SHARE CAPITAL		
AUTHORISED		
200000 (Previous year 200000) Redeemable Preference Shares of Rs. 100 each	200.00	200.00
23000000 (Previous year 23000000) Equity Shares of Rs. 10 each	2300.00	2300.00
	<u>2500.00</u>	<u>2500.00</u>
ISSUED, SUBSCRIBED AND PAID UP		
6628373 (Previous year 6628373) Equity Shares of Rs. 10 each fully paid up	662.84	662.84
	<u>662.84</u>	<u>662.84</u>

Notes : Of the above Equity Shares :

- (a) 32000 Shares have been allotted as fully paid up pursuant to a contract without payment being received in cash;
(b) 50000 Shares have been allotted as fully paid up on conversion of 1,00,000 Deferred Shares of Rs. 5 each; and
(c) 3891000 Shares have been issued as fully paid Bonus Shares by capitalisation of General Reserve.

SCHEDULE 2**RESERVE & SURPLUS****(Rupees in Lacs)**

	Balance as on 01.04.08	Addition during the year	Deduction during the year	Balance as on 31.03.09
General Reserve	1524.79	60.04	–	1584.83
Revaluation Reserve	9293.16	–	(38.03)	9255.13
Profit & Loss Account	1120.30	738.52	–	1858.82
	<u>11938.25</u>	<u>798.56</u>	<u>(38.03)</u>	<u>12698.78</u>



(Rupees in Lacs)

	As at 31.03.2009	As at 31.03.2008
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SCHEDULE 3

SECURED LOANS

RUPEE LOAN

Working Capital Loans

1. HDFC Bank Ltd.	1466.22	-
Secured by first charge by way of hypothecation on mining & stone related business stocks, book debts etc and second charge over the fixed assets of the Company.		
	-	935.11
2. State Bank of Bikaner & Jaipur		
Secured by hypothecation of stocks, book debts etc.& first charge on fixed Assets		

Term Loans

3. HDFC Bank Ltd.	86.96	92.68
4. ICICI Bank Ltd.	20.84	80.20
5. Indusind Bank Ltd.	-	17.62
6. L & T Finance Ltd.	285.98	444.68
7. Kotak Mahindra Bank Ltd.	11.56	18.67
8. Tata Capital Limited	81.62	-
9. ING Vysya Bank Ltd.	534.40	662.74
Secured by first charge and hypothecation of assets related to windpower project at Tamilnadu & Karnataka		
10. IDBI Bank Limited	735.00	-
Secured by first charge and hypothecation of assets related to windpower project at Maharashtra		
	3222.58	2251.70

NOTES :

1. Security for item nos.3 to 8 : Hypothecation of specified assets
2. Security for Item nos. 1 to 10 :- Guaranteed by Director

SCHEDULE 4

UNSECURED LOANS

Trade Deposits and Advances

Security Deposits	31.01	47.95
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From Others

Fixed Deposits	219.09	200.70
Others	2.77	20.73
	252.87	269.38

Associated Stone Industries (Kotah) Ltd.
SCHEDULE 5
FIXED ASSETS (AT COST)
(Rupees in Lacs)

	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 31.03.2008	Additions during the Year	Sales & Adjust- ment	As at 31.03.2009	Upto 31.03.2008	For the year	On Assets Sold & adjustment	Upto 31.03.2009	As at 31.03.2009	As at 31.03.2008
Land	9657.35	95.80	40.00	9713.15	--	--	--	--	9713.15	9657.35
Land (Surface Right)	113.30	--	--	113.30	77.89	7.79	--	85.68	27.62	35.41
Buildings	239.48	--	--	239.48	171.29	2.42	--	173.71	65.77	68.19
Plant & Machinery	3026.95	1220.52	56.10	4191.37	1427.83	189.66	39.01	1578.48	2612.89	1599.12
Dumpers	977.15	52.34	--	1029.49	300.24	108.23	--	408.47	621.02	676.91
Vehicles	474.50	56.26	45.95	484.81	294.45	52.24	41.78	304.91	179.90	180.05
Furniture & Fixtures	78.26	24.41	50.78	51.89	71.44	1.34	47.62	25.16	26.73	6.82
Office Equipments	15.50	--	5.48	10.02	9.34	0.74	4.81	5.27	4.75	6.16
	14582.49	1449.33	198.31	15833.51	2352.48	362.42	133.22	2581.68	13251.83	12230.01
Capital Work In Progress										
Building									4.47	4.47
Machinery									0.84	0.84
									13257.14	12235.32
Previous Year	12939.89	2002.99	360.39	14582.49	2335.24	312.54	295.30	2352.48	12230.01	10604.65

Note : Land value includes Rs. 9255.13 Lacs (Previous year Rs. 9293.16) on account of revaluation of Land during the F.Y.2006-2007

(Rupees in Lacs)

