

Annual Report
2007-2008



SHAH FOODS LIMITED

An ISO : 22000 Certified Company



Regd. Office :
Block No. 453/1, Kalol-Mehsana Toll Road, Chhatral-382729, Sub-Dist. Kalol, Dist. Gandhinagar.
Phone : 2764-233931/932

ZERTIFIKAT ♦ CERTIFICATE ♦ CERTIFICADO ♦ CERTIFICAT
ZERTIFIKAT ♦ CERTIFICATE ♦ CERTIFICADO ♦ CERTIFICAT



Management Service

CERTIFICATE

The Certification Body
of TÜV SÜD Management Service GmbH
Trading as TÜV South Asia Private Limited
certifies that

SHAH FOOD LIMITED
BLOCK NO. 453/1,
KALOL MEHSANA HIGHWAY, CHHATRAL,
DISTRICT GANDHINAGAR – 382729, INDIA

has established and applies
a Food Safety Management System for

Manufacturing and Supply of Britannia Biscuits

An audit was performed, Report No. 70717856

Proof has been furnished that the requirements
according to

ISO 22000: 2005

are fulfilled. The certificate is valid until **2010-03-21**

Certificate Registration No. **12 510 30893 TMS**



M. Vogel

Munich, 2007-03-26



BOARD OF DIRECTORS

MR. PRADIP P. SHAH	Chairman
MR. JANAK P. SHAH	Vice-Chairman
MR. VIRENDRA P. SHAH	Director
MR. SUSHIL P. SHAH	Director
MR. NIRAV J. SHAH	Director
MR. SHRICHAND R. KAHAR	Director Operations

AUDITORS

DINESH R. SHAH & CO.
Chartered Accountants

BANKERS

BANK OF BARODA
HDFC BANK LTD.

REGISTERED OFFICE & WORKS

CHHATRAL
KALOL-MEHSANA HIGHWAY
TALUKA KALOL, DISTRICT GANDHINAGAR
GUJARAT - 382 729.

SHAH FOODS LTD.

NOTICE

NOTICE is hereby given that the Annual General Meeting of SHAH FOODS LIMITED will be held at the Registered Office of the company at Chhatral, Kalol-Mehsana Highway Road, Tal. Kalol, Dist. Gandhinagar, Gujarat - 382 729 on Saturday, September 20, 2008 at 11.00 a.m. to transact the following business :

ORDINARY BUSINESS :

1. To receive and adopt the Profit & Loss Account for the year ended March 31, 2008 and the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.
2. To approve payment of dividend @ Re.1/- per equity share.
3. To appoint a Director in place of Mr. Pradip P. Shah who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Nirav J. Shah who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration.

The Register of Members and Transfer Books of the Company will remain closed from Saturday, September 13, 2008 to Saturday, September 20, 2008, (Both days inclusive)

SPECIAL BUSINESS :

To consider and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution

1. "RESOLVED THAT subject to Sections 198, 309, 310, 314 and other applicable provisions, if any, of the Companies Act, 1956 and subject to such other approvals as may be required or necessary, Mr. Nirav Shah, be and is hereby re-appointed as Whole-time Director for a period of six years from October 1, 2008 on the following terms :
 - A monthly Basic salary of Rs: 20,000/- p.m. in the grade of Rs. 20,000-4000-40,000.
 - Reimbursement of medical expenses, including hospitalization and premium for medical insurance for self and family, subject to a ceiling of one month's Salary in a year or three months' Salary over a period of three years.
 - a. Leave travel concession (within India) for self and family once in a year up to the maximum of one month salary.
 - b. Personal accident insurance, the premium of which shall not exceed Rs. 5000 per annum.
 - c. Company's Contribution to Provident Fund and Super Annuation shall not exceed 27% of Salary. Gratuity payable shall not exceed half a month's salary for each completed year of service.
 - d. Sick Leave and Annual Privilege leave entitlement shall be as per the rules of the Company.

"RESOLVED FURTHER THAT where in any financial year during the currency of tenure of Mr. Nirav J Shah, the Company has no profits or if the profits are inadequate, Mr. Nirav J. Shah shall be entitled to the Salary and perquisites not exceeding the above-mentioned limits."

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"RESOLVED FURTHER THAT the appointment shall be terminable by three months notice by either party or by payment of three month's salary in lieu of notice by either party."

"RESOLVED FURTHER THAT necessary Agreement, recording the terms of remuneration as above, be executed between the Company and Mr. Nirav J. Shah."

"RESOLVED FURTHER THAT the aforesaid salary and benefits, perquisites and amenities may be increased by the Board of Directors as per the relaxations that may be made by the Government from time to time."

NOTES :

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead and such proxy need not be a member of the Company. Proxies, in order to be effective, must be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the meeting.
2. The Register of Members and Transfer Books of the Company will remain closed from September 13, 2008 to Saturday, September 20, 2008, both days inclusive.
3. Members are requested to notify any change in their addresses to the Registrar and Transfer Agent M/s Pinnacle Shares Registry Pvt. Ltd. Near Ashoka Mills, Naroda Road, Ahmedabad-38 0025.
4. If any member has queries regarding audited accounts, they are requested to please send the same in writing to the registered office of the company so as to reach at least seven days before the date of AGM.
5. Subject to provisions of Section 206A of the Companies Act, 1956, dividend as recommended by the Board of Directors of the Company, if declared at the meeting, will be payable on or after 26th. September, 2008 to those members whose names appear on the Register of Members as on the opening of 13th. September, 2008.

EXPLANATORY STATEMENT U/S 173(2) THE COMPANIES ACT. 1956.

ITEMS 5

Mr. Nirav J. Shah was appointed as Director of the company on August 06, 2005 on the terms and conditions as approved by the shareholders at the Annual General Meeting held on August 06, 2005.

