

15TH ANNUAL-REPORT
2007-2008



YASHRAJ CONTAINERS LTD.



YASHRAJ CONTAINERS LTD.

15TH ANNUAL GENERAL MEETING 2007-2008

CORPORATE INFORMATION

BOARD OF DIRECTORS

DR. JAYESH V. VALIA
Executive Chairman

MR. SHASHIKANT K. KITTUR
Director

MR. MARUTI S. PATIL
Director

MR. BABULAL B. JAIN
Director

15TH ANNUAL GENERAL MEETING

DATE
30th September, 2008

DAY
Tuesday

TIME
4.00 p.m.

PLACE
Shree Rajasthan Jain Sangh Hall,
Jambali Galli,
Borivli (West),
Mumbai 400 092.

STATUTORY AUDITORS

M/S. KAKARIA & ASSOCIATES
Chartered Accountants

REGISTERED OFFICE

401, Court Chambers, 4th Floor, S. V. Road,
Borivli (W), Mumbai - 400 092.

REGISTRAR & SHARE TRANSFER AGENTS

Sharex Dynamic (India) Pvt. Ltd.

BANKERS

Bank of India

FINANCIAL INSTITUTIONS

IDBI Ltd.
Gujarat State Financial Corporation

CONTENTS

	Page No.
Notice	1
Directors' Report	7
Corporate Governance Report	9
Auditors' Report	13
Balance Sheet	16
Profit and Loss Account	17
Schedules	18
Notes on Accounts	25
Cash Flow Statement	30



NOTICE

NOTICE is hereby given that the FIFTEENTH ANNUAL GENERAL MEETING of the Members of YASHRAJ CONTAINERS LIMITED, will be held on Tuesday, September 30, 2008, at Shree Rajasthan Jain Sangh Hall, Jambali Galli, Borivli (West), Mumbai 400 092, at 4.00 P.M. to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2008, and the Profit and Loss Account for the year ended on that date along with the Directors' Report and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Babulal Bansilal Jain, a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint the Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

4. To consider and if thought fit, to pass the following resolution, with or without modification(s) as a Special Resolution :

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309 and 310, read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956. and subject to the approval of the Central Government and/or other authority, wherever applicable, consent of the members of the Company be and is hereby accorded to the re-appointment of Dr. Jayesh V. Valia, as Executive Chairman of the Company, and for which a proposal in writing in that behalf has been received by the Company from a member of the Company, for a period of five years with effect from January 1, 2009, and payment of remuneration and perquisites as set out in the draft agreement between the Company and Dr. Jayesh V. Valia which are broadly as under.

- A) i) A monthly salary at the rate of Rs. 75,000/- (Rupees Seventy Five Thousand Only) payable on the last working day of each calendar month subject to deduction of all taxes which the Company is required to deduct plus other perquisites.
- ii) Free furnished residential accommodation, the Company paying all rents, rates, taxes, electricity and fuel charges and other expenses for the upkeep and maintenance of such accommodation.
- iii) The use of the Company's car with chauffeur and expenses for the upkeep of a car which will be borne by the Company.

- iv) The expenses of telephone installed at the residence of the Executive Chairman.
- v) Reimbursement of medical expenses actually incurred for himself, wife and dependent children subject to maximum of one month salary in a year or five months salary for a period of five years and the excess amount in case of high medical cost to be reimbursed with the approval of the Board of Directors from time to time.
- vi) He shall be entitled to participate in the Provident Fund Superannuation, Group Insurance, Retirement, Bonus and any other scheme or allowance provided by the Company for the benefit of its Senior Executives.
- vii) Reimbursement of cost of air ticket or train fare for self, wife and children once a year to and from any place in India or abroad when on leave. If he is accompanied by domestic servant then the train/bus fare of such domestic servant shall be borne by the Company. However, if on account of exigencies of the business he cannot be granted a long leave then the above facility shall be given twice a year instead of once a year.
- viii) Gratuity not exceeding 1/2 month salary for each completed year of service, subject to the statutory limit or actual whichever is lower.
- ix) Fees of clubs, subject to a maximum of two clubs (provided that no life membership fee or admission fee is paid).
- x) Personal accident insurance of an amount, the annual premium of which does not exceed Rs.1000/-.

- B) The Executive Chairman shall be entitled to such leave as the exigencies of the business shall permit and as may be mutually agreed upon. It is however, expressly provided that the Executive Chairman shall be entitled to one month's leave for every 11 months of service.
- C) Any other scheme that may in future be formulated for the Benefits of the employees in the Senior Executive Cadre of the Company.
- D) That the total monetary value of the perquisites will be Evaluated as per the Income-Tax rules and be subject to such ceiling as may be prescribed by the Central Government.

- E) The remuneration aforesaid including expressly the benefits perquisites and amenities shall nevertheless be paid and allowed as minimum remuneration for any year in the absence of or inadequacy of profits for such year or in a situation of accumulated losses.

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter or vary the remuneration/perquisites payable to Dr. Jayesh V. Valia or other terms and conditions in such manner as may be agreed to between the Board of Directors and Dr. Jayesh V. Valia, within the limits laid down by the Central Government under the provisions of the Companies Act, 1956, and/or Schedule XIII thereto as amended from time to time, whichever is applicable."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, expedient, usual and proper in the best interest of the Company".

"RESOLVED FURTHER THAT Dr. Jayesh V. Valia, in the capacity as an Executive Chairman of the Company with effect from 1st January 2009, for a period of 5 years unless otherwise provided for be paid a monthly salary of Rs. 75,000/-, the break up of the same shall be as follows (i.e. Rs. 50,000/- as Basic + Rs. 12,500/- as House Rent Allowance + Rs. 12,500/- as Conveyance Allowance) plus other perquisites inclusive of both taxable and non-taxable and shall be entitled to superannuation benefits such as Provident fund, gratuity, etc. and any other scheme in the nature of retirement benefits that may be introduced in future and made applicable to employees of the Company."

- F) "RESOLVED FURTHER that the Executive Chairman shall report to the Board of Directors."

In the event of any relaxation made by the Central Government in the guidelines or ceilings on Managerial remuneration during the period of the agreement the remuneration including (minimum remuneration) payable to Dr. Jayesh V. Valia shall be increased as the Board of Directors may deem fit in accordance with the guidelines or ceilings, if applicable.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter or vary the terms and conditions of the said appointment from time to time in such manner as may be agreed upon between the Company and Dr. Jayesh V. Valia and within the limits prescribed by the Companies Act, 1956 or by the Central Government, if applicable as the case may be."

The duties, functions and other perquisites shall be in accordance with the agreement to be entered into by Dr. Jayesh V. Valia with the Company.

- G) In order to remove the doubts it is FURTHER RESOLVED THAT Dr. Jayesh V. Valia, Executive Chairman, who has been already appointed in Precision Containers Limited, as an Executive Chairman, a Company, under the same management, with effect from January 1, 2009, shall restrict drawing of his remuneration to the extent of Rs. 75,000/- per month plus perquisites collectively and in totality from both the Companies or to the extent of such other variations in the remuneration and/or perquisites and shall not exceed the limits prescribed in the foregoing premises and the allocation of drawal of remuneration between the above referred two employer Companies be totally at the discretion of the Board of Directors of both the Companies, with free consent from Dr. Jayesh V. Valia.

5. To consider and if thought fit, to pass the following resolution, with or without modification(s) as a Special Resolution:

"RESOLVED that the consent of the Company is hereby accorded to the action of Board of Directors allotting 10,50,000 Equity Shares to eligible Investors of Equity Shares of face value of Rs. 10/- each fully paid up and with a premium of Rs. 85/- thereon thus totalling Rs. 9,97,50,000/- (Rupees Nine Crores Ninety Seven Lakhs Fifty Thousand Only) and also allotment of 7,50,000 Convertible Share Warrants of Rs. 10/- each with a premium of Rs. 85/- each thereon of which 10% of the amount has been received and further consent is hereby granted for allotment of 831578 convertible share warrants of Rs.10/- each with a premium of Rs. 85/- each thereon to the promoters group."

"RESOLVED FURTHER that the abovesaid allotment when conversion takes place shall work out to 26,31,578 Equity Shares of Rs. 10/- each fully paid up and collection thereagainst Rs. 24,99,99,910/- having a break-up of Rs. 10/- per Equity Share as nominal value and Rs.85/- premium each thereon."

"RESOLVED further that the abovesaid allotment of Equity Shares and convertible share warrants shall be construed as forming part and parcel of consent and approval already accorded by the members in the Extra-Ordinary General Meeting of the Company held on Wednesday, February 20, 2008, comprising of two Special Resolutions listed as Resolution No. 1 and Resolution No. 2 respectively in that meeting."

"RESOLVED further that the terms and conditions and caveats in resolution No. 2 of that meeting for conversion of Share Warrants into Equity Shares shall continue to be valid and any defaults made by the Investor/s for payment/s of the balance amount of 90% shall be



construed as default and the money received against such defaults attributable to such share warrants shall be forfeited forth-with."

"RESOLVED Further that the forfeited share warrants if any shall be re-issued and re-allotted to the willing and forth-coming investors totally at the sole discretion of the Board of Directors of the Company."

"RESOLVED FURTHER that the consent of the members is granted herewith to forfeit the share warrants and issue them fresh to the willing investors totally at the sole discretion of the Board of Directors of the Company and if the Board of Directors has already acted in that behalf, the same action of its stands ratified, approved and adopted by this meeting."