**As at
31.03.2009** **As at
31.03.2008**

SCHEDULE 6
INVESTMENTS (AT COST)
UNQUOTED

100	Equity Shares of of Sarvodaya Sahakari Samiti Ltd. of Rs. 25 Each fully paid.	0.03		0.03	
100	Equity Shares of Stone Shapers & Handicrafts (India) Ltd. of Rs. 10 each fully paid.	0.01		0.01	
410000	Equity Shares of Stone Masters (India) Ltd. of Rs. 10 each fully paid	41.00	41.04	41.00	41.04



		(Rupees in Lacs)	
		As at 31.03.2009	As at 31.03.2008
QUOTED			
3000	Equity Shares of Akai Impex Ltd. of Rs. 10 each fully paid.	0.78	0.78
1700	Equity Shares of United Agro. Ind. (India) Ltd. of Rs. 10 each fully paid	0.42	0.42
4000	Equity Shares of Ganesh Benzoplast Ltd. of Rs. 10 each fully paid.	3.34	3.34
89	Equity Shares of JSW Steel Ltd. of Rs.10 each fully paid.	0.14	0.14
350	Debentures of Essar Oil Ltd. Part C of Rs.105 Each partly redeemed.	0.11	0.19
104	Equity Shares of Reliance Petroleum Limited of Rs. 10 each fully paid.	0.07	0.07
03	Equity Shares of Tata Steel Ltd of Rs. 10 each fully paid.	0.01	0.01
015	Pref. Shares of Tata Steel Ltd of Rs. 100 each fully paid.	0.01	0.01
		4.88	4.96
Market value of quoted Investments Rs. 0.61 lacs (Previous year Rs. 0.98 Lacs)		45.92	46.00

SCHEDULE 7

CURRENT ASSETS

Inventories

(As taken, valued and certified by management)

Stores & Spare Parts	100.57		103.59	
Finished Goods	675.11		510.79	
Work-in-Process	772.19	1547.87	395.67	1010.05
Sundry Debtors				
Exceeding Six months				
Considered Good	391.83		108.99	
Considered Doubtful	67.70		73.03	
Others Considered Good	3155.71		3695.85	
	3615.24		3877.87	
Less : Provision for Bad Debts	(67.60)	3547.64	(67.60)	3810.27

Associated Stone Industries (Kotah) Ltd.

	(Rupees in Lacs)	
	As at 31.03.2009	As at 31.03.2008
Cash & Bank Balance		
Cash & Cheques in hand	4.76	1.07
Balance with Scheduled Banks in Current Accounts		
- In Current Account	57.99	26.52
- In Fixed Deposit	263.55	118.70
(Including Rs.211.78 lacs (Previous Year Rs. 87.20 lacs) pledged with the Bank & Govt. Dept. as margin money/ guarantees/securities)		
	5421.81	4966.61
SCHEDULE 8		
LOANS AND ADVANCES		
(Unsecured considered good unless otherwise stated)		
Advances to Employees	2.73	4.82
Interest Accrued on Advances and Deposits	11.40	2.58
Advances recoverable in cash or in kind or for value to be received	218.46	189.16
Advances against Capital Expenditure	15.32	134.65
Sundry Deposits	53.73	41.97
Advance against Purchases & Expenses	831.69	777.02
Advance Income Tax	285.16	321.96
Trade Bills	3.64	8.15
Loan to Others	477.73	629.76
	1899.86	2110.07
SCHEDULE 9		
CURRENT LIABILITIES AND PROVISIONS		
CURRENT LIABILITIES		
Sundry Creditors (See Schedule 17, Note No. 4)	1708.30	2293.18
Advance From Customers	323.41	422.38
Outstanding Liabilities	177.41	195.68
Duties & Taxes	390.96	334.03
Unclaimed Dividend	2.06	-
Interest Accrued but not due	18.10	8.66
Other Liabilities	61.56	37.62
	2681.80	3291.55
PROVISIONS		
Provision for Taxation	310.85	332.62
Provision for Dividend & Tax	93.06	77.55
Provision Others	249.61	248.04
	653.52	658.21
	3335.32	3949.76



SCHEDULES ANNEXED TO AND FORMING PART OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2009

(Rupees in Lacs)

	For the year ended	
	31.03.2009	31.03.2008
SCHEDULE 10		
SALES		
Stone	7948.86	7999.58
Wind Power	102.79	6.53
Trading	<u>3471.73</u>	<u>2410.91</u>
	11523.38	10417.02
Royalty Recovered	<u>1134.53</u>	<u>1219.36</u>
	<u>12657.91</u>	<u>11636.38</u>

SCHEDULE 11

OTHER INCOME

Dividend	0.11	0.03
Surplus on Sale of Assets	5.68	16.23
Miscellaneous Receipts	<u>44.73</u>	<u>16.96</u>
	<u>50.52</u>	<u>33.22</u>

SCHEDULE 12

INCREASE/(DECREASE) IN STOCK

Opening Stock

Finished Goods	510.79	333.49
Work in process	<u>395.67</u>	<u>372.79</u>
	<u>906.46</u>	<u>706.28</u>

