

## M.M. RUBBER COMPANY LIMITED

**BOARD OF DIRECTORS** 

**MAMMEN PHILIP** 

**ASHOK KURIYAN** 

**ROY MAMMEN** - Managing Director

**KARUN PHILIP** 

**JACOB MAMMEN** 

## **REGISTRARS & SHARE TRANSFER AGENTS**

CAMEO CORPORATE SERVICES LTD. Subramaniam Buildings, No.1, Club House Road, Chennai - 600 002. Phone: 28460390

**BANKERS** 

INDIAN OVERSEAS BANK

**AUDITORS** 

SRMANDRE&CO

REGISTERED OFFICE

44, SIPCOT INDUSTRIAL ETATE, RANIPET - 632 403

## M. M. RUBBER COMPANY LIMITED

No.44, SIPCOT Industrial Estate, Ranipet-632 403

#### **NOTICE TO SHAREHOLDERS**

NOTICE is hereby given that the Forty Third Annual General Meeting of the members of MM Rubber Co. Ltd., will be held on Wednesday the 16th September 2009 at 11 A.M. at

Hotel Emerald Inn, Opp. TCL, SIPCOT Ranipet 632 403. Vellore District

To transact the following;

#### A. ORDINERY BUSINESS

- 1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2009 and the Profit & Loss Account for the year ended that date and the report of the Board of Directors and the Auditors thereon.
- 2. To appoint a Director in place of Mr. Karun Philip who retires by rotation and is eligible for re-appointment.
- 3. To appoint Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

#### **B. SPECIAL BUSINESS**

To consider and if thought fit to pass with or without modification, the following as Special Resolution.

"RESOLVED that the Board of Directors of the Company be and is hereby authorized to take such steps as may be required to have the Company's Shares de-listed from such of the Exchanges as they decide"

BY ORDER OF THE BOARD FOR M.M.RUBBER CO. LTD.,

ROY MAMMEN
MANAGING DIRECTOR

PLACE: BANGALORE DATE: 14.7.2009

## Notes:

- 1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and on a poll to vote instead of himself and the proxy need not be a member of the company
- 2. An instrument appointing a proxy must be sent so as to reach the registered office of the company not later than 48 hours before the time fixed for the commencement of the meeting.
- 3. The register of members and the share transfer books will remain closed from 15.9.2009 to 17.9.2009 both days inclusive.
- 4. Members are requested to notify immediately any change in their address to the registered office of the company
- 5. Members or proxies should bring their attendance slip duly filled in for attending the meeting. Members are requested to bring their copy of Annual Report to the meeting.

## EXPLANATORY STATEMENT UNDER SECTION 17(2) OF THE COMPANIES ACT REGARDING ITEM NO. B

Presently, the company's shares are listed at National, Bombay, Chennai and Bangalore Stock Exchanges Ltd., In view of continuous losses in the past the company had not declared dividend for several years and this has an adverse effect on the trading of its shares in the Exchanges. in fact in most of the Exchanges, the company's shares are not traded for several months. In view of this it was proposed by the Board of Directors that the Company's share be de-listed from some of the Exchanges. Hence the proposed resolution.

None of the Directors is interested in the above resolution.

BY ORDER OF THE BOARD FOR M.M.RUBBER CO. LTD.,

ROY MAMMEN
MANAGING DIRECTOR

PLACE: BANGALORE DATE: 14.7.2009

## REPORT OF THE DIRECTORS TO THE SHAREHOLDERS

## Ladies & Gentlemen,

Your Directors have pleasure to present their report on the audited accounts for the year ended 31st March 2009.

At the outset your Directors are happy to inform you that in spite of recession which has affected all the Sector globally your Company was able to resist such recessionary trend and in fact was able to marginally improve its turnover.

#### **WORKING OF THE COMPANY**

During the year under review the turnover of the company went up marginally by 10% as compared to the previous year and the increase in turnover and reduction in cost were responsible for the higher profit.