- a) Each (detachable) Share Warrant shall be convertible into one Equity Share of nominal value of Rs.10/- each.
- b) The (detachable) Share Warrant holder(s) shall, on the date of Share Warrants (detachable), pay upfront an amount equivalent to 10% of the total consideration per Share Warrant (detachable) i.e. Rs. 9.50 per Share Warrant (detachable), each Share Warrant detachable price being Rs. 95/-.
- c) The (detachable) Share Warrant holder(s) shall, before the date of conversion of the (detachable) Share Warrants into Equity Shares, pay the balance 90% i.e. Rs. 85.50 per Detachable Share Warrant, towards the consideration for the subscription of each Equity Share.
- d) The amount referred to in (b and c) above shall be forfeited, if the option to acquire Shares is not exercised.
- e) In the event of any of the (detachable) Share Warrant holders not subscribing to all or any of the Equity Shares relatable to Share Warrants (detachable) immediately within the stipulated period from the date of allotment of Share Warrants (detachable), the Board shall in its absolute discretion, offer such Shares to any other person(s) and in case such offer is declined by such person(s) or the Equity Shares are not subscribed to, within the stipulated period, such Shares will lapse.

"RESOLVED FURTHER that the Board of Directors be and they are hereby authorised to give calls on warrants even earlier than the stipulated period mentioned in the foregoing and even to make increase in the quantum of amount payable as mentioned in the earlier premises at its sole discretion."

"RESOLVED FURTHER THAT the Company shall ensure that whilst any (detachable) Share Warrants remain exercisable, it will at all times keep available and reserved such part of its authorized but un-issued share capital as would enable all outstanding Share Warrants to be satisfied in full."

"RESOLVED FURTHER THAT the Board be and is hereby authorized in its entire discretion to decide to proceed with the issue of the (detachable) Share Warrants, to finalise the list of allottees, including the size and relative components of the same, and for the purpose of giving effect to this issue or allotment of (detachable) Share Warrants or Shares, and to remove any difficulties the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may at its discretion deem necessary or desirable for such purpose, including but without limitation, appointment of consultants, solicitors, merchant bankers or any other agencies as may be required and entering into arrangements for listing, trading, depository services and such other arrangements and agreements, as may be necessary and also to seek listing of the Equity Shares representing the same in Bombay Stock Exchange Ltd. with power on behalf of the Company, to settle any questions, difficulties or doubts that may arise in regard to any such issue, offer or allotment of (detachable) Share Warrants/ Equity Shares and in complying with any Regulations, as it may in its absolute discretion deem fit, without being required to seek any further clarification, consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER that the Board of Directors be and they are hereby expressly authorised to over-ride, make amendments, and modifications to the earlier scheme enunciated in the said Resolution listed as Resolution No.2 in the Extra-Ordinary General Meeting of the members held on Wednesday, February 20, 2008 such of the terms and conditions in order to make it flexible and workable and beneficial in the interest of the Company at the sole discretion of the Board of Directors."

"RESOLVED FURTHER that the Board be and is hereby authorised to issue, to allot such number of Equity Shares as may be required to be issued and allotted and including already allotted if any prior to the holding of this meeting which action of the Board of Directors stands hereby ratified and upon conversion of the (detachable) Share Warrants and that the said Equity Shares shall rank *pari passu* in all respects with the existing Equity Shares of the Company including payment of dividend save these Shares shall not be eligible for dividend pertaining to prior Period before its allotment."

"RESOLVED Further that the Board of Directors be and is hereby authorised to replace the allottees and their respective quantum without further reference to the General Meeting if in case any of the allottees withdraws or gets disqualified or otherwise suffers from financial incapability."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any committee of Directors or officers of the Company to give effect to this resolution."

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

"RESOLVED that the consent of the Company is hereby accorded to the action of the Board of Directors to carry on the trading activity in shares/securities etc, in future."

"RESOLVED FURTHER that the necessary ratification is accorded to the already carried out business in trading of shares/securities etc. by the Board of Directors of the Company."

BY ORDER OF THE BOARD

**(DR. JAYESH V. VALIA)
EXECUTIVE CHAIRMAN**

REGISTERED OFFICE

401, Court Chambers
4th Floor, S. V. Road,
Borivli (West),
Mumbai 400 092.

PLACE : MUMBAI
DATED : 30.8.2008

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/HERSELF AND A PROXY NEED NOT BE A MEMBER. THE INSTRUMENT OF PROXY SHOULD HOWEVER, 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 The Share Transfer Registers will remain closed between September 23, 2008, and September 30, 2008, (both days inclusive).
3. An Explanatory Statement under Section 173 of the Companies Act, 1956, dated 30.8.2008 and forming part of this Notice dated 30.8.2008 is enclosed herewith.
4. The members are requested to :
 - a) Intimate changes, if any, in their registered addresses at an early date.
 - b) Quote ledger folio nos. in all their correspondence.
 - c) Bring copies of the Annual Report and the Attendance Slips at the Annual General Meeting.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956, AND FORMING PART OF THE NOTICE CONVENING, THE 15TH ANNUAL GENERAL MEETING AND DATED 30.8.2008****ITEM NO. 4****RE-APPOINTMENT OF EXECUTIVE CHAIRMAN****I. Information about the Appointee :****i) Background Details**

Dr. Jayesh V. Valia aged 47 years is possessing qualification of B.Com. He is the Promoter Director of the Company. He is having vast experience of around 18 years in M. S. Barrels business. He is associated with the company for quite a long period.

ii) Past remuneration drawn by Dr. Jayesh V. Valia

Dr. Jayesh V. Valia as drawn salary as follows :

Year	Entitled for	Actually Drawn Amount
1999-2000	NIL	Rs. NIL
2000-2001	Rs. 9,00,000 p.a.	Rs. NIL
2001-2002	Rs. 9,00,000 p.a.	Rs. NIL
2002-2003	Rs. 9,00,000 p.a.	Rs. 9,00,000 p.a.
2003-2004	Rs. 9,00,000 p.a.	Rs. 9,00,000 p.a.
2004-2005	Rs. 9,00,000 p.a.	Rs. 9,00,000 p.a.
2005-2006	Rs. 9,00,000 p.a.	Rs. 9,00,000 p.a.
2006-2007	Rs. 9,00,000 p.a.	Rs. 9,00,000 p.a.

Due to deteriorating financial condition of the company, no remuneration was drawn in the years 1999-2000 and 2001 to 2002. He waived his salary voluntarily.

iii) Job Profile and Suitability

During the tenure of Dr. Jayesh V. Valia, as a Promoter Director, the Company made rapid strides. The Turnover of the Company as well as the profits increased manifold. The growth of the Company was continuously maintained till the year 2000. Thereafter from the year 2000, the Company had to face difficult times due to world-wide depression in industries in general and barrel manufacturing companies in particular. During this testing time of difficulty he has carried the Company through by his rich and varied experience.

iv) Remuneration Proposed

Name	Dr. Jayesh V. Valia
Salary	Rs. 75,000/-p.m. plus
Perquisites & Allowance	Free Furnished residential accommodation, use of Company's car, expenses of telephone, reimbursement of medical expenses, participation in PF, Gratuity, etc. and reimbursement of travelling expenses, club membership and personal accident insurance etc. as detailed in the agreement between the Company and the appointee as well as mentioned in the resolution in the Notice convening Annual General Meeting.
Minimum Remuneration in the absence of or inadequacy of profit in any financial year or in a situation of accumulated losses	Rs.9.00 lacs per annum plus perquisites

II. Other Information :**i) Reasons for loss or inadequacy or absence of profits :**

The loss was caused due to severe depression in the M. S. Barrel manufacturing business resulting in lower utilisation of capacity and turnover with reduced profit margin and static depreciation. The expansion and modernisation of projects undertaken by the company with a view to achieve economies of scale and consolidation of operations were financed out of borrowed institutional funds at the then prevailing interest rates which were substantially higher than the present rates. The combined impact of recession, high interest cost and static depreciation resulted in loss.

15TH ANNUAL REPORT 2007-2008

ii) Steps taken by the Company to improve performance :

The Company has taken several steps to improve the performance. The production process was properly monitored to control cost and reduce wastage and reach to the optimum level of production. Negotiations have been initiated with the lenders for an appropriate financial reconstruction. The Company's Registration with BIFR Authorities is in force.

iii) Expected increase in productivity and profits in measurable terms :

In the present uncertain market it is difficult to predict the increase in productivity and profits in measurable terms. However, the Management is hopeful of improved performance in times to come.

Directors commend this resolution for members' approval.

None of the Directors is interested or concerned in the resolution, other than Dr. Jayesh V. Valia who can be deemed as interested or concerned to the extent of his holding of the place of profit.