Closing Stock

Finished Goods	675.11	510.79
Work in process	<u>772.19</u>	<u>395.67</u>
	<u>1447.30</u>	<u>906.46</u>
Increase/(Decrease) in Stock	<u>540.84</u>	<u>200.18</u>

SCHEDULE 13

PRODUCTION & OTHER EXPENSES

Purchases	18.01	54.41
Trade Purchase	3403.54	2485.37
Polishing/ Job Charges	7.18	7.73
Raising & Mining Expenses	796.76	574.01
Hire Charges- Machinery	577.63	1085.90
Stores & Spare Parts Consumed	374.98	344.64
Power & Fuel	2447.25	2394.59
Freight & Transport	287.86	43.95
Other Manufacturing Expenses	6.68	16.15
Royalty on Stone	1161.28	1233.14
	<u>9081.17</u>	<u>8239.89</u>

Associated Stone Industries (Kotah) Ltd.

(Rupees in Lacs)
For the year ended
31.03.2009 31.03.2008

SCHEDULE 14**EMPLOYEES' REMUNERATION & BENEFITS**

Salaries and Wages	950.19	942.77
Contribution to Provident & other Funds	155.09	199.71
Bonus and Others	289.88	308.08
Employees' Welfare Expenses	23.57	20.61
	<u>1418.73</u>	<u>1471.17</u>

SCHEDULE 15**ADMINISTRATIVE & GENERAL EXPENSES**

Insurance Charges	40.94	40.92
Rent	22.29	20.48
Advertisements	3.12	4.21
Bank Charges & Commission	21.57	23.57
Travelling Expenses	28.39	34.66
Commission on Sale	163.53	161.12
Rates & Taxes	275.93	229.52
Freight Outward	24.44	29.46
Repairs		
Plant & Machinery	91.29	79.58
Building	21.85	8.62
Others	9.67	4.22
Charity and Donations	3.03	-
Auditors' Remuneration	2.76	2.81
Miscellaneous Expenses	139.10	125.79
Bad Debts Written Off (net)	-	-
Directors' Remuneration	20.47	18.00
Directors' Fee	0.16	0.07
	<u>868.54</u>	<u>783.03</u>

SCHEDULE 16**INTEREST
PAYMENTS**

Term Loan	217.89	107.99
Working Capital Loan	99.07	44.60
Others	22.48	19.62
	<u>339.44</u>	<u>172.21</u>
Less : Received (including TDS Rs. 22.71 lacs) (Previous Year Rs. 3.55 lacs)	110.94	20.24
	<u>228.50</u>	<u>151.97</u>



SCHEDULE 17

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH 2009 AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE.

A) Significant Accounting Policies

a) General

The Accounts have been prepared on historical cost convention based on the accrual concept and applicable accounting standards, as a going concern.

b) Revenue recognition

- i) Revenue / income and cost / expenditure are generally accounted on accrual as they are earned or incurred.
- ii) Dividend on investment is accounted on cash basis.

c) Fixed Assets & Depreciation

- i) All Fixed Assets are stated at cost of acquisition except land and which has been revalued on 31.03.2007.
- ii) Depreciation on Intangible Assets (surface right of land) has been provided on written down value method as per rates prescribed in Appendix I of Rule 5 of the Income Tax Rules, 1962.
- iii) Depreciation on Dumpers, Earth-moving machinery, and machineries of Kudayla polishing units II and depreciation on Wind Power Generating Units installed at Coimbatore Dist (Tamilnadu), Gadag Dist. (Karnataka) & Satara Dist. (Maharashtra) has been provided on straight line method as per rate and in the manner prescribed in Schedule XIV of the Companies Act, 1956.
- iv) Depreciation on other fixed assets except as stated in (ii) & (iii) above has been provided on written down value method as per rates and in the manner prescribed in schedule XIV of the Companies Act, 1956.

d) Inventories

Inventories are valued at cost or market value, whichever is less.

e) Investments

All investments are classified as long term investments and are stated at cost.

f) Foreign Currency Transaction

Current assets and current liabilities, i.e. items to be received or paid in foreign currencies (other than those related to fixed assets) are stated at the amounts subsequently realised / paid. Where receipts / payments have not materialised, these assets and liabilities are accounted for at the exchange rates prevailing at the year end. Resultant gain or loss is accounted during the year.

g) Retirement Benefits

Retirement benefits to employees comprise payment to gratuity and provident fund under approved schemes of the Company. Annual contribution to gratuity fund is determined based on an actuarial valuation as at the balance sheet date by an independent actuary.

h) Impairment of Assets

Impairment loss is charged to the Profit & Loss account in the period in which, an asset is identified as impaired, when the carrying value of the asset exceeds its recoverable value. The impairment loss recognized in the prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

i) Taxation

- i) Provision for current tax is made on the basis of estimated tax liability as per the applicable provisions of tax laws.
- ii) Deferred tax for timing differences between tax profits and book profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets are recognised to the extent there is reasonable certainty that these assets can be either realised in future or adjusted against deferred tax liability.