In compliance with the provisions of the Companies Act, 1956, the terms of the appointment of Mr. Nirav J. Shah is placed before the members at the General Meeting for their approval. This may be treated as an abstract of the draft agreements between the Company and Mr. Nirav J. Shah respectively. The drafts are available for inspection by the members of the Company at the registered office between 11.00 a.m. and 1.00 p.m. on any working day of the Company.

The Board of Directors recommend the resolution for approval of members.

None of the Directors of the company except Mr. Pradip P. Shah, Mr. Janak P. Shah and Mr. Sushil P. Shah, are interested in this resolution.

By Order of the Board

Dated : 09-07-2008
Place : Ahmedabad

Pradip P. Shah
Chairman

SHAH FOODS LTD.

DIRECTORS' REPORT

TO THE MEMBERS

The Directors submit the Annual Report together with the audited statement of accounts for the year ended March 31, 2008.

FINANCIAL RESULTS

	F.Y. 2007-2008 (Rs. in Lacs)	F.Y.2006-2007 (Rs. in Lacs)
INCOME FROM OPERATIONS	192.67	184.21
Add : Gain From Trading	7.40	5.87
Add : Other Income	<u>3.85</u>	<u>6.13</u>
Total Income	* 203.92	196.21
Less : Expenditures	173.49	176.66
Less : Finance Charges	0.57	0.33
Less : Depreciation	<u>6.37</u>	<u>4.28</u>
PROFIT FOR THE YEAR BEFORE TAX	23.49	14.94
Less : Provision for Taxation	7.98	4.06
Less : Provision for FBT	0.38	0.32
Less : Provision for Deferred Tax	<u>-1.86</u>	<u>3.49</u>
Net Surplus for the year	<u>16.99</u>	<u>7.07</u>
Add: B/F from P & L A/c	<u>20.49</u>	<u>23.41</u>
Balance for Appropriation	37.48	30.48
Less : Proposed Dividend	5.97	5.97
Less : Tax on Dividend	1.02	1.02
Less : Transfer to General Reserves	<u>3.00</u>	<u>3.00</u>
Net Balance c/f to Balance Sheet	27.49	20.49

DIVIDEND

The Board recommends a dividend of 10% (Re. 1 per share; 2006-2007; Re. 1 Per Share) which will absorb Rs. 6.99 lacs together with tax on Dividend of Rs. 1.02 Lacs. The Board has transferred Rs. 3.00 lacs to the General Reserves and proposed to carry forward balance in profit and loss account of Rs. 27.49 Lacs.

PERFORMANCE OF THE COMPANY

The company produced 4860 metric tonnes of biscuits as against 5381 metric tonnes in the previous year, in complete achievement of the target given by Britannia Industries Limited. However, profits from manufacturing operations are not satisfactory and we continue to raise this issue with Britannia. We face the situation of inadequate orders on us from Britannia relative to our capacity, unevenness of order book month by month, as well as sudden reduction in ordered quantity. This leads to higher fuel costs, higher wastage, labour disruption and inadequate profitability. Because of supplemental profits from trading operations, the Board is pleased to be able to declare a dividend for this year.

OUTLOOK

After expansion, the management continues to request Britannia to increase production Volume of the current variety and also to consider giving other premium varieties thus enabling us to utilize our full production capacity and also to extract optimum performance from the plant.

ENERGY CONSERVATION :

As reported last year, the management took steps to improve fuel efficiency and energy conservation in this expansion and modernization programme.

1. Replaced direct oil-fired turbulence baking oven with indirect dual-fuel much more efficient baking oven, complete sealed type with better heat insulation to save heat loss & improve fuel efficiency.
2. Replaced tube light chokes with electronic ballasts to save electric power. Provided mirror-optic light fixtures with electronic ballasts in newly built-up factory building. Also provided energy-efficient Super Saver Meta-Halide light fixtures in the factory premises.
3. Provided 80 KVAR capacitor bank with auto power factor control panel to improve power factor & reduce energy consumption.
4. Provided natural roof extraction ventilators in shop-floor & godown area for natural air circulation on shop floor and translucent fiberglass roofing sheets for natural day light.
5. Provided energy efficient man coolers & desert coolers for improving air circulation in the factory.

ISO: 22000-2005 CERTIFICATE AND PRIZE FROM BRITANNIA :

Your company has obtained ISO: 22000-2005 certificate for food safety by TUV-SUD Management Services GmbH - trading as TUV South Asia Private Ltd.- valid up to March, 2010

We are pleased to inform you that your company has been selected as best franchisee for having Zero Foreign Body Contamination (FBC) during financial year 2006-07 and again in financial year 2007-08, and was awarded Rs. 50,000/- cash prize by our principal customer Britannia Industries Ltd. for each of the years.

CORPORATE GOVERNANCE

The company has put up an e-mail ID for investor grievances. Shareholders may lodge their complaint or grievances to Compliance Officer for quick response on the following e-mail ID, grievancescell@shahfoods.com

The Registrars and Share Transfer Agents of the company are Pinnacle Shares Registry Pvt. Ltd., Near Asoka Mills, Naroda Road, Ahmedabad - 380 025.

Of the subscribed capital of company of 597,500 shares, 442,335 shares have been dematerialized upto June 30, 2008. Shareholders are requested to send their physical shares for dematerialization through their depository participants. The company's ISIN No. is INE 455D01012.

SHAH FOODS LTD.

DIRECTORS

Mr. Pradip P. Shah and Mr. Nirav J. Shah retire by rotation and, being eligible, offer themselves for re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 2000, the Directors state as under.