ITEM No. 5

ALLOTMENT OF EQUITY SHARES / CONVERTIBLE SHARE WARRANTS :

In the Extra-Ordinary General Meeting of the shareholders held on February 20, 2008, the consent of the shareholders was granted for raising finance through Preferential Allotment by making allotment of Equity Shares and Convertible Share Warrants. However, this was subject to approval from the Hon'ble BIFR, New Delhi. The Company has obtained the approval from the Hon'ble BIFR for issuance of Equity Shares/Convertible Share Warrants of Rs.10/- each in both the cases with a premium thereon of Rs. 85/- each thereon in both the cases to the extent of Rs. 25.00 crores collectively on the basis of the approval granted by the shareholders in its Extra-Ordinary General Meeting held on 20.2.2008. 10,50,000 Equity Shares were allotted and Convertible Share Warrants were also allotted. This has to be placed in the frame-work of the approval granted by the Hon'ble BIFR as far as the quantum of finance is concerned which is pegged at Rs. 25.00 crores for the time being collectively towards Preferential Issue and the Company has carried out this exercise successfully and made the allotment of 10,50,000 Equity Shares and also 15,81,578 Convertible Share Warrants respectively in its Board Meeting held on Thursday, August 14, 2008 and in furtherance of listing arrangement, the Company has approached the Bombay Stock Exchange and the matter is in process.

Directors commend this resolution for members' approval.

None of the Directors is interested or concerned in the resolution.

ITEM No. 6

CARRYING OF TRADING ACTIVITY IN SECURITIES :

The Company had carried out trading activity in the shares. The members are requested to ratify the action of the Board of Directors and also give your approval for carrying out the same in the future if so required as u/s.149 (2B) of the Companies Act, 1956.

Directors commend this resolution for members' approval.

None of the Directors is interested or concerned in the resolution.

BY ORDER OF THE BOARD

**(DR. JAYESH V. VALIA)
EXECUTIVE CHAIRMAN**

REGISTERED OFFICE

401, Court Chambers
4th Floor, S. V. Road,
Borivli (West),
Mumbai 400 092.

PLACE : MUMBAI
DATED : 30.8.2008



DIRECTORS' REPORT

To,
The Members,

Your Directors are pleased to present the FIFTEENTH ANNUAL REPORT and the Audited Statement of Accounts of your Company for the year ended on 31st March, 2008.

FINANCIAL RESULTS

(Amount in Rupees)

	Year ended 31/3/2008	Year ended 31/3/2007
Turnover	1007011187	511373229
Profit/(Loss) Before Depreciation, Finance Charges & Taxation	83837658	106007148
Profit/(Loss) before Depreciation & Taxation	17538073	71756275
Profit/(Loss) after Depreciation & Taxation	8537730	51318572
Surplus (Deficit) of Profit and Loss Account of earlier year	67344593	48872330
Balance carried over to Balance Sheet	56889707	67344593

DIVIDEND

During the year under review, owing to the accumulated losses, the Directors do not recommend any dividend.

FIXED DEPOSITS

The Company has not invited or accepted any Fixed Deposits from the public, during the year under review.

DIRECTORS

During the year under review Mr. Babulal Bansilal Jain, retires by rotation at the conclusion of this meeting and being eligible offers himself for re-election.

REFERENCE TO BIFR

Your Company has been declared sick by the Honourable Board for Industrial And Financial Reconstruction, New Delhi, (BIFR) on January 20, 2006, and your Company has filed Rehabilitation Scheme as required with the concerned authorities in the prescribed time. The Operating Agency (OA) had processed the Rehabilitation Scheme and has forwarded the same to the Hon'ble BIFR with its comments thereon and it is in the process for getting approval of the Hon'ble BIFR in the nature of Draft Rehabilitation Scheme.

DIRECTORS' RESPONSIBILITY STATEMENT

Statement under sub-section (2AA) of Section 217 of the Companies Act, 1956 :

In the preparation of the Annual Accounts :

- i) the applicable accounting standards have been followed and wherever required, proper explanations relating to material departures have been given.
- ii) 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 year.
- iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) the Accounts have been prepared on a going concern basis.

PERSONNEL

The Personnel relations with the employees at all levels continued to remain cordial and peaceful during the year under review.

PARTICULARS OF EMPLOYEES

There were no employees, who were in receipt of remuneration of Rs. 24,00,000/- or more per annum, if employed for the full year or Rs. 2,00,000/- or more per month, if employed for part of the year.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Information in accordance with 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 given in the Annexure 'B' forming part of this Report. Form 'A' requiring disclosure of particulars with respect to Conservation of Energy is not applicable in the case of your Company.

STOCK EXCHANGE

The Company is listed on the following Stock Exchange.

1. Bombay Stock Exchange Ltd.

Your Company is listed on Bombay Stock Exchange Ltd. and the Annual Listing fee has been paid.

FUTURE PROSPECTS

The Directors trust that the future prospects are encouraging for the Company as the Plant and Machinery is the most ultra modern and sophisticated and your Company's products have got recurring demand and they have been used in Industrial Application.

AUDITORS

The Statutory Auditors M/s. Kakaria & Associates, Chartered Accountants, Vapi, are eligible to be re-appointed. The Directors recommend M/s. Kakaria & Associates to be re-appointed as Statutory Auditors.

EXPANSION ACTIVITY

Your Company has set up an additional manufacturing facilities at Chennai and at Kolkatta respectively during the year under review. There is a smooth sailing. Your Company has got ambitious plans to put up additional factories at different locations to enlarge its market share. The Company is in the process to set up additional factory at Haryana.

CORPORATE GOVERNANCE REPORT

Pursuant to Clause 49 of the Listing Agreement with Bombay Stock Exchange Ltd. the Management Discussion and Analysis and the Report on Corporate Governance together with Auditors Certificate form a part of the Annual Report.

The Auditors have qualified their report in respect of non-compliance of certain Corporate Governance norms referred to in the coverage on Corporate Governance Report forming part of the Annual Report. The said Corporate Governance Report on non-Compliance with Clause 49 of the Listing Agreement is self-explanatory and do not require further elucidation.

Your Company could not comply with the statutory requirements of formation of various Committees due to inadequacy of strength of Directors.

ACKNOWLEDGEMENTS

Your Directors place on record their sincere appreciation of the dedicated and devoted services rendered by the employees of the Company at all levels and are grateful to the Company's Bankers, Financial Institutions for their timely assistance and co-operation in the working of your Company. Your Directors also thank the customers, shareholders and the suppliers of your Company for their co-operation and valuable support.

FOR AND ON BEHALF OF THE BOARD

(DR. JAYESH V. VALIA)
EXECUTIVE CHAIRMAN

PLACE : MUMBAI
DATED : 30.8.2008

ANNEXURE TO THE DIRECTORS' REPORT

Particulars as required under Companies (Disclosure of Particulars in the Report of Directors) Rules, 1988 and forming part of Directors' Report for the year ended 31st March, 2008.

I. RESEARCH & DEVELOPMENT (R & D)

a) Specific areas in which R & D carried out by the Company.	None
b) Benefits derived as a result of the above R & D	None
c) Further plan of action	None
d) Expenditure on Research & Development	Nil

II. TECHNOLOGY ABSORPTION, ADAPTATION & INNOVATION

a) Efforts in brief made towards Technology, Absorption, Adaptation and Innovation	Nil
b) Benefit derived as a result of the above effort	Nil
c) Particulars of Technology imported during the last 5 years	Nil

III. FOREIGN EXCHANGE EARNINGS & OUTGO

a) Activities relating to exports and export plans	Nil	
	Current Year Rs.	Previous Year Rs.
b) Total Foreign Exchange Used & Earned :		
i) Foreign Exchange Used	415,000	47,000
ii) Foreign Exchange Earned	NIL	Nil

FOR AND ON BEHALF OF THE BOARD

(DR. JAYESH V. VALIA)
EXECUTIVE CHAIRMAN

PLACE : MUMBAI
DATED : 30.8.2008

**CORPORATE GOVERNANCE REPORT****1. MANAGEMENT DISCUSSION AND ANALYSIS REPORT :**

YASHRAJ CONTAINERS LTD. (YCL) firmly believes that good Corporate Governance results in regulation of the affairs of your Company in a most transparent, ethical and accountable manner. This is not only the need of the hour but also a means to satisfy the aspirations of all those concerned with Corporate World.

Adherence to Corporate Governance ensures greater level of transparency and accountability, fairness in operations, full disclosure, integrity and compliance of laws. Your Company is committed to administer good Corporate Governance to the extent possible even during its continued sickness and other related matters.

YASHRAJ CONTAINERS LTD. recognizes the value of adherence to Corporate Governance in its true sense which alone can ensure continuation of belief and the trust reposed by one and all in your company.

2. TABLE OF ATTENDANCE OF DIRECTORS AND MEETINGS HELD :

Name of Directors	No. of Meetings in a Year	Attendance
1) Dr. Jayesh V. Valia	15	15
2) Mr. S. K. Kittur	15	15
3) Mr. Maruti S. Patil	15	-
4) Mr. Babulal Bansilal Jain	15	11

3. LIST OF DIRECTORS

1. Dr. Jayesh V. Valia - EXECUTIVE CHAIRMAN
2. Mr. S. K. Kittur - DIRECTOR
3. Mr. Maruti S. Patil - DIRECTOR
4. Mr. Babulal Bansilal Jain - DIRECTOR

4. General Shareholders Information

1. Annual General Meeting
Day, Date and Time : By Separate Communication
5. Financial Calendar (2007-2008) : Annual General Meeting for the year ended 31st March, 2008.
6. Book Closure Date : 23.9.2008 to 30.9.2008
7. Dividend Payment Date : Not applicable since dividend not recommended.
8. Registered Office : 401, Court Chambers, S. V. Road, Borivli (West), Mumbai 400 092.
9. Listing on Stock Exchange : Equity Shares
Bombay Stock Exchange Ltd., Dalal Street, Mumbai 400 001.
10. Stock Market Information
i) Stock Code : 530063
Bombay Stock Exchange Ltd.
11. Registrars & Transfer Agents : M/s. Sharex Dynamic (India) Pvt. Ltd. Unit-1, Luthra Industrial Premises,
Safed Pool, Andheri Kurla Road, Andheri (East) Mumbai - 400 072.