## **FINANCIAL RESULTS**

The financial results of the company are as under:

Rupees in lakhs

| Particulars   | Current Year<br>ended 31.3.2009 |        | Previous Period ended 31.3.2008 |       |
|---|---------------------------------|--------|---------------------------------|-------|
| Profit or Loss before depreciation, interest and extra-ordinary items |                                 | 105.06 |                                 | 76.09 |
| Less: Depreciation  | 11.21                           |        | 10.34                           |       |
| Interest  | 9.14                            |        | 8.56                            |       |
|   |                                 | 20.35  |                                 | 18.90 |
| Profit or Loss after depreciation & Interest                          |                                 | 84.71  |                                 | 57.19 |
| Less: Short provision of bonus of earlier written off                 |                                 | 1.00   |                                 | Nil   |
|   |                                 | 83.71  |                                 | 57.19 |
| Less: FBT Paid  |                                 | 2.10   |                                 | 1.96  |
|   |                                 | 81.61  |                                 | 55.23 |
| Less: Provision for MAT   |                                 | 8.00   |                                 | Nil   |
|   |                                 | 73.61  |                                 | 55.23 |
| Less: Loss written back consequent on reduction in capital            |                                 | Nil    |                                 | 36.97 |
|   |                                 | 73.61  |                                 | 18.26 |
| Add: Balance Brought Forward from previous year                       |                                 | 18.26  |                                 | Nil   |
| Surplus Carried over to Balance Sheet                                 |                                 | 91.85  |                                 | 18.26 |

## PROSPECTS FOR THE CURRENT YEAR

In spite of recessionary trend your Directors are confident of maintaining and improving the turnover and prune the cost in order to maintain or improve the profitability of the company in the coming years.

#### DIVIDEND

As the Company is in the process of fiscal consolidation and yet to come out of BIFR, your Directors are not recommending any dividend for the year.

#### **DIRECTORS**

Dr. Karun Philip retires by rotation at the ensuing Annual General Meeting and is eligible for re-appointment.

#### **FIXED DEPOSITS**

At the close of the year, Fixed Deposits amounting to Rs.17,000/- though matured remained unclaimed.

## **PARTICULARS OF EMPLOYEES**

There were no employees whose remuneration during the financial year attracted the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975.

#### **AUDITORS**

M/s.S.R.Mandre & Co., Chartered Accountants, Bangalore who retires are eligible for re-appointment.

#### R & D EFFORTS AND TECHNICAL ABSORPTION

Details of R & D Efforts and Technology Absorption are given in Form "B" hereunder:

## 1. Specific areas in which R & D carried out by the Company

The company has an ongoing programme on latex technology development and its related application to various products.

#### 2. Future Plan of Action

The company is planning to expand its production capacity in order to take advantage of increase in demand of natural rubber and home products.

## Expenditure on R & D

Expenditure in-house research and development has been shown under respective heads of expenditure in the Profit & Loss Account.

## 4. Technology Absorption, Adaptation and Innovation

The latest technology is being adopted in the factory for improving productivity and product quality and reducing consumption of raw materials and fuel. In this connection, use of pre-vulcanized latex is being explored.

## 5. Foreign Exchange Earnings and Outgo

Statutory particulars with regard to foreign exchange and outgo appear in the notes pertaining to the accounts.

## **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, the Directors confirm the following in respect of the audited accounts for the year ended 31st March 2009 on the Directors Responsibility Statement, it is hereby confirmed:

- a) That in the preparation of accounts for the financial year ended 31st March 2009, the applicable accounting standards have been followed, along with proper explanation relating to material departures.
- b) That the Directors have selected the 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 year under review and of the Profit of the Company, for the year under review.
- c) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) That the Directors have prepared the annual accounts for the year ended 31st March 2009 on a "going concern" basis.

## **APPRECIATION**

The Directors place on record their appreciation of the valuable contribution of the Company's bankers. The Directors also take the opportunity to thank the customers, dealers and all employees for their continued co-operation.

BY ORDER OF THE BOARD FOR M.M.RUBBER CO. LTD.,

PLACE: BANGALORE DATE: 14.07.2009

ASHOK KURIYAN Director ROY MAMMEN
Managing Director

NOTE: The Directors at their meeting held on 14.7.2009 have authorized Mr. Ashok Kuriyan and Mr. Roy Mammen, Directors to sign this report on their behalf

## ADDENDUM REGARDING QUALIFICATION IN AUDITORS REPORT

The Auditors in their report have qualified the following:

- 1. Non provision in the account of retirement benefit
- 2. Non ascertainment of impairment of assets
  - Your Directors wish to clarify as under:
- a) The company is in the process of ascertaining the acturial liability for gratuity and leave encashment. Pending such ascertainment the company is meeting the gratuity and encashment of leave liabilities as and when it arises in the individual cases and there are no unpaid liabilities on this account.
- b) The Company had closed its BOPP Division and Glove Division in the earlier years and most of the fixed assets pertaining to those divisions have been disposed off in those years. The Company carries in its books the assets relatable to production of foam products. Pending ascertainment of realizable value or useful economic life of those assets, it has not been possible to quantify or provide for in the books towards loss on impairment of assets, if any, and hence not provided.