Associated Stone Industries (Kotah) Ltd.

SCHEDULE 17 (Contd...)

		(Rupees in Lacs)	
		For the year ended	
		31.03.2009	31.03.2008
B) NOTES ON ACCOUNTS			
1. Contingent liability not provided in respect of			
a. Estimated amount of contracts remaining to be executed on capital account not provided for (Net of Advances)		1.50	1064.96
b. Claims against the Company not acknowledge as debts		29.93	63.44
c. Liabilities disputed for which no provision has been made in the accounts as same is contested in appeal by the Company			
i) Income Tax		19.02	19.02
ii) Royalty		67.37	67.37
iii) Others		19.05	19.05
d. Counter guarantees given by the Company in respect of guarantees given by the Bank to Government authorities & others		26.08	26.13
2. Company has purchased mining machinery during the year 2007-08 under EPCG scheme in respect of which the Company has a future export obligation of US\$ 27,33,210 (Previous Year US\$ 30,03,418) to be completed over a period of 8 years from June, 2007.			
3. During the year, the Company has sold some of revalued land for Rs.32.00 lacs. The difference between original cost and sale value amounting Rs 30.04 lacs has been credited into General Reserve Account and Revaluation Reserve Account debited to the extent of assets revalued earlier.			
4. Sundry creditors includes bills to the extent Rs 997.25 lacs (previous year Rs 832.38 lacs) accepted by IDBI Bank Ltd Jaipur under letter of credit facility granted to the Company.			
5. Interest on loans in some cases has not been recognised, where the recovery is doubtful.			
6. In absence of proper details received from the suppliers , the amount over due if any, to Micro, Small & Medium Enterprises under Micro, Small & Medium Enterprises Development Act, 2006 cannot be ascertained.			
7. Licenced and Installed Capacity (as certified by the Management)			
	Licenced Capacity		Installed Capacity
	2008-09	2007-08	2008-09
			2007-08
Stone Polishing & Repolishing Machines			
(Capacity in lac sq.ft.)	N.A.	N.A.	12.60
Stone Edge Cutting Machines (Capacity in lac rft.)	N.A.	N.A.	10.80
Wind Power Machines (MW)	N.A.	N.A.	4.75
			2.25
8. Consumption of Stores, Spare Parts & Components			
	2008-2009		2007-2008
	Value	%	Value
			%
Imported	13.66	3.64%	13.63
Indigenous	361.32	96.36%	331.01
	<u>374.98</u>	<u>100.00%</u>	<u>344.64</u>
			<u>100.00%</u>



SCHEDULE 17 (Contd...)

		(Rupees in Lacs)	
		For the year ended	
		31.03.2009	31.03.2008
9	Captive Consumption of Raw Materials		
	Rough Stone Quantity (Lacs sq.mtrs.)	0.46	0.99
	Value (Rs. in lacs)	24.11	51.56
10	Value of Imports (CIF Basis)		
	Stores, Spare Parts & Components	12.96	13.50
	Agglomerated Marble	-	95.14
		<u>12.96</u>	<u>108.64</u>
11	Expenditure in Foreign Currency		
	Travelling	7.32	8.26
	Sales Promotion	-	3.27
	Freight charges on export sale	-	16.66
		<u>7.32</u>	<u>28.19</u>
12	Earning in Foreign Currency		
	Exports at F.O.B.Value	79.20	81.67
	Deemed Exports	-	3.89
		<u>79.20</u>	<u>85.56</u>
13	Payment to Auditors		
	Audit Fee	1.65	1.69
	Fees for other services	1.11	1.12
	Out of Pocket Expenses	0.31	0.03
		<u>3.07</u>	<u>2.84</u>
14	Directors Remuneration		
a)	Remuneration		
	Salaries	20.47	18.00
	Contribution to P.F & other Funds	2.46	2.16
		<u>22.93</u>	<u>20.16</u>
b)	Directors Fee	0.16	0.07
c)	No commission has been paid to the Directors', hence the computation of net profit for the purpose of Directors remuneration under section 349 of the Companies Act, 1956 has not been made. The remuneration has been paid to the Directors as per schedule XIII of the Companies Act, 1956.		

15 Earning Per Share (Basic/Diluted)

	2008-09	2007-08
Net Profit (After Tax) as per Profit & Loss Account available for equity shareholders (Rs. In lacs)	861.58	735.78
Equity shares for calculation of earning per share (nos.)	6628373	6628373
Earning per share (Rs.)	13.00	11.10

Associated Stone Industries (Kotah) Ltd.

SCHEDULE 17 (Contd...)