Share Transfer System : Your Company's Equity Shares are admitted with the Depository System of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as an eligible security under the Depositories Act, 1996. As such, facilities for dematerialisations of your Company's Equity Shares are available vide INE No. 095 CO 10 18 at both the depositories. Your Company's Equity Shares are under compulsory dematerialisation.

12. a. DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH, 2008 OF EQUITY SHARES OF RS. 10/- EACH FULLY PAID UP

No. of Equity Shares held	No. of Share Holders	% of Holders	No. of Shares Held	% of Shares Held
001- 5000	4943	98.09	1474038	18.90
5001-10000	41	00.81	303063	3.89
10001-100000	44	00.87	1274409	16.34
100001-above	11	00.22	4748490	60.87
TOTAL	5039	100.00	7800000	100.00

b. CATEGORIES OF SHAREHOLDERS AS ON 31ST MARCH, 2008 OF EQUITY SHARES OF RS.10/- EACH FULLY PAID UP

Particulars	No. of Shares	% to Total Share Holding
Promoters group	3977690	50.99
Financial Institutions/Banks/Insurance Companies/Mutual Funds	—	—
FII's/NRIs/OCBs/Other Foreign Shareholders (Other than Promoter Group)	475000	6.09
Bodies Corporate	745194	9.55
Public & Others	2602116	33.37
TOTAL	7800000	100.00

13. Dematerialisation of Shares and Liquidity :

Approximately 91.29% of the Equity Shares have been dematerialised upto 31st March, 2008. Trading in Equity Shares of your Company is permitted only in dematerialised form compulsorily as per notification issued by The Securities and Exchange Board of India.

14. Auditors' Certificate on Corporate Governance :

Your Company has obtained a certificate from the Auditors of the Company regarding non-compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with Bombay Stock Exchange Ltd. This is annexed to the Annual Report. The Certificate will also be sent to Bombay Stock Exchange Ltd. alongwith the Annual Accounts to be filed by the Company.

15. Pursuant to Clause 49 of the Listing Agreement with the Bombay Stock Exchange following information are furnished about the Directors proposed to be Appointed/Reappointed, vide items No. 2 and 4 of the Notice dated 30.8.2008

1. Name of the Director : MR. BABULAL BANSILAL JAIN
 - Date of Birth : May 3, 1946
 - Date of Appointment on the Board as Director : July 31, 2006
 - Qualification : B.E.(Mech) FIE
 - Number of Equity Shares held in the Company by the Director or for other persons on a beneficial basis : NIL
 - List of outside Directorships held in Public Companies : Precision Containeurs Ltd.
Vas Infrastructure Ltd.
 - Chairman/Member of the Committees of Board of Directors of the Company : NIL
 - Chairman/Member of the Committees of Board of Directors of other Company in which he is a Director : NIL
 - Relationship with other Directors : NIL
2. Name of the Director : DR. JAYESH VINODRAI VALIA
 - Date of Birth : July 28, 1961
 - Date of Appointment on the Board as Director : July 27, 1993
 - Date of last reappointment as Director : January 1, 2004
 - Qualification : B.Com. Doctorate in Philosophy - London University



Number of Equity Shares held in the Company by the Director or for other persons on a beneficial basis : 1900 Equity Shares

List of outside Directorships held in Public Companies : Precision Containers Ltd.
Vas Infrastructure Ltd.
Vasparr Shelter Ltd.
Vasparr Trading Pvt. Ltd.
Pushpanjali Drums Pvt. Ltd.

Chairman/Member of the Committees of Board of Directors of the Company : NIL

Chairman/Member of the Committees of Board of Directors of other Company in which he is a Director : NIL

Relationship with other Directors : NIL

FOR AND ON BEHALF OF THE BOARD

**(DR. JAYESH V.VALIA)
EXECUTIVE CHAIRMAN**

PLACE : MUMBAI
DATED : 30.8.2008

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
YASHRAJ CONTAINEURS LIMITED.

We have examined compliance of conditions of Corporate Governance by Yashraj Containeurs Ltd. For the year ended on March 31, 2008, as stipulated in clause 49 of the Listing Agreement of the said company with The Bombay Stock Exchange Ltd.

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 statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has not made compliance with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

We state that no investor grievances were pending for a period of one month against the company as certified by the Registrars & Share Transfer Agents of the company, based on the records maintained by them.

For KAKARIA & ASSOCIATES
Chartered Accountants

Jaiprakash H. Shethiya
Partner
Membership No.: 108812

Place : Mumbai
Date : 30.8.2008



**AUDITORS' REPORT TO THE MEMBERS
OF
YASHRAJ CONTAINERS LTD.**

We have audited the attached Balance Sheet of **YASHRAJ CONTAINERS LTD.** as at **31st March, 2008** and the Profit & Loss Account and also the Cash Flow Statement of the Company for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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 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 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 & 5 of the said Order.
3. Further to our comments in the Annexure referred to above, we report that :
 - a. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of the books;
 - c. The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
 - d. In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956, **subject to Note. 12.**
 - e. On the basis of written representations 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.

- f. Subject to above, in our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Significant Accounting Policies, **Note No. 3 for non-provision of Liabilities and Note No. 16 for non-compliance of Sections 295 & 372A of the Companies Act, 1956 and other notes thereon**, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - i) in the case of the Balance Sheet, of the State of affairs of the Company as at **31st March, 2008**;
 - ii) in the case of the Profit & Loss Account, of the *Profit for the year ended on that; and*
 - iii) in the case of the Cash Flows Statement, of the cash flows of the Company for the year ended on that date.

For KAKARIA & ASSOCIATES
Chartered Accountants

Jaiprakash H. Shethiya
Partner
Membership No.: 108812

Place : Mumbai
Date : 30.8.2008

15TH ANNUAL REPORT 2007-2008

ANNEXURE REFERRED TO IN PARAGRAPH (2) OF THE REPORT OF THE AUDITORS' TO THE MEMBERS OF YASHRAJ CONTAINERS LTD. ON THE ACCOUNTS FOR THE YEAR ENDED ON 31ST MARCH, 2008

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) We are informed that the fixed assets have been physically verified by the management during the year. There is a regular program of verification, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) During the year, the company has not disposed off a substantial part of the fixed assets.
2. (a) The Inventories have 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 the nature of its business.
- (c) The Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
3. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to the purchases of inventory, fixed assets and sale of goods. During the course of our audit, we have not observed any major weaknesses in internal controls.
4. In respect of transactions covered under section 301 of the Companies Act, 1956.

- (a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements that need to be entered into the register maintained under Section 301 of the Companies Act 1956 have been so entered.
- (b) According to the information and explanations given to us by the Management, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of Rupees five lakhs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time, details of which are as follows :

Sr. No.	Name of the Concern	Nature of Transaction	Amount Involved (Rs.)
1.	Precision Containers Limited	Purchases	235200211.00
2.	Pushpanjali Drums Pvt. Ltd.	Sales	1840263.00
3.	Pushpanjali Drums Pvt. Ltd.	Purchases	6094014.00
4.	Sangeeta Valia Rent A/c.	Rent	1080000.00

5. The Company has not accepted any deposits from the public.
6. The Company has an Internal Audit System commensurate with its size & nature of business.
7. We are informed that the Central Government has not prescribed maintenance of cost records under clause (d) of section (1) of Section 209 of the Companies Act, 1956.
8. (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Investors Education and Protection Fund, Sales-tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it have generally been regularly deposited with appropriate authorities though there has been a delay in a few cases. Following undisputed amount are outstanding for more than six months as on 31st March, 2008.

Sr. No.	Name of the Statute	Nature of the Dues	Period to Which the Amount relates	Amount Rs.	Date of Payment
1.	Central Excise Act, 1944	Excise-duty	2004-2005	25,52,462	-
2.	Central Sales-tax	C.S.T.	2004-2005	2,02,916	-
3.	Central Sales-tax	C.S.T.	2007-2008	74,569	-
4.	Professional Tax (Staff) (Salaries)	T.D.S.	2007-2008	11,395	29/08/08
5.	Tax Deducted at source (Interest)	T.D.S.	2007-2008	16,181	27/08/08

- (b) According to the information and explanations given to us, there are no disputed statutory dues pending before appropriate authority.
9. The accumulated losses at the end of the financial year are more than 100% (Hundred Percent) of its net worth and has not incurred cash losses during the financial year covered by our audit.