1. That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. That the directors have selected such accounting policies and applied them consistently and made judgments 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 the period;
3. That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. That the directors have prepared the annual accounts on a going concern basis.

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS :

As required in Section 217 (1) (e) of the Companies Act, 1956 details regarding conversion of energy, etc. are given hereunder :

FORM A

(A) PARTICULARS :

Power and Fuel Consumption		2007-2008	2006-2007
1. Electricity Purchased :	Units	328,621	223,851
	Amount (Rs. Lacs)	17.36	11.05
	Average Rate/Unit Rs.	5.28	4.94
2. LDO/ HSD :	K. Litres	258.57	321.102
	Amount (Rs. Lacs)	65.82	93.68
	Average Rate/K.L. Rs.	25,455.68	29,174.73

(B) CONSUMPTION PER UNIT OF PRODUCTION OF BISCUITS :

1. Electricity (KWH/T)	67.12	41.60
2. LDO/HSD - (KL/T)	0.0532	0.0597

PARTICULARS OF EMPLOYEES :

There is no employee drawing remuneration of Rs.24,00,000/- per annum or Rs. 2,00,000/- or above whose particulars are required to be annexed to the Director's Report under Section 217(2A) of the Companies Act, 1956.

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DEPOSITS

The company has not accepted deposits from the public under section 58A of the Companies Act, 1956.

INSURANCE

All the fixed assets and stocks of the company are adequately insured.

APPRECIATION

Your directors places on record appreciation of services rendered to the company by employees, customers and suppliers as well as our bankers and Government authorities.

For and on behalf of the Directors

For and on behalf of the Board

Pradip P. SHAH
Chairman

Ahmedabad
Date : 09-07-2008

SHAH FOODS LTD.

COMPLIANCE CERTIFICATE

To,

The Members of Shah Foods Ltd.

I have examined the registers, records, books and papers of M/S. Shah Foods Limited as required to be maintained under the Companies Act, 1956 (the Act), and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st. March, 2008. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents. I certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Gujarat.
3. The Company being a Public Limited Company, has the minimum prescribed paid-up capital.
4. The Board of Directors duly met 5 (Five) times respectively on 28/4/07, 28/7/07, 11/8/07, 29/10/07 & 28/1/08 in respect of which meeting notices were sent & minutes were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members from 29/9/07 to 5/10/07.
6. The Annual General Meeting for the financial year ended on 31/3/07 was held on 29/9/2007 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.
7. No Extra Ordinary General meeting was held during the financial year.
8. The Company has not advanced any loans to its directors or persons or firms or companies referred to under Section 295 of the Act.
9. The Company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The Company has not entered into any transactions with the parties mentioned in the Register maintained under section 301, and hence the company was not required to make any entry in the Register.
11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, members or Central Government as the case may be.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has:
 - (i) not allotted any securities during the year; and has delivered all the certificates on lodgement thereof for transfer.
 - (ii) deposited dividend amount in a separate Bank account on 5/10/07.
 - (iii) posted warrants to members of the Company on 17/10/07.
 - (iv) transferred unclaimed dividend of Rs.44875/- to Investor Education and Protection Fund and complied with the provisions of Section 205 C of the Act.
 - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There was no appointment of additional/alternate directors during the financial year.

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15. The Company has not appointed any Managing Director/Whole-Time Director/Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Registrar of Companies and/or such authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance to the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has invited/accepted deposits without compliance of section 58A during the financial year.
24. The Company has not made any borrowings during the financial year.
25. The Company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum of Association with respect to the situation of the company's registered office from one state to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to the name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was/were no prosecution initiated against or show cause notices received by the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security deposit from its employees during the financial year.
33. The Company has deposited both employee's and employer's contribution to Provident Fund with prescribed authorities pursuant to the provisions of Provident Fund Act.

Place : Ahmedabad

Date : 9-07-2008

FOR PINAKIN SURENDRA SHAH
Company Secretary

PINAKIN SHAH
C.P. No./F.C.S.No.: 2932/2562

SHAH FOODS LTD.

ANNEXURE A

REGISTERS AS MAINTAINED AS COMPANY'S STATUTORY REGISTERS:

Registers as maintained by the Company

1. Register of Members u/s 150.
2. Register of Equity Share transfers.
2. Register of Directors share holding u/s 307
4. Register of Contracts u/s 301.
5. Minutes Book of the Board Meetings and General Meetings.
6. Register of Directorship held in other companies.
7. Register of Investments.
8. Books of accounts & other records u/s 209.
9. Register of Directors, Managing Director, Manager & Secretary u/s 303.

ANNEXURE B

Forms and Returns as filed by the Company with Registrar of Companies, Regional Director, Central Government or other authorities during the financial year 2007-08

DOCUMENT FILED	DUE DATE	FILED ON	DELAY IN DAYS
Balance Sheet Form 23 AC/ ACA	29-10-07	20-11-07	21
Annual Return Form 20B	28-11-07	27-11-07	0
Compliance Certificate Form-66	29-10-07	20-11-07	21
Din 3	16-11-07	15-11-07	0
Unclaimed Dividend	25-2-08	23-2-08 & 3-3-08	0

Place : Ahmedabad

Date : 9-07-2008

FOR PINAKIN SURENDRA SHAH
Company Secretary

PINAKIN SHAH
C.P. No. /F.C.S.No.: 2932/2562

AUDITORS' REPORT

To,
The Members of SHAH FOODS LTD.