16 The major components of deferred tax assets and liabilities are as under :-

	As at 31st March, 2008	Tax effect for the year	(Rs.in Lakhs) As at 31st March, 2009
Deferred Tax Liability			
Depreciation	(286.07)	(330.03)	(616.10)
Total	<u>(286.07)</u>	<u>(330.03)</u>	<u>(616.10)</u>
Deferred Tax Asset			
Section 43B Items	-	80.84	80.84
Others	-	22.98	22.98
Provision for Employee Benefits	79.91	(19.97)	59.94
Total	<u>79.91</u>	<u>83.85</u>	<u>163.76</u>
Net Deferred Asset/(Liability)	<u>(206.16)</u>	<u>(246.18)</u>	<u>(452.34)</u>

Deferred tax assets on provision for employee benefits was netted off with provision for employee benefits in the previous year. During the current year deferred tax asset as well as provision for employee benefits has been restated.

17. Turnover, Production, Purchases, Opening and Closing Stock of Goods

	<u>Turnover</u>		<u>Production</u>		<u>Purchases</u>		<u>Opening Stock</u>		<u>Closing Stock</u>	
	2009	2008	2009	2008	2009	2008	2009	2008	2009	2008
Rough Stone (Lacs Sq. Mtrs.)	123.31	147.03	126.69	150.12	0.05	0.24	10.08	8.28	12.63	10.08
Polished Stone (Lacs Sq.Mtrs.)	0.42	0.86	0.44	0.95	0.04	0.20	0.86	0.61	0.90	0.86
Wind Power (Lacs units)	33.34	2.18	33.34	2.18	-	-	-	-	-	-
Value (Stone) (Rupees in Lacs)	9083.39	9218.94	-	-	18.01	54.41	425.63	333.49	607.23	425.63
Value of Wind Power (Rs in Lacs)	102.79	6.53	-	-	-	-	-	-	-	-
Trading (Rupees in Lacs)	3471.73	2410.91	-	-	3403.54	2485.37	85.16	-	67.88	85.16
Value (Rupees in Lacs)	<u>12657.91</u>	<u>11636.38</u>	<u>-</u>	<u>-</u>	<u>3421.55</u>	<u>2539.78</u>	<u>510.79</u>	<u>333.49</u>	<u>675.11</u>	<u>510.79</u>



SCHEDULE 17 (Contd...)

(Rupees in Lacs)

18. Segmental Reporting

The information pursuant to Accounting Standard 17- "Segment Reporting" Issued by the Institute of Chartered Accountants of India is as under :

The key business segments of the Company are Stone, Wind Power & Trading.

(i) Business Segments

(Rs. In Lacs)

	Stone		Wind Power		Trading		Total	
	2008-09	2007-08	2008-09	2007-08	2008-09	2007-08	2008-09	2007-08
REVENUE								
External Sales	9083.39	9218.94	102.79	6.53	3471.73	2410.91	12657.91	11636.38
Other Income	16.41	33.22	-	-	34.11	-	50.52	33.22
RESULTS								
Profit before Interest & Tax	1436.31	1065.28	(2.92)	(12.83)	85.02	10.70	1518.41	1063.15
Interest Expenses	191.44	130.67	148.00	41.54	-	-	339.44	172.21
Interest Income	(110.94)	(20.24)	-	-	-	-	(110.94)	(20.24)
Prior Year Income	(9.62)	(87.19)	-	-	-	-	(9.62)	(87.19)
Profit/Loss Before Tax	1365.43	1042.04	(150.92)	(54.37)	85.02	10.70	1299.53	998.37
Provision for Taxation								
Current Tax							(154.69)	(111.61)
Fringe Benefit Tax							(7.64)	(8.10)
Deferred Tax							(246.18)	(78.08)
Income tax for Earlier years							(29.44)	(64.80)
Net Profit/ (Loss)							861.58	735.78
Other Information								
Segment Assets	17103.89	16248.30	2160.90	1223.10	1359.93	1886.59	20624.72	19357.99
(including revaluation)								
Segment Liability	3379.81	2998.22	155.39	75.70	1266.34	1796.81	4801.54	4870.73
Capital Expenditure Incurred	319.34	891.76	1129.99	1111.23	-	-	1449.33	2002.99
Depreciation	273.62	294.90	88.80	17.64	-	-	362.42	312.54

(ii) Geographical Segments

The following table shows the distribution of the Company's Sales by geographical market

Revenue	2008-09	2007-08
India	12578.71	11550.82
Outside India	79.20	85.56
	12657.91	11636.38

Note :

Segment assets include all operating assets used by the business segment and consist principally fixed assets, debtors and inventories and segment liabilities primarily include creditors and other liabilities, as allocated by the management.

Associated Stone Industries (Kotah) Ltd.

SCHEDULE 17 (Contd...)

19 Employee Benefits

- (a) Effective 1 April, 2007 the Company has adopted Accounting Standard 15 (revised 2005) on "Employee Benefits". Pursuant to the adoption, the transitional obligations as adjusted by tax expense related thereto as required by the standard, Rs. 155.20 Lacs (net of tax), has been debited to opening balance of General Reserve.