10. The Company had got an approval for One Time Settlement IDBI Bank further the company is in the Process of getting approval for one time settlement with GSFC.
11. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
12. 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 are not applicable to the Company.
13. In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments accordingly, the provisions of clause 4(xiv) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.
14. According to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.
15. According to the information and explanations given to us, the Company has not raised any new term loans during the year. The term loans outstanding at the beginning of the year were applied for the purposes for which they were raised.
16. According to the information and explanation given to us and on an overall examination of the Balance Sheet of the Company, we report that no funds raised on short-term basis, have been used for long-term investments by the company. No long-term funds have been used to finance short-term investments except for working capital requirement.
17. During the year, the Company has made a preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956. A Sum of Rs. 3,00,00,000/- has been credited to the Capital Account & a sum of Rs. 12,00,00,000/- is Credited towards the Share Premium Account.
18. According to the information and explanations given to us, no debentures have been issued during the year.
19. According to the information and explanation given to us, the Company has created securities in respect of debentures issued.
20. Based upon the audit procedures performed and information given to us, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For KAKARIA & ASSOCIATES
Chartered Accountants

Jaiprakash H. Shethiya
Partner
Membership No.: 108812

Place : Mumbai
Date : 30.8.2008

15TH ANNUAL REPORT 2007-2008

BALANCE SHEET AS AT 31ST MARCH, 2008

	Schedules	Rupees	As at 31/03/2008 Rupees	As at 31/03/2007 Rupees
SOURCES OF FUNDS				
SHAREHOLDERS' FUNDS				
Equity Share Capital	A		78,000,000	48,000,000
Equity Share Application Money			99,750,000	96,036,000
Share Warrant Application Money			13,200,000	-
RESERVES & SURPLUS				
Capital Reserve				
Share Premium Account	B		120,000,000	-
Revaluation Reserve			216,581,357	266,150,970
LOAN FUNDS				
Secured Loans	C	571,319,610		739,544,900
Unsecured Loans		232,815,654		5,456,260
			804,135,264	745,001,160
			1,331,666,621	1,155,188,130
APPLICATION OF FUNDS				
Fixed Assets				
Gross Block	D	463,646,390		431,650,747
Less : Depreciation		128,521,898		107,714,744
Net Block			335,124,491	323,936,003
Investments	E		59,458,934	21,443,934
Current Assets, Loans & Advances				
Inventories	F	103,489,131		53,265,418
Sundry Debtors		355,753,603		139,774,168
Loans & Advances		154,870,208		187,434,538
Cash & Bank Balances		29,103,006		31,210,109
		643,215,948		411,684,233
Less : Current Liabilities & Provisions	G	155,327,744		106,167,848
Net Current Assets			487,888,204	305,516,385
Miscellaneous Expenditure (To the extent not written off or adjusted)	H		5,212,891	3,420,000
Profit & Loss Account	I		443,982,101	500,871,808
			1,331,666,621	1,155,188,130
Notes on Accounts	J		-	-

AS PER OUR REPORT OF EVEN DATE

For **KAKARIA & ASSOCIATES**
Chartered Accountants

Jaiprakash H. Shethiya
Partner
Member No. : 108812

Place : Mumbai
Date : 30th August, 2008

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Jayesh V. Valia
Executive Chairman

S. K. Kittur
Director



YASHRAJ CONTAINERS LTD.

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH, 2008

	Schedules	Rupees	As on 31/03/2008 Rupees	As on 31/03/2007 Rupees
INCOME				
SALES (GROSS)		1,138,702,401		596,795,776
LESS : EXCISE DUTY ON SALES		125,647,750		85,422,547
LESS : VAT/CST		6,043,463		-
SALES (NET)		1,007,011,187		511,373,229
OTHER INCOME	1	44,086,197		14,491,207
INCREASE/(DECREASE) IN STOCK	2	1,626,423		3,454,458
			1,052,723,807	529,318,893
EXPENDITURE				
COST OF GOODS CONSUMED/SOLD	3	853,571,554		361,531,468
MANUFACTURING EXPENSES	4	48,880,944		28,924,378
ADMINISTRATIVE EXPENSES	5	29,070,891		14,305,353
SALARIES, WAGES, BONUS & OTHER EMPLOYEES' BENEFITS	6	9,668,187		7,548,171
MANAGERIAL REMUNERATION	7	900,000		900,000
SELLING & DISTRIBUTION EXPENSES	8	26,654,686		9,978,780
FINANCE CHARGES	9	66,299,585		34,250,873
AUDITORS' REMUNERATION		139,887		123,596
		1,035,185,734		457,562,619
DEPRECIATION		20,807,154		19,688,158
LESS : TRF. FROM REVALUATION RESERVE		12,410,321		-
		8,396,833	1,043,582,567	477,250,776
PROFIT / (LOSS) BEFORE TAX			9,141,240	52,068,117
PROVISION FOR TAX				
- TAXATION		-		-
- FRINGE BENEFIT TAX		603,510		749,545
			603,510	749,545
PROFIT / (LOSS) AFTER TAX			8,537,730	51,318,572
EXTRA ORDINARY ITEM			12,550,086	12,582,571
PRIOR PERIOD ADJUSTMENTS			35,801,890	3,443,450
PROFIT / (LOSS) TRF. TO BALANCE SHEET			56,889,707	67,344,593
BASIC & DILUTED EARNING PER SHARE			7.29	14.03
FACE VALUE Rs. 10/- EACH				
NOTES ON ACCOUNTS	J			

AS PER OUR REPORT OF EVEN DATE

For **KAKARIA & ASSOCIATES**
Chartered Accountants

Jaiprakash H. Shethiya
Partner
Member No. : 108812

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Jayesh V. Valia
Executive Chairman

S. K. Kittur
Director

Place : Mumbai
Date : 30th August, 2008

15TH ANNUAL REPORT 2007-2008

SCHEDULES FORMING PART OF THE BALANCE SHEET

	As at 31/03/2008 Rupees	As at 31/03/2007 Rupees
SCHEDULE - A : SHARE CAPITAL		
AUTHORISED CAPITAL		
8,000,000 (P. Y. 8,000,000) Equity Shares of Rs.10/- each	80,000,000	80,000,000
Total Rs.	80,000,000	80,000,000
ISSUED, SUBSCRIBED AND PAID UP		
78,00,000 (P. Y. 48,00,000) Equity shares of Rs. 10/- each fully paid up	78,000,000	48,000,000
Total Rs.	78,000,000	48,000,000
SCHEDULE - B : RESERVE & SURPLUS		
Capital Reserve		
Share Premium Account	120,000,000	-
Revaluation Reserve		
Op. Balance	266,150,970	-
Less : Trf. To P/L For Depreciation	12,410,321	-
Less:- Trf to P/L as Prior Period Adjustment	37,159,292	-
	216,581,357	266,150,970
Total Rs.	336,581,357	266,150,970
SCHEDULE - C : LOAN FUNDS		
SECURED LOANS :		
17.5% Secured Redeemable		
Non Convertible Debentures		
Accrued Interest on Debentures	27,500,000	27,500,000
	29,176,546	29,176,546
2,75,000 Debentures of Rs.100/- each Privately Placed with I.D.B.I. Secured by a charge on moveable properties. Redeemable on the expiry of 4th & 5th year, from the relevant date of allotment, i.e. 30/11/2000		
TERM LOANS		
- IDBI Ltd.	119,073,597	145,638,960
Secured by a Charge on Movable Properties		
- Gujarat State Financial Corporation	48,780,304	50,777,264
Secured by a Charge on both Movable and Immovable Properties.		
WORKING CAPITAL		
Bank of India	267,796,245	407,730,661
Standard Chartered Bank Assignee of ICICI Bank (Previous Year ICICI Bank Ltd.)	25,492,844	26,142,844
a) Secured by hypothecation of Book-debts Stock in Trade		
b) Secured by Equitable Mortgage in favour of Bank of India of Staff Quarters		
From Financial Institutions	53,500,075	52,578,626
Secured by hypothecation of Machinery & Vehicles		
Total Rs.	571,319,610	739,544,900
UNSECURED LOANS :		
From Bodies Corporates	232,815,654	5,456,260
Sub-Total Rs.	232,815,654	5,456,260
Total Rs.	804,135,264	745,001,160



SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULE - D : FIXED ASSETS

Amount in Rupees

ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK		
	Cost as at 01-04-2007	Additions	Deductions	Cost as at 31-03-2008	Upto 31-03-2007	For the Year	Reversal of Depreciation	As at 31-03-2008	As at 31-03-2008	As at 31-03-2007	
TANGIBLE ASSETS											
Land	12,600,000	-	-	12,600,000	-	-	-	-	12,600,000	12,600,000	
Factory Building	37,799,999	944,738	-	38,744,737	15,150,644	1,266,357	-	16,417,001	22,327,736	22,649,356	
Plant & Machinery	359,354,388	25,339,799	-	384,694,186	83,199,956	17,805,809	-	101,005,765	283,688,421	276,154,436	
Weghing Machinery	1,025,172	20,606	-	1,045,778	988,906	34,439	-	1,023,345	22,433	36,264	
Electrical Fittings	8,306,279	887,268	-	9,193,548	4,126,889	405,439	-	4,532,328	4,661,220	4,179,390	
Furniture & Fixtures	756,014	425,168	-	1,181,182	240,427	42,580	-	283,007	898,175	515,585	
Dies	563,607	-	-	563,607	505,265	58,342	-	563,607	-	58,342	
Office Equipments	2,440,372	251,488	-	2,691,860	598,602	159,189	-	757,791	1,934,069	1,841,770	
Vehicles	5,364,829	2,686,023	-	8,050,852	1,111,041	620,930	-	1,731,971	6,318,881	4,253,789	
Computers	2,172,552	443,869	-	2,616,421	1,680,164	383,111	-	2,063,275	553,147	492,387	
Fire Fighting Equipment	37,536	-	-	37,536	12,633	1,783	-	14,416	23,120	24,902	
Staff Quarters	948,000	-	-	948,000	100,218	15,452	-	115,670	832,330	847,782	
INTANGIBLE ASSETS											
Easement Rights	282,000	-	-	282,000	-	-	-	-	282,000	282,000	
Computer Software (ERP Compass)	-	996,684	-	996,684	-	13,723	-	13,723	982,961	-	
Total	431,650,747	31,995,643	-	463,646,390	107,714,744	20,807,154	-	128,521,898	335,124,491	323,936,002	
Previous Year	425,914,255	5,736,492	-	431,650,747	88,026,585	19,688,160	-	107,714,745	323,936,002		

Note : Tangible Fixed Assets were revalued in the year 2004-2005 and the Revaluation Reserve Stands at Rs. 216,581,357/-.