We have audited the attached Balance Sheet of **M/s. SHAH FOODS LIMITED, Ahmedabad** as on 31st March, 2008 and also the Profit and Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibilities 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 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 made 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 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.
- (3) Further to our comments in the Annexure referred to above, we report that:
 - 1 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;
 - 2 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.
 - 3 The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of accounts.
 - 4 In our opinion, the Balance Sheet and the Profit & Loss Account dealt with by this report comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956.
 - 5 On the basis of written representation received from the directors as on 31st March, 2008 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2008 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - 6 In our opinion and to the best of our information and according to the explanations given to us, the financial statements 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 Shah Foods Limited as at 31st March, 2008;
AND
 - b. In the case of Profit and Loss Account, of the Loss for the year ended on that date.

PLACE : AHMEDABAD
DATED : 9-7-2008

FOR **DINESH R. SHAH & Co.,**
CHARTERED ACCOUNTANTS.

Hiren D. Shah
(PARTNER)
MEMBERSHIP NO: 47928

SHAH FOODS LTD.

Annexure referred to in paragraph [2] of our report of even date

SHAH FOODS LTD

1.
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) Fixed assets have been physically verified by the management during the year and the procedures for verification are reasonable.
 - c) There was no disposal of fixed assets during the year.
2.
 - a) The management has conducted physical verification of inventory at reasonable intervals during the year.
 - b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification carried out at the end of the year.
3.
 - a) The company has not granted any loans during the year.
 - b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions for such loans are not prima facie prejudicial to the interest of the Company.
 - c) The loans granted are re-payable on demand and the payment of interest has been regular.
 - d) As informed, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
 - e) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of fixed assets. During the course of our audit, no major weakness have been noticed in the internal control system in respect of these areas.
4.
 - a) According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Act that need to be entered into the register maintained under section 301 have been so entered.
 - b) In respect of transactions made in pursuance of such contracts or arrangements exceeding value of Rupees five lakhs entered into during the financial year, because of the unique and specialized nature of the items involved and absence of any comparable prices, we are unable to comment whether the transactions were made at prevailing market prices at the relevant time.
5. The Company has not accepted any deposits from the public during the year.
6. In our opinion, the Company has an internal audit system commensurate with the size and nature of business.
7. To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the products of the Company.
8.
 - a) Undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess have been regularly deposited with the appropriate authorities.
 - b) According to the information and explanations given to us, there are no undisputed amounts payable in respect of provident fund, investor education and protection fund, employees' state insurance, income-

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tax, wealth-tax, service tax, sales-tax, customs duty, excise duty, cess and other undisputed statutory dues that became payable.

- c) According to the record of the Company, there are no dues outstanding of income-tax, sales-tax, wealth-tax, service-tax, customs duty, excise duty and cess on account of any dispute.
9. Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, bank or debenture holders.
10. According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
11. 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 (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.
12. In our opinion the Company is dealing in or trading in shares, securities, debentures and other investment. Accordingly, the provisions of clause 4 (xiv) of the Companies (Auditor's Report) Order, 2003 (as amended) are applicable to the Company.
13. According to the information and explanations given to us the Company has not given any guarantee for loans taken by others from banks or financial institutions.
14. According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-terms basis have been used for long-term investment.
15. The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.
16. The Company did not have any outstanding debentures during the year.
17. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

PLACE : AHMEDABAD
DATED : 9-7-2008

FOR DINESH R. SHAH & Co.,
CHARTERED ACCOUNTANTS.

Hiren D. Shah
(PARTNER)
MEMBERSHIP NO: 47928

SHAH FOODS LTD.**BALANCE SHEET AS ON 31ST MARCH 2008**

	SCHEDULE	2007-2008 Rs.	2006-2007 Rs.
SOURCES OF FUNDS			
SHAREHOLDERS' FUNDS			
SHARE CAPITAL	1.1	5,975,000	5,975,000
RESERVES & SURPLUS	1.2	<u>3,983,521</u>	<u>2,983,303</u>
		9,958,521	8,958,303
SECURED LOAN			
FROM HDFC BANK LTD		124,485	241,259
FROM BANK OF BARODA (SECURED AGAINST FIXED DEPOSIT & M.F.)		141,406	-
DEFERRED TAX LIABILITY		<u>519,858</u>	<u>705,516</u>
		<u>10,744,270</u>	<u>9,905,078</u>
APPLICATION OF FUNDS			
FIXED ASSETS	1.3	10,204,357	9,447,998
LESS : DEPRECIATION		<u>3,025,651</u>	<u>2,390,823</u>
		7,178,706	7,057,175
INVESTMENT -HSBC M.F.		500,000	-
CURRENT ASSETS	1.4	4,393,842	4,474,962
LOANS & ADVANCES	1.5	<u>988,655</u>	<u>889,939</u>
		5,382,497	5,364,901
LESS:			
CURRENT LIABILITIES & PROVISIONS	1.6	<u>2,316,934</u>	<u>2,516,998</u>
		3,065,563	2,847,903
NOTES ON ACCOUNT & ACCOUNTING POLICIES	3		
		<u>10,744,269</u>	<u>9,905,078</u>

*As per our audit report attached
FOR DINESH R. SHAH & CO.
CHARTERED ACCOUNTANTS*

HIREN D. SHAH
PARTNER
Ahmedabad
Date : 09-07-2008

By Order of the Board

PRADIP P. SHAH - Chairman
JANAK P. SHAH - Vice Chairman

Ahmedabad
Date : 09-07-2008

ANNUAL REPORT 2007-2008**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2008**