By ORDER OF THE BOARD FOR M.M.RUBBER CO. LTD.,

PLACE: BANGALORE DATE: 14.07.2009

ASHOK KURIYAN Director ROY MAMMEN

Managing Director

## AUDITORS' REPORT TO THE SHAREHOLDERS OF M M RUBBER COMPANY LIMITED, CEHNNAI, ON THE BALANCE SHEET AS AT 31 ST MARCH 2009 AND THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE.

We have audited the attached Balance Sheet of **M M RUBBER COMPANY LIMITED**, **Chennai** as at 31<sup>st</sup> March 2009 and also the Profit & Loss Account and the Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Our audit includes an examination on a test basis, of evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates and judgments made by the management in the preparation of financial statements and evaluating the overall financial statement presentation.

We planned and performed our audit, so as to obtain all the information and explanations which were considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatements and to provide a reasonable basis for our opinion.

## We further report that:

- 1. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
- 2. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- The Balance Sheet, Profit & Loss Account and Cash Flow statement dealt with by this report are in agreement with the books of account;
- In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow statement dealt with by this report comply with the requirements of the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
- 5. On the basis of the written representations received from the directors and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2009 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 said accounts subject to the non ascertainment of impact on the accounts of the Company in respect of matters dealt with in the Note No.2.7 (Revised Accounting Standard No.15 on Employees Retirement Benefits has been Complied with except that the Company neither has ascertained nor provided for actuarial value of its gratuity liability and Leave Encashment as on 31.3.2009), and also subject to Note No 2.6 (Accounting Standard A S 28 on Impairment of assets) & Note no 2.1 (Balances are subject to confirmations) of the notes to the accounts and read together with other Notes thereon, give the information required by the Companies Act, 1956, in the manner so required and also give a true and fair view, in conformity with the accounting principles generally accepted in India;
  - a) In the case of Balance Sheet, of the state of the Company's affairs as at 31st March 2009
  - b) In the case of Profit & Loss Account, of the Profit for the year ended on that date, and
  - c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.
- 7. As required by the Companies (Auditors' Report) Order, 2003 [as amended by Companies (Auditor's Report)(Amendment) Order, 2004] issued by the Central Government under Section 227(4A) of the Companies Act, 1956 and according to the information and explanations given to us during the course of the audit and on the basis of such checks as were considered appropriate, we report that;
  - (i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets; however, fixed asset register is in the process of being updated.
    - (b) As explained to us, the fixed assets have been physically verified by the management during the year and no material discrepancies between the book records and the physical inventory have been noticed;
    - (c) Fixed Assets disposed of during the year were not material enough to affect the going concern identity of the Company.
  - ii) (a) The inventories of the company at all its locations have been physically verified by the management during the year;
    - (b) In our opinion, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business;

- (c) The Company has maintained proper records of inventories and the discrepancies between the physical inventories and the book records, which have been properly dealt with in the books of account were not material subject to Note No 2.5.
- iii) (a) The Company has taken loans from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. However the Register maintained under section 301 has to be updated. Unsecured advances were granted by the Company to the employees of the company,
  - (b) In our opinion the rate of interest and other terms and conditions in respect of the unsecured loans taken by the company from the related parties are in our opinion, prima facie not prejudicial to the interest of the company.
- iv) In our opinion and in accordance with the information and explanations given to us there is an adequate Internal Control procedure commensurate with the size of the Company and the nature of its business. However, areas pertaining to purchase of goods and inventory needs to be strengthened.
- v) a) In our opinion, and according to the information and explanations given to us, there are no contracts and arrangements the particulars of which need to be entered into the register required to be maintained under section 301 of the Companies Act, 1956.
  - b) In our opinion and according to the information and explanations given to us, the transactions that in respect of purchase of materials and sale of goods services made in pursuance of contracts that were needed to be entered into a register in pursuance of Section 301 of the Act in respect of transactions exceeding the value of Rs.5,00,000/- in respect of any party during the year made at prices which are reasonable having regard to the prices at which transactions for similar goods or services have been made with other parties.
- vi) In our opinion, the Company has not accepted deposits from the Public to which the Provisions of Section 58A and 58AA of the Companies Act, 1956, and the rules framed there under are applicable and therefore paragraph 4 (vi) of the Order is not applicable.
- vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business;
- viii) In accordance with the information and explanations given to us, the maintenance of records prescribed under section 209(1)(d) of the Companies Act 1956 is not applicable.
- ix) (a) The Company has been regular in depositing undisputed statutory dues including Provident Fund, Investor Education & Protection Fund, Employees State Insurance, Income-tax, Vat, Wealth Tax, Customs Duty, Excise Duty, Cess and other statutory dues with the appropriate authorities except in some cases there has been delays in remittance of income tax, provident fund, sales tax, and Fringe benefit tax as ascertained and provided for in the books of account of the company.
  - According to the information and explanations given to us, there are no undisputed amounts payable in respect of Statutory dues were in arrears, as at 31st March 2009, for a period of more than six months from the date they became payable.
  - (b) As at 31st March 2009, according to the records of the company and information and explanations given to us, the following are the particulars of disputed dues on account of excise duty, ESI and sales tax that have not been deposited.