SCHEDULES FORMING PART OF THE BALANCE SHEET

	As at 31/03/2008 Rupees	As at 31/03/2007 Rupees
SCHEDULE - E : INVESTMENTS		
Trade Investments (at cost)		
Quoted		
Vas Infrastructure Limited	47,409,364	4,364
- {5,00,091(P. Y. 1,091) Eq. Sh. Of Rs. 10/- each fully paid up}		
Precision Containeurs Limited	12,038,570	21,428,570
- {12,03,857 (P.Y. 21,42,857) Eq. Sh. Of Rs. 10/- each fully paid up		
Unquoted		
New India Co-op Bank Ltd.	5,000	5,000
- (500 Eq. Sh. Of Rs.10/- each fully paid up)		
Vasparr Shelter Limited	1,000	1,000
- (100 Equity Shares of Rs. 10/- each)		
National Savings Certificates	5,000	5,000
Total Rs.	<u>59,458,934</u>	<u>21,443,934</u>
SCHEDULE - F : CURRENT ASSETS, LOANS & ADVANCES :		
Inventories : (As certified by the Management)		
Raw Materials & Traded Goods	96,879,104	25,678,975
Semi Finished Goods	-	22,602,839
Finished Goods	6,013,004	4,440,951
Scrap	597,023	542,653
Sub-Total Rs.	<u>103,489,131</u>	<u>53,265,418</u>
Sundry Debtors		
(Unsecured, Considered good)		
Debts Exceeding Six Months	19,174,757	19,174,757
Other Debts	336,578,846	120,599,411
Sub-Total Rs.	<u>355,753,603</u>	<u>139,774,168</u>
Loans & Advances		
Unsecured considered good		
Loans	40,641,240	78,084,188
Deposits	6,934,812	3,273,902
Advances to Suppliers & Others recoverable in cash or in kind or for value to be received	7,535,974	34,258,318
Advance Fringe Benefit Tax paid	75,000	275,000
Income tax Receivable	1,176,679	1,086,115
Prepaid Expenses	5,055,319	16,952,941
Balance with Excise authorities / VAT Credit	45,451,184	5,504,074
Receivable from Company's Bankers towards excess recovery of interest	48,000,000	48,000,000
Sub-Total Rs.	<u>154,870,208</u>	<u>187,434,538</u>
Cash & Bank Balances :		
Cash on hand	245,396	4,283,884
Balances with Banks :		
In current accounts		
- With Scheduled Banks	11,832,547	2,089,408
- With Non-Scheduled Bank	220,158	436,725
In deposit accounts		
- With Scheduled Bank	16,782,837	24,378,026
- With Non-Scheduled Bank	22,067	22,067
Sub-Total Rs.	<u>29,103,006</u>	<u>31,210,109</u>
Total Rs.	<u>643,215,948</u>	<u>411,684,233</u>

**SCHEDULES FORMING PART OF THE BALANCE SHEET**

	As at 31/03/2008 Rupees	As at 31/03/2007 Rupees
SCHEDULE - G : CURRENT LIABILITES AND PROVISIONS		
Current Liabilities :		
Creditors for Goods	128,480,291	61,184,624
Creditors for Expenses	17,511,885	33,123,403
Other Liabilities	3,692,385	3,195,972
Acceptances	2,552,462	5,351,444
Advances from Customers	1,000,000	1,000,000
Provisions		
For Gratuity	896,213	819,770
For Fringe Benefit Tax (Net)	603,510	749,545
For Excise Duty on stock at Factory	590,999	743,090
Total Rs.	155,327,744	106,167,848
SCHEDULE - H : MISCELLANEOUS EXPENDITURE		
Deferred Revenue Expenditure	3,800,000	3,800,000
Add : Incurred this year	2,414,232	-
	6,214,323	-
Written off upto Previous year	380,000	-
1/10th written off during the year	621,432	-
	1,001,432	380,000
Total Rs.	5,212,891	3,420,000
SCHEDULE - I : PROFIT & LOSS ACCOUNT		
Profit & Loss Account		
Opening Balance	500,871,808	568,216,401
Loss / (Profit) trf. from P & L A/c.	(56,889,707)	(67,344,593)
	443,982,101	500,871,808
Total Rs.	443,982,101	500,871,808

SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT

	As on 31/03/2008 Rupees	As on 31/03/2007 Rupees
SCHEDULE 1 : OTHER INCOME :		
Sale of Scrap (Gross)	33,275,444	15,994,806
Less : Excise Duty on Sale of Scrap	4,644,144	2,616,468
Sale of Scrap (Net)	<u>28,631,300</u>	<u>13,378,338</u>
Interest (Gross)	1,330,371	927,341
[TDS Rs. 2,35,730 (P. Y. Rs. 2,11,410)]		
Dividend (Gross)	-	600
Profit on Sale of Shares	13,569,665	-
Foreign Exchange Gain/Loss	490,669	-
Insurance Claim Received	55,262	26,950
Miscellaneous Income	8,930	157,977
Total Rs.	<u>44,086,197</u>	<u>14,491,207</u>
SCHEDULE 2 : INCREASE/(DECREASE) IN STOCK :		
Closing Stock :		
Finished Goods	6,013,004	4,440,951
Scrap	<u>597,023</u>	<u>542,653</u>
	6,610,027	4,983,604
Less : Opening Stock :		
Finished Goods	4,440,951	768,590
Scrap	<u>542,653</u>	<u>760,556</u>
	4,983,604	1,529,146
Total Rs.	<u>1,626,423</u>	<u>3,454,458</u>
SCHEDULE 3 : COST OF GOODS CONSUMED/SOLD :		
Raw Material		
Opening Stock :	48,097,069	32,251,886
Add : Purchases	901,990,211	377,376,651
	<u>950,087,280</u>	<u>409,628,537</u>
Less : Closing Stock		
- Semi Finished Goods	-	22,602,839
- Raw Material	<u>96,515,726</u>	<u>25,494,230</u>
	96,515,726	48,097,069
Total Rs.	<u>853,571,554</u>	<u>361,531,468</u>
SCHEDULE 4 : MANUFACTURING EXPENSES :		
Provision for Excise Duty	590,999	743,090
Excise Expenses	106,294	3,236
Electricity Charges	7,117,181	4,971,241
Insurance Charges	907,186	529,494
Labour Charges	4,808,035	903,830
Loading & Unloading Charges	173,614	45,305
Power & Fuel	7,018,487	3,560,964
Salaries & Wages (Workers)	9,105,748	5,026,123
Security Charges	1,229,948	973,157
Screen Printing Charges	149,617	61,567
Stores & Spares Consumable	5,368,817	3,108,730
Factory Rent	1,449,664	700,000
Slitting Charges / Wharfage Expenses	2,920	33,256
Transport Charges	<u>10,852,434</u>	<u>8,264,384</u>
Total Rs.	<u>48,880,944</u>	<u>28,924,378</u>

**SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT**

	As on 31/03/2008 Rupees	As on 31/03/2007 Rupees
SCHEDULE 5 : ADMINISTRATIVE EXPENSES :		
Advertisement Expenses	702,548	391,506
Angadia/Courier Charges	111,467	68,156
Annual Maintenance Charges	107,978	104,058
Charity & Donations	211,004	--
Computer Expenses	143,789	78,753
Conveyance Expenses	378,405	686,276
Deferred Revenue Expenditure Written Off	621,432	380,000
Demat/Depository Connectivity Charges	65,784	45,475
Electricity Charges	295,240	199,050
General Expenses	186,388	18,332
Gift & Presentation - Diwali Expenses	48,884	1,044,819
Labour Charges	-	5,645
Legal & Professional Charges	2,472,234	3,369,737
License Fees	149,841	106,141
Listing Fees	192,100	10,000
Membership & Subscription	7,500	5,000
Office Expenses	139,257	129,200
Postage & Telegram	71,987	89,847
Printing & Stationery	594,612	396,934
Rates & Taxes	47,424	28,603
Registrar & Transfer agents fees	99,683	70,376
Rent	385,218	309,827
Repairs & Maintenance (others)	2,813,039	169,162
Repairs to Building	987,925	387,019
Repairs to Plant & Machinery	5,477,728	3,623,434
ROC-Filing Fees	4,500	7,500
Security Transaction Tax	39,015	-
Sitting Fees	22,000	8,000
Telephone Expenses	1,389,238	754,581
Tours & Travelling Expenses	4,544,779	724,987
Training Expenses	-	5,725
Transport Charges	5,066,855	562,583
Vehicle Expenses	1,693,038	524,628
Total Rs.	29,070,891	14,305,353