	SCHEDULE	2007-2008 Rs.	2006-2007 Rs.
INCOME			
JOB CHARGES - NET		19,266,181	18,421,168
OTHER INCOME	2.1	385,519	612,857
PROFIT/(LOSS) FROM TRADING ACTIVITES	2.2	740,463	586,893
		<u>20,392,163</u>	<u>19,620,918</u>
EXPENDITURE			
MANUFACTURING COST	2.3	14,058,626	14,705,669
EMPLOYEES' REMUNERATION & BENEFITS	2.4	2,647,249	2,229,114
OFFICE & ADMINISTRATIVE EXP.	2.5	643,071	730,479
INTEREST & FINANCIAL CHARGES	2.6	57,486	33,475
DEPRECIATION	1.3	636,908	428,320
		<u>18,043,340</u>	<u>18,127,057</u>
PROFIT/(LOSS) FOR THE YEAR BEFORE TAX		2,348,823	1,493,861
LESS : PROVISION FOR TAXATION FOR PREVIOUS YEAR-FBT+IT		17,553	115,453
PROVISION FOR TAXATION FOR CURRENT YEAR		780,000	290,000
PROVISION FOR TAXATION FOR FBT		37,665	32,094
PROVISION/ADDED BACK FOR DEFERRED TAX		<u>(185,658)</u>	<u>349,335</u>
PROFIT/(LOSS) FOR THE YEAR AFTER BEFORE TAX		1,699,263	706,979
PROFIT/(LOSS) B/F FROM THE PREVIOUS YEAR		<u>2,049,047</u>	<u>2,341,114</u>
PROFIT AVAILABLE FOR APPROPRIATION		3,748,311	3,048,093
APPROPRIATION			
PROPOSED DIVIDEND		597,500	597,500
TAX ON DIVIDEND		101,546	101,546
TRANSFERRED TO GENERAL RESERVE		300,000	300,000
BALANCE C/F TO BALANCE SHEET		<u>2,749,265</u>	<u>2,049,047</u>

NOTES ON ACCOUNTS & ACCOUNTING POLICIES 3

As per our audit report attached
FOR DINESH R. SHAH & CO.
CHARTERED ACCOUNTANTS

HIREN D. SHAH
PARTNER
Ahmedabad
Date : 09-07-2008

By Order of the Board

PRADIP P. SHAH - Chairman
JANAK P. SHAH - Vice Chairman

Ahmedabad
Date : 9-07-2008

SHAH FOODS LTD.

SCHEDULE 1.1

	2007-2008 (RUPEES)	2006-2007 (RUPEES)
SHARE CAPITAL		
AUTHORISED :		
1000000 EQUITY SHARES OF RS. 10/- EACH	<u>10,000,000</u>	<u>10,000,000</u>
ISSUED		
597500 EQUITY SHARES OF RS. 10/- EACH	<u>5,975,000</u>	<u>5,975,000</u>
SUBSCRIBED AND PAID UP :		
597500 EQUITY SHARES OF RS. 10/- EACH	5,975,000	5,975,000

SCHEDULE 1.2

RESERVES AND SURPLUS

PROFIT & LOSS A/C	2,749,265	2,049,047
GENERAL RESERVES:	<u>1,234,256</u>	<u>934,256</u>
	<u>3,983,521</u>	<u>2,983,303</u>
	<u>3,983,521</u>	<u>2,983,303</u>

SCHEDULE 1.3

FIXED ASSETS

NAME OF ASSETS	GROSS BLOCK (AT COST)				DEPRECIATION				NETBLOCK	
	AS AT	ADDITIONS	DEDUCTIONS	AS AT	AS AT	ADDITION	DEDUCTION	AS AT	AS AT	AS AT
	1-04-2007			31-3-2008	1-4-2007			31-3-2008	31-3-2008	1-4-2007
	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES	RUPEES
COMPUTERS	483,980	25,544	--	509,524	388,869	17,255	--	406,124	103,400	95,111
FACTORY BUILDING	4,194,782	--	--	4,194,782	1,472,057	140,106	--	1,612,163	2,582,619	2,722,725
FURNITURE & FIXTURE	335,444	78,920	--	414,364	151,052	23,725	--	174,777	239,587	184,392
FREEHOLD LAND	208,914	--	--	208,914	--	--	--	--	208,914	208,914
OFFICE EQUIPMENT	95,385	10,400	--	105,785	22,427	4,735	--	27,162	78,623	72,958
NEW MOTOR	--	538,863	--	538,863	--	23,717	--	23,717	515,146	--
PLANT & MACHINERY'S	3,609,789	496,245	--	4,106,034	279,939	423,158	--	703,097	3,402,937	3,329,850
TUBE WELL	126,091	--	--	126,091	74,399	4,211	--	78,610	47,481	51,692
NEW PLANT & MACHINERY	391,533	--	391,533	--	--	--	--	--	--	391,533
WORK IN PROGRESS	--	--	--	--	--	--	--	--	--	--
TOTAL	9,145,918	1,149,972		10,204,357	2,388,743	636,908		3,025,651	7,178,706	7,057,175
PREVIOUS YEAR	7,748,396	6,372,288	4,672,686	9,447,998	5,977,232	428,320	4,014,729	2,390,823	7,057,175	1,771,164

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	2007-2008 (RUPEES)	2006-2007 (RUPEES)
SCHEDULE 1.4		
CURRENT ASSETS		
INVENTORIES - AT COST		
RAW MATERIALS	53,075	53,075
FURNACE OIL	386,844	373,109
STOCK IN TRADE OF SHARES	2,115,644	1,876,969
(At cost or market rate whichever is lower)		
	<u>2,555,563</u>	<u>2,303,153</u>
SUNDRY DEBTORS :		
OTHERS (LESS THAN SIX MONTHS)	<u>9,502</u>	<u>-</u>
	<u>9,502</u>	<u>-</u>
CASH AND BANK BALANCE		
CASH ON HAND	12,501	1,869
BALANCE WITH BANK OF BARODA (FDOD A/C)	-	373,510
BALANCE OF UNCLAIMED DIVIDEND A/C WITH BANK OF BARODA	-	46,000
FIXED DEPOSIT WITH BANK OF BARODA.	764,665	678,132
FIXED DEPOSIT WITH HDFC BANK LTD.	1,000,000	1,000,000
BALANCE WITH HDFC BANK	51,611	72,298
	<u>1,828,777</u>	<u>2,171,809</u>
	<u>4,393,842</u>	<u>4,474,962</u>
SCHEDULE 1.5		
ADVANCES AND RECEIVABLES		
(UNSECURED, CONSIDERED GOOD UNLESS OTHERWISE STATED)		
PREPAID EXPENSES	16,057	21,245
ADVANCES TO STAFF	4,712	2,302
ADVANCES FOR NEW MACHINERY	-	-
OTHER ADVANCES	-	-
TAX DEDUCTED AT SOURCE	937,684	787,355
GROUP GRATUITY & SUPERANNUATION A/C. WITH BOB	14,194	14,194
SERVICE TAX CREDIT RECEIVABLE	-	-
INTEREST RECEIVABLE	16,008	64,843
	<u>988,655</u>	<u>889,939</u>