(b) Plan Description.

The Company makes annual contributions to the Gratuity fund managed by Trust.

(c) Defined benefit plans - As per actuarial valuation on 31st March 2009

(Rs. in lacs)

	Particulars	Gratuity (Funded) 31-Mar-09
I	Change in defined benefit obligation	
	Projected Benefit Obligation at the beginning of the year	484.72
	Interest cost	41.60
	Current service cost	22.22
	Benefit Paid	(44.96)
	Actuarial (gain)/loss on obligation	(9.90)
	Projected Benefit Obligation at the end of the year	493.68
II	Change in Plan Assets	
	Fair Value of Plan Assets at the beginning of the year.	199.53
	Expected Return on Plan Assets	21.56
	Contributions by Employers	125.00
	Benefit Paid	(44.96)
	Actuarial gains/(loss) on Plan Assets	4.41
	Fair value of plan assets at the end of the year	305.54
III	Actual Return on Plan Assets	
	Expected return on Plan Assets	21.56
	Actual gain/(loss) on Plan Assets	4.41
	Actual Return on Plan Assets	25.97
IV	Amount Recognized in the Balance Sheet	
	Liability at the end of the year	493.68
	Fair value of plan assets at the end of the year	305.54
	Amount Recognized in the Balance Sheet	188.14
V	Net Periodic Cost	
	Current Service Cost	22.22
	Interest Cost	41.60
	Expected return on plan assets	(21.56)
	Net Actuarial Gain/(Loss) to be recognized	(14.31)
	Expenses Recognized in the Income Statement	27.95
VI	Amount Recognized in the Balance Sheet.	
	Opening net liability	285.19
	Expenses as above	27.95
	Contributions by employers/Benefits paid	(125.00)
	Amount Recognized in the Balance Sheet.	188.14
VII	Actuarial Assumptions for the year	
	Discount Rate	9%
	Rate of Return on plan Assets	9%
	Rate of Increase in Compensation Levels	4%



SCHEDULE 17 (Contd...)

20 Related Parties Disclosure :

I Name of related parties and description of relationship

A Key Management Persons and relatives

1. Mr. Deepak Jatia

2. Mr. Tushya Jatia

B Enterprises over which key Management Person(s) have significant influence and enterprises having a key Management Person(s) in common

1. Stone Masters (india) Ltd.

5. ASI Cement Ltd.

2. Ramganjmandi Investments Ltd.

6. Hadoti Mining & Exports Pvt. Ltd

3. Stone Shapers & Handicrafts (India) Ltd.

7. ASI Plantation Pvt. Ltd

4. ASI Research Centre Limited

II Transactions with related parties

(Rs. In lacs)

Sr. No	Particulars	Enterprises over which Key Management Person(s) have significant influence and enterprises having a key management person(s) in common.	
		2008-09	2007-08
1	Purchase of materials/finished goods	71.69	88.08
2	Commission Paid	1.52	5.21
3	Rent paid	20.00	20.00
4	Rent received	0.18	0.18
5	Interest paid	0.33	0.38
6	Interest received	5.87	-
7	Assets purchased	15.77	-
8	Outstanding Receivable/(Payable) (Net)	110.49	10.78

III Details regarding payment made to key Managerial Persons

(Rs. In lacs)

	2008-09	2007-08
Managerial Remuneration		
Salary	20.47	18.00
Contribution to Provident and other fund	2.46	2.16
	22.93	20.16

21 Balances of Sundry Creditors, Sundry Debtors and Loans & Advances are subject to confirmation.

22 Previous year figures have been regrouped and rearranged wherever considered necessary.

As per our Report of even date

On Behalf of the Board of Directors

For B.L.AJMERA & CO.

Chartered Accountants

PAVAN SONI

Chief Financial Officer

DEEPAK JATIA

Chairman & Managing Director

SANJEEV MATHUR

Partner

Membership No. 75325

UTTAM SHETTY

Company Secretary

TUSHYA JATIA

Executive Director

Mumbai

23rd June, 2009

Mumbai

23rd June, 2009

Associated Stone Industries (Kotah) Ltd.**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2009****(Rupees in Lacs)****For the year ended****31.03.2009 31.03.2008****A. CASH FLOW FROM OPERATING ACTIVITIES**

Net Profit before tax and Extra-ordinary items

Adjusted for

Depreciation

Interest

Dividend

(Profit)/Loss on sale of fixed assets

Operating Profit before Working Capital Changes

Adjusted for changes in

Trade & Other Receivables

Inventories

Trade Payables

Cash Generated from Operations

Interest Paid

Direct Taxes Paid

Earlier Year Expenses

NET CASH FLOW FROM OPERATING ACTIVITIES (A)