15TH ANNUAL REPORT 2007-2008

SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT

	As on 31/03/2008 Rupees	As on 31/03/2007 Rupees
SCHEDULE 6 : SALARY, WAGES, BONUS & OTHER EMPLOYEE BENEFITS :		
Salaries, Wages & Bonus	6,901,720	5,541,427
Workers & Staff Welfare Expenses	2,580,295	1,765,780
Leave Encashment & Ex-Gratia	-	93,991
Co's Contri. To Provident Fund	109,729	74,205
Gratuity Provision	76,443	72,768
Total Rs.	9,668,187	7,548,171
SCHEDULE 7 : MANAGERIAL REMUNERATION :		
Executive Chairman	900,000	900,000
Total Rs.	900,000	900,000
SCHEDULE 8 : SELLING EXPENSES :		
Business Promotion Expenses	720,333	2,942,230
Commission On Sales	305,600	51,750
Damages Due to Leakage	-	272,761
ISI Marking Charges	337,785	182,110
Loading / Unloading Charges	2,287,189	1,968,696
Octroi Charges	82,273	-
Packing / Fitting Charges	4,485,666	1,114,254
Tender Fees	39,508	72,456
Sales Promotion Expenses	65,402	39,825
Testing & Caliberation Charges	266,020	140,481
Transport Charges	18,064,909	3,194,217
Total Rs.	26,654,686	9,978,780
SCHEDULE 9 : FINANCE CHARGES :		
Interest		
On Term Loans		
On Bank Finance	51,607,579	22,905,177
On Debentures		
To Others	1,577,149	2,015,250
Lead Bank Charges	-	217,500
Brokerage Charges	298,097	55,811
Stamping Charges	726,734	271,249
Hire Purchase Charges	295,594	246,312
Bank Charges / Commission	11,794,432	8,539,574
Total Rs.	66,299,585	34,250,873



SCHEDULE J – NOTES ON ACCOUNTS

1. LEGAL STATUS :

The assessee is a Public Limited Company, formed vide Certificate of Incorporation dated 27th July, 1993, assessed to Income Tax at Mumbai.

2. BUSINESS ACTIVITY :

The Assessee is into the business of Manufacturing of Barrels, During the year and the Company has Installed a New Plant at Howrah. The Commercial Production at the plant commenced from the month of February 2008.

3. SIGNIFICANT ACCOUNTING POLICIES :

General:

The accounts are prepared on the historical cost basis and on the accounting principles of a going concern except as stated below. Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.

- (A) NO PROVISION HAS BEEN MADE FOR LEAVE ENCASHMENT AND DUE TO NON-AVAILABILITY OF THE EXACT AMOUNT, IMPACT ON THE PROFIT FOR THE YEAR IS NOT ASCERTAINABLE.
- (B) NO PROVISION HAS BEEN MADE FOR DEBTS WHICH ARE SHOWING AMOUNT AS RECEIVABLE FOR MORE THAN THREE YEARS.
- (C) NO PROVISION HAS BEEN MADE FOR INTEREST & PENAL CHARGES ON TERM LOANS FROM G.S.F.C. & I.D.B.I AND DUE TO NON-AVAILABILITY OF THE EXACT AMOUNT,IMPACT ON THE PROFIT FOR THE YEAR IS NOT ASCERTAINABLE.

Revenue Recognition:

The Revenue is recognized on the basis of Mercantile System of Accounting. The Expenses and income considered payable and receivable respectively are accounted on accrual basis except investment income is accounted for on cash basis as and when received.

Valuation of Inventories:

i) Raw Material :

- a) Raw material is valued at cost exclusive of CENVAT in accordance with the AS-2 of the Institute of chartered Accountants of India.
- b) Scrap is valued at estimated realisable value.

ii) Finished Goods :

- a) Finished goods are valued at cost or estimated realisable value inclusive of excise duty payable Thereupon at the time of dispatch.
- b) Semi finished goods are valued at cost.

The stocks at the year end are valued verified and certified by the management.

Fixed Assets:

Fixed Assets are stated at their historical cost, net of CENVAT Credit but include expenditure incurred in their acquisition and construction/installation and other related expenses including pre-operational expenses.

Depreciation:

Depreciation on all the assets is calculated on Straight Line method at the rates specified in Schedule XIV to the Companies Act 1956. Depreciation on account of revaluation is charged along with regular depreciation and a corresponding credit is withdrawn from revaluation reserves and credited to the depreciation account. Hence the effect on profit & loss account due to depreciation of revalued assets is nullified. During the year under consideration, due to this change in accounting policy it has resulted into a credit of Rs. 37159292 /- which is credited as prior period items as it pertains to previous years.

Investments:

Long-term investments are carried at Cost.

15TH ANNUAL REPORT 2007-2008

Retirement Benefits:

Liability in respect of retirement benefits is provided and charged to the Profit & Loss account as follows:

Provident fund:

on actual liability basis.

- **Gratuity:** on the assumption that such benefits are payable to all eligible employees at the end of each accounting year and is charged to the Profit & Loss account each year.
- **Leave Encashment:** Not provided, accounted for as & when paid.

Excise Duty & Sales-tax:

Purchases are exclusive of excise duty whereas Sales are inclusive of excise duty. The balance of CENVAT credit / PLA balance, if any, is reflected as current assets under the head Loans & Advances.

Prior Period Adjustment:

All identifiable items of income and expenditure pertaining to prior period irrespective of period of accrual are accounted as Prior Period Adjustment.

	CURRENT YEAR Rs.	PREVIOUS YEAR Rs.
4. Contingent liability not provided for		
Bank Guarantees	2,44,98,209	54,12,549
5. Capital Commitments :		
Estimated amount of contracts remaining to be executed on capital accounts and not provided for (Net of Advances)	NIL	NIL
6. Auditors Remuneration :	CURRENT YEAR	PREVIOUS YEAR
	Rs.	Rs.
a) Audit Fees	73,034	73,034
b) Tax Audit	50,562	50,562
c) Certification Work	5,055	-
d) Other matters	11236	-
7. Quantitative and Other Information :		
i) Licensed Capacity	Not Applicable	Not Applicable
ii) Installed Capacity		
Metal Drums (Total)	31,20,000 Nos.	21,60,000 Nos.
Daman Unit	14,40,000 Nos.	14,40,000 Nos.
Chennai Unit	7,20,000 Nos.	7,20,000 Nos.
Howrah Unit	9,60,000 Nos.	NIL
<p>Installed Capacity is Verified by the Management & not Verified by the Auditor, Being a technical matter. However, as per the Information & explanation provided to us, during the year Consideration because of addition/modification of Welding Machine the Installed Capacity at the Daman Unit has increased from 1200000 units to 1440000 units. During The year Under Consideration the Company has Commenced Unit in Howrah the Commercial Production of which Commenced on 22/02/08.</p>		
iii) Productions :		
Metal Drums	870554 Nos.	
Small Drums (Metal)	224382 Nos.	
Plastic Drums	17437 Nos.	



YASHRAJ CONTAINERS LTD.

iv) Particulars in respect of Opening Stock, Sales and Closing Stock.

Description	Unit	Qty.	Rs.	Qty.	Rs.
(i) Finished Goods					
Opening Stock					
- Metal	Nos.	5444	2382364	1068	768590
- Plastic	Nos.	NIL	NIL	NIL	NIL
Sales (Gross)					
- Metal	Nos.	869449	818206589	650393	596693385
- Small Drums	Nos.	224382	32712968	-	-
- Plastic	Nos.	17437	11861592	NIL	NIL
Closing Stock					
- Metal	Nos.	6549	6013004	5444	2382364
- Plastic	Nos.	NIL	NIL	NIL	NIL
(ii) Traded Goods (CR Sheets/Coils) Plastic Granules, Stores & Consumables)					
Opening Stock	M.T.	NIL	NIL	NIL	NIL
Transfer Receipt	M.T.	NIL	NIL	NIL	NIL
Purchases	M.T.	4957.98	214949607	NIL	NIL
Sales (Gross)					
- Metal	M.T.	4957.98	257442535	NIL	NIL
- Plastic	M.T.	NIL	NIL	NIL	NIL
- Others	M.T.	-	18478717#	-	102391#
Closing Stock	M.T.	NIL	NIL	NIL	NIL

Note : # The Value includes Stores & Consumables.

v) Particulars in respect of Raw Materials Consumed/Sold :

	Unit	Qty.	Rs.	Qty.	Rs.
a. CRC Sheets/Coils	M.T.	17780.18	624044501	14286.001	358097385
Plastic Granules	M.T.	112.248	9747953	NIL	NIL
Plastic Liners	Nos.	14844	4750080	1779	1261580
Others		-	79413	-	2172503

b. Value of imported and Indigenous Raw Material (Including Components) Consumed/Sold and Percentage of each to total consumption

	Rs.	Percentage	Rs.	Percentage
Imported	NIL	NIL	NIL	NIL
Indigenous	853571554	100.00%	361531468	100.00%

8. C.I.F. Value of Imports :

	Rs.	Rs.
i) Raw Material	NIL	NIL
ii) Capital Goods	NIL	2,359,115

9. Expenditure in Foreign Currency :

Tours & Travelling	415,000	47,000
--------------------	---------	--------

10. Earnings in Foreign exchange

	NIL	NIL
--	-----	-----

15TH ANNUAL REPORT 2007-2008

11. BALANCE SHEET ABSTRACT AND COMPANY'S BUSINESS PROFILE

I. Registration Details

Registration No.