SHAH FOODS LTD.

	2007-2008 (RUPEES)	2006-2007 (RUPEES)
SCHEDULE 1.6		
CURRENT LIABILITIES & PROVISIONS		
SUNDRY CREDITORS & OTHER PROVISIONS	783,083	1,029,512
TAX DEDUCTED AT SOURCES	17,140	12,449
PROVISION FOR TAXATION	817,665	322,094
PROPOSED DIVIDEND	597,500	597,500
TAX ON DIVIDEND	101,546	101,546
BRITANNIA INDUSTRIES LIMITED	-	407,897
UNCLAIMED DIVIDEND	-	46,000
	<u>2,316,934</u>	<u>2,516,998</u>
SCHEDULE 2.1		
OTHER INCOME		
DIVIDEND INCOME	54,580	50,375
COMMISSION	212,538	-
MISC. INCOME	-	95,127
GAIN ON OLD MACHINERY SOLD	-	354,319
INTEREST ON IT REFUND ORDER	-	5,200
INTEREST FROM BANK	118,400	107,836
	<u>385,519</u>	<u>612,857</u>
SCHEDULE 2.2		
PROFIT/(LOSS) FROM STOCKS TRADING		
SALES	3,525,346	3,180,599
ADD: CLOSING STOCK	<u>2,115,644</u>	<u>1,876,969</u>
	5,640,990	5,057,568
LESS: OPENING STOCK	1,876,969	1,540,296
PURCHASES & DEMAT CHARGES	<u>3,023,558</u>	<u>2,930,380</u>
	<u>4,900,527</u>	<u>4,470,676</u>
PROFIT/(LOSS) DURING THE YEAR	<u>740,463</u>	<u>586,893</u>
SCHEDULE 2.3		
INTEREST AND FINANCIAL CHARGES		
INTEREST - BANK	35,414	21,216
INTEREST - OTHERS	4,655	519
BANK COMMISSION AND CHARGES	17,416	11,740
	<u>57,486</u>	<u>33,475</u>

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	2007-2008 (RUPEES)	2006-2007 (RUPEES)
SCHEDULE 2.4		
MANUFACTURING EXPENSES		
STORES & SPARES CONSUMED	230,176	137,612
POWER, LIGHT & FUEL	8,048,147	10,473,139
REPAIRS & MAINTENANCE TO PLANT & MACHINERY	280,712	137,057
REPAIRS & MAINTENANCE TO FACTORY BUILDING	124,166	29,843
REPAIRS & MAINTENANCE TO ELECTRICAL & OTHERS	91,181	51,338
LABOUR CHARGES	5,176,422	3,743,502
FACTORY EXPENSES	99,372	117,888
LABORATORY EXPENSES	8,449	15,291
	<u>14,058,626</u>	<u>14,705,669</u>
SCHEDULE 2.5		
EMPLOYEES' REMUNERATION & BENEFITS		
SALARIES WAGES & OTHER BENEFITS	1,678,852	1,414,562
DIRECTORS' REMUNERATION & OTHER BENEFITS	968,397	814,552
	<u>2,647,249</u>	<u>2,229,114</u>
SCHEDULE 2.6		
OFFICE AND ADMINISTRATIVE EXPENSES		
ADVERTISEMENT	15,580	13,237
AUDIT FEES & EXPENSES	30,899	27,229
CONVEYANCE & TRAVELLING	18,250	24,101
ELECTRICITY	35,399	29,432
ROC, TDS & VAT FILING FEES	3,424	3,424
INSURANCE	24,179	26,678
LEGAL & PROFESSIONAL CHARGES	37,300	27,020
LICENSE & MARKING FEES	3,520	880
LISTING & DEPOSITORY FEES	19,089	18,518
MISCELLANEOUS EXPENSES	98,940	85,240
POSTAGE, TELEGRAM & TELEPHONES	91,851	88,867
PRINTING & STATIONERIES	43,420	39,531
PROFESSIONAL TAX	1,000	1,000
RENT, RATES & TAXES	10,523	41,837
SHARE TRANSFER AGENT CHARGES	30,999	28,060
VEHICLE EXPENSES	178,698	275,426
	<u>643,071</u>	<u>730,479</u>

SHAH FOODS LTD.

SCHEDULE 3

NOTES FORMING PART OF ACCOUNTS FOR THE YEAR ENDED ON 31-03-2008

SIGNIFICANT ACCOUNTING POLICIES

(1) (A) **METHOD OF ACCOUNTING :**

Expenses are provided on mercantile system except for Insurance Claims and Sales Tax Refund, which are accounted for when cash is received.

The Accounts have been prepared on historical cost basis of accounting. All expenses and income to the extent considered payable and receivable unless stated otherwise are accounted for on accrual basis. Accounting policies not specifically referred to are consistent with generally accepted accounting practices.