B. CASH FLOW FROM INVESTING ACTIVITIES

Purchase of Fixed Assets

Sales of Fixed Assets

Sale of Investment

Movement in Loans & Deposits

Interest Received

Dividend Received

NET CASH USED IN INVESTMENT ACTIVITIES (B)

C. CASH FLOW FROM FINANCING ACTIVITIES

Proceeds from Sale of forfeited Shares

Proceeds from Long-term borrowings

Repayment of Long term borrowings

Short-term Loans & Deposits

Dividend paid

NET CASH FROM FINANCING ACTIVITIES (C)

NET INCREASE IN CASH & CASH EQUIVALENT (A+B+C)

OPENING BALANCE OF CASH & CASH EQUIVALENT

CLOSING BALANCE OF CASH & CASH EQUIVALENT

On Behalf of the Board of Directors**PAVAN SONI**

Chief Financial Officer

DEEPAK JATIA

Chairman & Managing Director

Mumbai
23rd June, 2009**UTTAM SHETTY**

Company Secretary

TUSHYA JATIA

Executive Director



AUDITORS' CERTIFICATE

To,
The Board of Directors,
M/s. **Associated Stone Industries (Kotah) Ltd.**
Bazar No. 1, Ramganjmandi - 326519,
Dist. Kota, Rajasthan.

We have examined the attached Cash Flow Statement of Associated Stone Industries (Kotah) Ltd. for the period ended 31st March 2009. The Statement has been prepared by the Company in accordance with the requirements of Clause 32 of listing agreements with Stock Exchange and is based on and in agreement with the corresponding Profit and Loss account and Balance Sheet of the Company covered by our report of 23rd June, 2009 to the Members of the Company.

For B. L. Ajmera & Co.
Chartered Accountants

Place : Mumbai
Dated : 23rd June 2009

(Sanjeev Mathur)
Partner

Balance Sheet Abstract and Company's General Business Profile

I.	Registration Details				
	Registration No.	283	State Code	17	
	Balance Sheet Date	31.03.2009			
II.	Capital Raised during the year (Rupees in lacs)				
	Public Issue	NIL	Right Issue	NIL	
	Bonus Issue	NIL	Private Placement	NIL	
III.	Position of Mobilisation and Deployment of funds (Rupees in lacs)				
	Total Liabilities	17289.41	Total Assets	17289.41	
	Sources of Funds				
	Paid up Capital	662.84	Reserve & Surplus	12698.78	
	Secured Loans	3222.58	Unsecured Loans	252.87	
	Deferred Tax (Assets)/Liability	452.34			
	Application of Funds				
	Net Fixed Assets	13257.14	Investments	45.92	
	Net Current Assets	3986.35	Misc. Expenditure	-	
	Accumulated Losses	NIL			
IV.	Performance of Company (Rupees in lacs)				
	Turnover	13249.27	Total Expenses	11959.36	
	Profit Before Tax	1299.53	Profit After Tax	861.58	
	Earning Per Share (Rs.)	13.00	Dividend Rate (%)	1.20	
V.	Generic Names of Principal Product of the Company				
	Item Code No. (ITC Code)		251690		
	Production Description		Kotah Stone		

On Behalf of the Board of Directors

PAVAN SONI
Chief Financial Officer

UTTAM SHETTY
Company Secretary

TUSHYA JATIA
Executive Director

DEEPAK JATIA
Chairman & Managing Director

Mumbai
23rd June, 2009



ASSOCIATED STONE INDUSTRIES (KOTAH) LTD.

NOTICE

NOTICE is hereby given that the 63rd Annual General Meeting of the members of **Associated Stone Industries (Kotah) Limited** will be held at the Registered Office of the Company at Bazar No.1, Ramganjmandi, Dist. Kota, 326519 (Rajasthan), on Friday, the 25th September, 2009 at 9.00 a.m. to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2009 and Profit and Loss Account for the year ended on that date together with the reports of Directors and Auditors.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Shri Padam Kumar Poddar, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri Sunil Kumar Goenka, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution** :

“RESOLVED that in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956, Mr. Pramod G. Lath, who was appointed as an Additional Director by the Board of Directors of the Company and who holds office upto the date of this Annual General Meeting pursuant to Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Mr. Pramod G. Lath, for the office of Director, be and is hereby appointed as Director of the Company.”

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. Instruments appointing proxies should be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the Meeting.
3. The Members/proxies are requested to bring duly filled in Attendance Slips for attending the meeting and members/proxies are also requested to bring a copy of the Annual Report to the Meeting.
4. The Register of Members and the Share Transfer Books of the Company will be closed from **Friday, the 11th September, 2009 to Friday, 25th September, 2009**, both days inclusive.
5. Members are requested to intimate the Registrar and Transfer Agents of the Company Sharepro Services (India) Private Limited, 912, Raheja Centre, Free Press Journal Road, Nariman Point, Mumbai - 400021, immediately of any change in their address in respect of equity shares held in physical mode and to their Depository Participants (DPs) in respect of equity shares held in dematerialization form.
6. Members seeking any information or clarification with regard to the accounts, are requested to write to the Company at least TEN DAYS in advance of the meeting so as to enable the Company to keep the information ready.
7. Pursuant to requirement of the Listing Agreement of the Stock Exchange relating to Corporate Governance, a statement containing details of Directors seeking appointment / re-appointment is attached herewith.
8. The Explanatory Statement pursuant to Section 173 of the Companies Act, 1956 in respect of Special Business is annexed hereto.