State Code

Balance Sheet
Date Month Year

II. Capital Raised during the Year (Amount in Rs. Thousands)

Public Issue

Rights Issue

Bonus Issue

Private Placement

Preference Share allotment

III. Position of Mobilisation and Deployment of Funds (Amount Rs. in Thousands)

Total Liabilities

Total Assets

Sources of Funds

Paid-Up Capital

Reserves & Surplus

Share Application Money *

Secured Loans

Unsecured Loans

* On preferential allotment issue

Application of Funds

Net Fixed Assets

Investments

Net Current Assets

Miscellaneous Expenditure

Accumulated Losses

IV. Performance of the Company (Amount in Rs. Thousands)

Turnover

Total Expenditure

Profit / (Loss) Before Tax

Profit / (Loss) After Tax

Earnings per share Rs.

Dividend @ %

V. Generic Names of Three Principal Products / Services of the Company (As per monetary terms)

Item Code No. (ITC Code)

H S - 8 6 . 0 9

Product Description

M E T A L D R U M S / B A R R E L S



12. In relation to Accounting Standard 22 Accounting for Taxes on Income issued by The Institute of Chartered Accountants of India, the Company has unabsorbed depreciation and accumulated losses in terms of income tax and there is no virtual certainly supported by convincing evidence as regards future profitability to wipe off the losses and hence no effect on timing difference in the accounts is given.
13. The Company has only one business segment and there is no geographical Segment, hence reporting details prescribed in Accounting Standard 17 segment reporting have not been provided in these financial statement.
14. Earnings Per Share :
- | | Current Year | Previous Year |
|---|-------------------|---------------|
| A. Profit/(Loss) as per P&L A/c... Rs. | 56,889,707 | 67,344,593 |
| B. Number of Equity Shares...Nos. | 7,800,000 | 4,800,000 |
| C. Basic Earnings Per Shares (A/B)... Rs. | 7.29 | 14.03 |
| D. Diluted Earnings Per Share...Rs. | 7.29 | 14.03 |
| E. Nominal Value per Equity...Rs. | 10 | 10 |
15. Secured loans include the interest due and payable within a year, to I.D.B.I. on account of, term loan stands at Rs. NIL (P.Y. Rs. NIL) lacs and debenture stands at Rs. NIL (P.Y. Rs. NIL) lacs and to G.S.F.C. Rs. NIL (P.Y. Rs. NIL) lacs and include the amount due and payable within a year to banks against L/C and stand at Rs. 1511.79 (P.Y. Rs. 2105.50) lacs.
16. THE COMPANY HAS NOT COMPLIED WITH THE PROVISIONS OF THE SECTION 295 & SECTION 372A OF THE COMPANIES ACT, 1956.
17. During the previous year the company has written back the Interest provision of Rs 480 lacs payable to banks on the basis of Rehabilitation Scheme submitted to B.I.F.R. shown under Loans & Advances as Receivable which are pending as on the date of balance sheet.
18. During the year under consideration the company has borrowed 130000 nos. shares from Vasparr Shelter Limited of Yashraj Containeurs Ltd. To be given to IDBI as a part of settlement.
19. The outstanding Balance of certain Banks, Debtors, Creditors, Unsecured Loans and Loans & Advances are subject to confirmation & reconciliation, if any.
20. In the opinion of the board, Current Assets, Loans and Advances have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.
21. Previous Year's figures have been regrouped/recast wherever necessary.
22. Figures have been rounded off to the nearest rupee.
23. Schedules A to J and 1 to 9 from an integral part of the Accounts and have been duly authenticated.

AS PER OUR REPORT OF EVEN DATE

For **KAKARIA & ASSOCIATES**
Chartered Accountants

Jaiprakash H. Shethiya
Partner
Member No. : 108812

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Jayesh V. Valia
Executive Chairman

S. K. Kittur
Director

Place : Mumbai
Date : 30th August, 2008

15TH ANNUAL REPORT 2007-2008

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2008

	As on 31/03/2008 Rupees	As on 31/03/2007 Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT / (LOSS) BEFORE TAX & EXTRAORDINARY ITEMS	9,141,240	52,068,117
Adjustment for :		
Depreciation	20,807,154	19,688,158
Less : Drawn from revaluation reserve	12,410,321	-
	<u>8,396,833</u>	-
Interest Charges	53,184,728	24,920,427
Interest Income	(1,330,371)	(927,341)
Dividend Income	-	(600)
Profit on Sale of Shares	(13,569,665)	-
Excise duty on closing stock	590,999	743,090
Provision for gratuity	76,443	72,768
	<u>47,348,967</u>	<u>44,496,502</u>
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	56,490,207	96,564,619
Adjustment for changes :		
Trade & Other receivables	(183,415,104)	(196,090,073)
Inventories	(50,223,713)	(19,359,249)
Trade & Other Payables	47,888,945	46,520,945
	<u>(185,749,872)</u>	<u>(168,928,377)</u>
CASH GENERATED FROM OPERATIONS	(129,259,665)	(72,363,758)
Interest paid	(53,184,728)	(24,920,427)
CASH FLOW BEFORE EXTRA ORDINARY ITEMS	(182,444,393)	(97,284,185)
Extraordinary Items :		
Extraordinary Items	12,550,086	12,582,571
Prior period adjustment		
As per Profit & Loss Account	35,801,890	-
Less : Drawn from Revaluation Reserve	37,159,292	-
	<u>(1,357,402)</u>	<u>3,443,450</u>
NET CASH OPERATING ACTIVITIES	(171,251,709)	(81,258,164)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(31,995,643)	(5,736,492)
Purchase of Shares	(38,015,000)	(21,428,570)
Profit on Sale of Shares	13,569,665	-
Deferred Revenue Expenditure	(1,792,891)	(3,420,000)
Interest Income	1,330,371	927,341
Dividend Income	-	600
NET CASH USED IN INVESTING ACTIVITIES	(56,903,498)	(29,657,121)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Borrowing / (Repayment) of long term borrowings	(168,225,290)	107,824,685
Borrowing of long term borrowings	53,964,000	-
Short term borrowings from Bank (net)	-	-
Repayment of Short Term borrowings from Bank	-	-
Short term borrowings from other	-	-
Borrowing/(Repayment) of unsecured loans	227,359,394	(18,592,783)
Share Application Money Received	112,950,000	34,936,000
NET CASH USED IN / FROM FINANCING ACTIVITIES	226,048,104	124,167,902
NET INCREASE /(DECREASE) IN CASH & CASH EQUIVALENT	(2,107,103)	13,252,616
CASH AND CASH EQUIVALENTS (OPENING BALANCE)	31,210,109	17,957,493
CASH AND CASH EQUIVALENTS (CLOSING BALANCE)	29,103,006	31,210,109
NET INCREASE / (DECREASE) IN CASH AS DISCLOSED ABOVE	(2,107,103)	13,252,616

AS PER OUR REPORT OF EVEN DATE

For **KAKARIA & ASSOCIATES**

Chartered Accountants

Jaiprakash H. Shethiya

Partner

Member No. : 108812

Place : Mumbai

Date : 30th August, 2008

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Jayesh V. Valia

Executive Chairman

S. K. Kittur

Director



YASHRAJ CONTAINEURS LTD.

Regd. Office : 401, Court Chambers, 4th Floor, S. V. Road, Borivli (W), Mumbai - 400 092.

PROXY FORM

Ledger Folio No. No. of Shares held

I/We _____
of _____ being a member / members of the above named Company
hereby appoint _____
of _____

as my/our Proxy to vote for me/us and on my/our behalf at the **15th ANNUAL GENERAL MEETING** of the Company to will be held on Tuesday, September 30, 2008, at 4.00 p.m. at Shree Rajasthan Jain Sangh Hall, Jambali Galli, Borivli (West), Mumbai 400 092.

Signed this _____ day of _____ 2008.

Signature _____

Please
affix
Revenue
Stamp

- Notes :**
1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy and vote instead of himself/herself.
 2. The Proxy need not be a member of the Company.
 3. The Proxy duly completed should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

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



YASHRAJ CONTAINEURS LTD.

Regd. Office : 401, Court Chambers, 4th Floor, S. V. Road, Borivli (W), Mumbai - 400 092.

ATTENDANCE SLIP

Ledger Folio No. No. of Shares held

(Please present this attendance slip at the entrance of the meeting venue)

I hereby record my/our presence at the **15th ANNUAL GENERAL MEETING** of the Company to will be held on Tuesday, September 30, 2008, at 4.00 p.m. at Shree Rajasthan Jain Sangh Hall, Jambali Galli, Borivli (West), Mumbai 400 092.

NAME OF THE SHAREHOLDER _____

NAME OF THE PROXY _____

SIGNATURE OF THE MEMBER/PROXY _____

NOTE : To be signed and handed over at the Meeting Venue

BOOK-POST

If not delivered, please return to :

YASHRAJ CONTAINERS LTD.

401, Court Chambers,
S. V. Road, Borivli (W),
Mumbai - 400 092.