(B) **FIXED ASSETS :**

Fixed Assets are stated at cost of acquisition or construction less depreciation. All costs relating to the acquisition and installation of fixed assets are capitalised.

(C) **DEPRECIATION :**

Depreciation on Fixed Assets has been provided on straight line method as per rates specified in amended schedule XIV of the Companies Act, 1956 vide Notification No.GSR 758 (2) dated 16th December 1993 other than Freehold Land for full year.

(D) **INVENTORIES :**

Raw Materials, & Furnace Oil is valued at cost . Stock of shares of Trading activity is valued at cost or market value whichever is lower.

(E) **INVESTMENT :**

Quoted Investments are stated at cost.

(F) **GRATUITY :**

Payment for present liability of future payment of Gratuity is being made to approved Gratuity Funds which fully covers the same under cash accumulation scheme of the Life Insurance Corporation of India.

- (2) Previous year's figures have been regrouped/rearranged wherever necessary to make them comparable with current year's figures.
- (3) Provision of Rs. 780,000 for Income Tax and Rs. 37665 for FBT for F.Y. 2007-2008 has been made from current year profit on the basis of claims and deductions as per Income Tax Act 1961.

ANNUAL REPORT 2007-2008

(4) RELATED PARTY DISCLOSURES UNDER ACCOUNTING STANDARD 18

▫ RELATED PARTY

- (A) Associate Companies
Plaskon Private Limited.
Ind Asia Fund Advisors Pvt. Ltd.
- (B) Vice Chairman : Shri. Janak P. Shah
- (C) Directors Shri. Pradip P. Shah
Shri Sushil P. Shah
Shri Virendra P. Shah
Shri Shrichand R. Kahar
Shri Nirav J. Shah

▫ RELATED PARTY TRANSACTIONS

- (A) Associate Companies - Nil
- (B) Directors - Nil

- Details of remuneration to Vice Chairman & Director-Operations are Disclosed in the notes to accounts.
- There are no write offs/write back of any amounts for any of the above - related party.

(5) In accordance with Accounting Standard - 22 Accounting for tax on Income, the Company has considered deferred taxes as under.

▫ Total differed tax liability on account of timing.	
Difference of deperciation as on 31-03-2008	Rs.17,84,406
Disallowance of Bonus 31-03-2008	Rs. 2,54,964
Tax rate	Rs. 33,998
Deferred Tax Liability	Rs. 6,06,520
Deferred Tax Assets	Rs. 86,662

(6) I Payments to Auditors :

	2007-2008 (Rupees)	2006-2007 (Rupees)
For Audit Fees	17,500	20,000
For Tax Audit Fees	7,500	5,000
For Certification	2,500	2,000
For Expenses	<u>3,399</u>	<u>3,337</u>
Total	30,899	30,337

II Payments / Provision to Directors :

(Remuneration & Perquisites)		
Shri Janak P. Shah	6,99,413	5,90,461
Shri S. R. Kahar	<u>2,68,984</u>	<u>2,24,091</u>
Total	9,68,397	8,14,552

(7) Expenditure incurred on employees covered u/s 217(2A) of the Companies Act, 1956- Rs. NIL (Previous year Rs. NIL)

(8) During the year under review, Britannia Industries Ltd. deducted TDS on Job-work receipts on job charges including excise duty, unlike in the previous year and hence TDS rate & job charges are not comparable with the previous year.

SHAH FOODS LTD.

- (9) Balance confirmations for debit/credit balances have been sought.
 (10) Additional information pursuant to para III and IV of part II of schedule VI of Companies Act, 1956 to the extent applicable, (As certified by the Directors)

(A) **Installed Capacity :**

Biscuits 7,500 M.T.

(B) **Production :**

	2007-2008	2006-2007
Biscuits (Job) M. T.	4,860	5381

(C) **Job Charges**

Rs. 1,92,66,181	18421168
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- (D) Value of Imported and indigenous raw materials (including components) consumed and their percentage :

	2007-2008		2006-2007	
	Rs. (Lacs)	%	Rs. (Lacs)	%
Stores & Spares				
Imported	-	-	-	-
Indigenous	2.302	100	1.376	100
(E) Regarding Trading activities.				
	Qty.	Value Rs.	Qty.	Value Rs.
Opening Stock	34,500	18,76,969	42600	1540296
Purchase	14,800	30,23,558	18200	2930380
Sales	31,800	35,25,346	26500	3180599
Closing Stock	17,500	21,15,644	34500	1876969

- (11) Expenditure in foreign currency during the year on account of royalty, know-how, professional consultancy fees, interest and other matters Rs. NIL. (Previous year Rs. Nil).
 (12) C.I.F. Value of imports of raw materials, components and spares Rs. NIL. (Previous year Rs. NIL)
 (13) Earning in foreign exchange on account of export etc. Rs. NIL
 (14) Remittance in foreign currency on account of dividend etc. Rs. NIL. (Previous year NIL)
 (15) In the opinion of Board of Directors, the current assets, loans & advances are approximately of the same value, if realised in the ordinary course of business. The provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

Signatures to Schedules 1.1 to 1.7 & 2.1 to 2.6 & 3

By Order of the Board

Pradip P. Shah

Chairman

Janak P. Shah

Vice Chairman

Ahmedabad

Date : 09-07-2008

For Dinesh R. Shah & Co.
Chartered Accountants

(Hiren D. Shah)

(Membership No. 47928)

Partner

Ahmedabad

Date : 09-07-2008

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CASH FLOW STATEMENT FOR THE YEAR MARCH 31, 2008