By Order of the Board of Directors

Place : Mumbai
23rd June 2009

Uttam Shetty
Company Secretary

Registered Office:
Bazar No. 1,
Ramganjmandi,
Dist. Kota, 326519
(Rajasthan)



ASSOCIATED STONE INDUSTRIES (KOTAH) LTD.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO

SECTION 173 OF THE COMPANIES ACT, 1956

None of the Directors of the Company except Mr Pramod G. Lath are concerned or interested in this resolution.

Item No. 6

By Order of the Board of Directors

At the Board Meeting held on 28th January 2009, Mr. Pramod G. Lath was appointed by the Board as Additional Director of the Company pursuant to Articles 110 of the Articles of Association of the Company and Section 260 of the Companies Act, 1956. Under the provisions of the Section 260 of the Companies Act, 1956 and the said Article, he will hold office only upto the date of ensuing Annual General Meeting.

Notice under Section 257 of the Companies Act, 1956 has been received from a member, specifying his intention to propose the said appointment.

The Directors recommend the resolution for approval by the members.

Place : Mumbai
23rd June, 2009

Uttam Shetty
Company Secretary

Registered Office:

Bazar No. 1,
Ramganjmandi,
Dist. Kota 326519
(Rajasthan)

Details of Directors seeking appointment / reappointment in Annual General Meeting fixed for 25th September, 2009

Name of Directors	Shri. Padam Kumar Poddar	Shri. Sunil Kumar Goenka	Shri. Pramod G. Lath
Date of Birth	17 April 1955	20 March 1960	10 October 1958
Date of Appointment	06th May, 2002	31st March, 2007	28th January, 2009
Qualification	Textile Technologist, Training for Textile Texturising from Scragg Macclesfield, UK and Warp Knitting Technology from SASMIRA	B.Com	B.Com
Expertise in specific functional areas	Textile & Marketing	Marketing & Administration	Finance, Marketing & Administration
Directorship in other Indian Public Ltd. Companies as on 31-03-09	Nil	Nil	1) Orient Spinners Ltd. 2) Orient Agro Foods Ltd. 3) Century Impex Ltd.
Chairman / Member of the Committees of the Board of Other Indian Public Limited Companies as on 31-03-2009	Nil	Nil	Nil
No. of Shares Held in the Company	Nil	Nil	Nil



ASSOCIATED STONE INDUSTRIES (KOTAH) LTD.

Registered Office : Bazar No. 1, Ramganjmandi 326519. Dist. : Kota, Rajasthan

ATTENDANCE SLIP

(to be signed and handed over at the entrance of the meeting venue)

Regd. Folio No. :	
No. of Shares Held :	

DP ID* :	
Client ID* :	

Full Name of the Member (in Block Letters) _____

Name of the Proxy _____

(to be filled-in if the Proxy Form has been duly deposited with the Company)

I, hereby record my presence at the **63rd ANNUAL GENERAL MEETING** of the Company held at Regd. Office Bazar No. 1, Ramganjmandi 326519, Dist : Kota, Rajasthan on the 25th September 2009 at 9.00a.m.

Member / Proxy's Signature

(to be signed at the time of handing over this slip)

* applicable for members holding shares in electronic form.

Note : Members are requested to bring their copies of Annual Report to the meeting

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ASSOCIATED STONE INDUSTRIES (KOTAH) LTD.

Registered Office : Bazar No. 1, Ramganjmandi 326519. Dist. : Kota, Rajasthan

PROXY FORM

Regd. Folio No. :	
No. of Shares Held :	

DP ID* :	
Client ID* :	

I/We _____

of _____

being a member / members of the above - named Company hereby appoint Shri _____

of _____ or failing him Shri. _____

of _____ as my/our Proxy to vote for me/us on my/our

behalf at the 63rd Annual General Meeting of the Company to be held on **Friday, the 25th September 2009 at 9 a.m.**

at Regd. Office Bazar No. 1, Ramganjmandi 326519, Dist : Kota, Rajasthan and any adjournment thereof.

Signed this _____ day of _____ 2009 Signature _____

Affix one
Rupee
revenue
stamp

* applicable for investors holding shares in electronic form.

NOTE : This form, in order to be effective, should be duly stamped completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the Meeting.

BOOK-POST

If undelivered please return to :

Associated Stone Industries (Kotah) Ltd.,
419-B, Kalbadevi Road,
Joshiwadi, 2nd Floor,
Mumbai - 400 002.