	2007-2008 (RUPEES)	2006-2007 (RUPEES)
A. CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX	2,348,823	1,493,861
ADJUSTMENTS:		
DEPRECIATION	636,908	428,320
COMMISSION	-	-
INTEREST & BANK COMMISSION PAID	57,486	33,475
OTHER NON-OPERATING INCOME	(385,519)	(517,730)
PROVISION FOR TAXATION	(936,764)	(539,093)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGE	1,720,934	898,833
ADJUSTMENTS:		
RECOVERABLES	(9,052)	1,017,076
LOANS & ADVANCES	(98,716)	1,009,788
INVENTORIES	(252,410)	(546,666)
PAYABLES	(200,064)	1,105,020
	1,160,242	3,484,051
INTEREST PAID	57,486	33,475
	1,102,757	3,450,576
B. CASH FLOW FROM INVESTING ACTIVITIES		
PURCHASE OF FIXED ASSETS	(758,439)	(5,927,463)
SALE OF FIXED ASSETS		567,451
INTEREST RECEIVED	118,400	113,036
COMMISSION RECEIVED	212,538	-
INVEST IN HSBC M.F.	(500,000)	-
DIVIDEND RECEIVED	54,580	50,375
	(872,920)	(5,196,601)
C. CASH FLOW FROM FINANCING ACTIVITIES		
DIVIDEND PAID	(597,500)	-
	(597,500)	-
NET INCREASE/DECREASE IN CASH/CASH EQUIVALENT	(367,664)	(1,746,025)
CASH/CASH EQUIVALENT OPENING BALANCE	1,930,551	3,676,576
CASH/CASH EQUIVALENT CLOSING BALANCE	1,562,886	1,930,551
	367,664	1,746,025

Date : 09-07-2008
Ahmedabad

By Order of the Board
PRADIP P. SHAH - Chairman
JANAK P. SHAH - Vice Chairman

To The Board of Directors
SHAH FOODS LIMITED, Ahmedabad.

AUDITOR'S CERTIFICATE

We have examined the attached cash flow statement of SHAH FOODS LIMITED for the year ended 31st March, 2008. The statement has been prepared by the Company in accordance with requirements of Clause 32 of the Listing Agreement with the Stock Exchange and is based on and in agreement with the corresponding Profit & Loss Account and Balance Sheet of Company covered by our report of even dated to the Company.

Date : 09-07-2008
AHMEDABAD

For, **DINESH R. SHAH & CO.**
Hiren D. Shah
Partner

SHAH FOODS LTD.

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

1. REGISTRATION DETAILS

REGISTRATION NO. :	5071	STATE CODE :	04
BALANCE SHEET DATE :	31-03-2008		

2. CAPITAL RAISED DURING THE YEAR (Amount in Rs. Thousands)

PUBLIC :	NIL	RIGHT ISSUE :	NIL
BONUS ISSUE :	NIL		

3. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS (Amount in Rs. Thousands)

TOTAL LIABILITIES :	10744	TOTAL ASSETS :	10744
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SOURCES OF FUNDS

PAID-UP CAPITAL :	5975	RESERVES AND SURPLUS :	3984
SECURED LOANS :	0265	DEFERRED TAX LIABILITY	0520

APPLICATION OF FUNDS

NET FIXED ASSETS :	7179	INVESTMENTS :	0500
NET CURRENT ASSETS :	3065	MISC. EXPENDITURE :	NIL
ACCUMULATED LOSSES :	NIL		

4. PERFORMANCE OF COMPANY (Amount in Rs. Thousand)

TURNOVER :	20392	TOTAL EXPENDITURE :	18043
PROFIT/(LOSS) BEFORE TAX :	2349	PROFIT/(LOSS) BEFORE TAX :	2349
EARNING PER SHARE IN RS. :	2.844		

5. GENERIC NAMES OF THREE PRINCIPAL PRODUCT/SERVICES OF COMPANY

(As per monetary terms)

ITEM CODE NO. (ITC CODE) :	190530.03
PRODUCT DESCRIPTION :	BISCUITS

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ATTENDANCE SLIP

SHAH FOODS LIMITED

Regd. Office : Kalol-Mehsana Highway, Post : Chhatral
Taluka Kalol, NORTH GUJARAT - 382 729
ANNUAL GENERAL MEETING

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL.
I/We hereby record my/our presence at the ANNUAL GENERAL MEETING held at Kalol-Mehsana Highway,
Post : Chhatral, Taluka Kalol, North Gujarat - 382 729 on Saturday, September 20, 2008 at 11.00 a.m.

.....
Name/s of the Shareholder/s or Proxy

.....
Regd. Folio No./ ID No.

.....
Signature/s of the Shareholder/s or Proxy

.....
TEAR HERE



SHAH FOODS LIMITED

Regd. Office : Kalol-Mehsana Highway, Post : Chhatral
Taluka Kalol, NORTH GUJARAT - 382 729

I/We.....

of.....

being a member/members of SHAH FOODS LIMITED hereby appoint

of..... or failing him.....

..... or failing him.....

..... as my/our proxy in my/our absence

to attend and vote for me/us on my/our behalf at the ANNUAL GENERAL MEETING of the Company to be held
on Saturday, September 20, 2008 and at any adjournment thereof.

Signed this..... day of..... 2008.

.....
Regd. Folio No./ ID No.

Signature.....

Affix a
Revenue
Stamp
Re.1/-

Note : The Proxy must be deposited at the Registered Office of the Company at Kalol-Mehsana Highway,
Post : Chhatral, Taluka Kalol, North Gujarat - 382 729 not less than 48 hours before the time fixed
for holding the meeting.

If undelivered please return to

SHAH FOODS LIMITED

Corporate Office :

"SARAYU"

16/1, Kalyan Society,

Mithakhali, Ellisbridge,

AHMEDABAD-380 006