| Name of the Statue | Nature of Dues                                | Amount<br>Rs in lakhs |                        |   |
|--------------------|---|-----------------------|------------------------|---|
| Central            | Excise Duty                                   | 10.00                 | 1000/05                | CF Tribunal Channai                                 |
| ExciseLaws         |   | 13.68                 | 1980/85                | CE Tribunal Chennai                                 |
|                    |   | 0.96                  | upto 1986              | CE Trbinual Chennai                                 |
|                    |   | 0.80                  | 1996                   | CE Trbinual Blore                                   |
|                    |   | 47.31                 | 2006                   | Comm of CE Appeal<br>Chennai                        |
|                    |   | 0.22                  | 1999                   | CE Tribunal Chennai                                 |
| ESI Law            | ESI Interest                                  | 7.28                  | Pre 1997               | Madras High Court                                   |
| Sales Tax<br>Laws  | Kerala SalesTax,<br>Surcharge<br>And Interest | 14.03<br>9.03         | 1997/1999<br>1996/1997 | Kerala High Court<br>Dy Comm of<br>Sales Tax Kerala |

- x) The Company neither has accumulated losses as at the end of financial year nor has incurred cash Losses during the current financial year and in the immediately preceding financial year.
- xi) In our opinion and according to information and explanations given to us, the company has not defaulted in repayment of its dues to any financial institution or bank during the year;
- xii) The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities;
- xiii) The provisions of any special statute applicable to Chit Fund, Nidhi, or Mutual Benefit Fund/Societies are not applicable to the company;
- xiv) The Company is not dealing or trading in shares, securities, debentures or other investments and hence the requirement of Para 4(xiv) are not applicable to the company;
- xv) According to the information and explanations given to us company has not given any guarantee for loans taken by others from banks and financial institutions.
- xvi) According to the information and explanations given to us, we report that no funds raised on short-term basis have been used for long-term investments. The company has not raised long-term funds during the year and hence the use of such funds for short-term investments does not arise.
- xvii) The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956 during the year;
- xviii) The debentures have not been issued by the company during the year;
- xix) On the basis of our examination and according to the information and explanations given to us, no fraud, on or by the company, has been noticed or reported during the year.
- xx) The Company has not raised any money by way of public issues during the year;

For S.R.MANDRE & CO., Chartered Accountants

(B.S.DINESH)

Place: Bangalore Date: 14.07.2009 Partner Membership No. 29624

#### **COMPLIANCE CERTIFICATE**

CIN of the Company: L25190TN1964PLC007710 Paid Up Capital: Rs. 99,61,000/-FORM (SEE RULE 3) Compliance Certificate

To The Members

M.M. Rubbuer Company Limited, Chennai

I have examined the registers, records, books and papers produced to me for my verification pertaining to the financial year 2008-2009 of M.M. RUBBER COMPANY LIMITED, as required to be maintained under the Companies Act, 1956, 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 31.03.2009. In my opinion and to the best of my information and according to the examinations carried out by me of the documents produced to me and explanations furnished to me by the Company, its officers and agents, I, on strength and reliance of the documents produced and information provided to me, pertaining to the financial year 2008-2009, certify that in respect of the aforesaid financial year:

- 1. The Company has kept and maintained applicable registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made there under and applicable entries therein have been recorded.
- 2. The Company has filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities under the Act and the rules made thereunder.
- 3. The Company being a public limited Company has the minimum prescribed paid-up capital.
- 4. The Board of Directors met 6 (Six) times on 28.04.2008, 22.08.2008, 25.09.2008, 14.11.2008, 26.12.2008 and 22.01.2009 in respect of which meetings notices were given and the proceedings were recorded in the Minutes Book maintained for the purpose.
- The Company closed its Register of Members from 24.09.2008 to 26.09.2008 during the financial year.
- 6. The Annual General Meeting for the financial year ended on 31.03.2008 was held on 25.09.2008, after giving notice to the members of the Company and the resolutions passed there at were recorded in Minutes Book maintained for the purpose.
- One Extra-Ordinary Meeting was held through postal ballot on 28.02.2009 for shifting the Registered Office from Tamilnadu to Karnataka during the financial year under review.
- 8. As per information provided to me it appears that, the Company has not advanced any loan to its directors and / or persons or firms or companies referred in the Section 295 of the Act during the financial year.
- As per information provided to me, it appears that the Company has entered into a contract falling within the purview of Section 297
  of the act for which company has obtained necessary approval from the board, during the financial year under review.
- 10. The Company has made entries in the register maintained under Section 301 of the Act.
- 11. As explained to me, it seems that there were no instances falling within purview of Section 314 of the Act, therefore Company has not obtained necessary approvals from the Board of Directors, members and previous approval of the Central Government, as the case may be, during the financial year.
- 12. As per records shown to me, the Company has issued duplicate share certificates during the financial year.
- 13. As per documents produced to me, the Company:
  - (i) has delivered share certificates on transfer / transmission of securities during the financial year.
  - (ii) has not deposited any amount in a separate bank account as no dividend was declared during the financial year.
  - (iii) was not required to post dividend warrants to any member of the Company as no dividend was declared during the financial year.
  - (iv) was not required to transfer the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund as there was no such amount outstanding during the financial year under review.
  - (v) has complied with the requirements of Section 217 of the Act.
- 14. Board of Directors of the Company is re-constituted and there was no appointment of directors, additional directors, alternate directors, director to fill casual vacancies. However Mr. Mammen Varghese has resigned from his directorship on 25.09.2008 during the financial year.
- 15. The Company has not appointed any Managing Director / Whole-time Director / Manager during the financial year under scrutiny.
- 16. The Company has not appointed any sole-selling agent during the financial year.
- 17. As per information provided to me and observations made by me of the records produced to me, no approval was required to be taken by the Company from the Central Government, Regional Director, Company Law Board, Registrar or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
- 18. As per the documents produced to me, the directors have disclosed their interests in other firms / companies to the Board of Directors pursuant to the provisions of the Companies Act, 1956 during the financial year.
- 19. As per records of the Company, the Company has not issued any shares or securities during the financial year.
- 20. The Company has not bought back any shares during the financial year.
- 21. As there was no preference shares / debentures issued, there was no redemption of preference shares / debentures during the year.

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  20. As per declined by Podded to me, the Company has not accepted deposits under section so a or the Companies act, 1956 from public during the financial year under scrutiny.
- 24. As per information provided to me, the Company has not made any fresh 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 altered the provisions of the memorandum with respect to shifting of the Company's registered office from State of Tamilnadu to State of Karnataka, through shareholders' approval on 28.02.2009, subject to the approval of Company Law Board, during the financial year under scrutiny.
- 27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the financial year.
- 28. The Company has not altered the provisions of the memorandum with respect to name of the Company, during the financial year.
- 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. As per explanations given to me, there was no prosecution initiated against or show cause notices received by the Company and no fines / penalties or any other punishment imposed on the Company during the financial year for offences under the act.
- 32. The Company has not received any security deposits from its employees during the financial year under scrutiny.
- 33. The Company has not constituted any Fund under Section 418 of the Act.

For Domodaran & Associates

M. Damodaran (Partner)

Place:Chennai Date: 14.07.2009

C.P. NO: 5081

## ANNEXURE A

## Registers as maintained by the Company

| SI. No. | Under Section | Name of the Register  |
|---------|---------------|---|
| 1       | 150           | Register of Members   |
| 2       | 193           | Minutes of All meeting of Board of Directors                                      |
| 3       | 193(1)        | Minutes of General Meeting  |
| 4       | 303           | Register of Directors   |
| 5       | 307           | Register of Directors' Share holding  |
| 6       | 301           | Register of Contracts, Companies and firms in which the directors are interested. |
| 7       |               | Share Transfer register   |
| 8       | 143           | Register of Charges   |

## **ANNEXURE** B

Period to Which it relates

Forum where Pending

## Returns/ Documents/ Forms as filed by the Company with the Registrar of Companies from 01.04.2008 to 31.03.2009

| SI. No. | Form No. | Under Section | Description   | Date of filing | Whether filed<br>within<br>prescribed<br>time | If delay in filing<br>whether requisite<br>additional<br>fee paid |
|---------|----------|---------------|---|----------------|---|---|
| 1.      | Form 21  | 102           | Intimation to Registrar of Companies about the Hon'ble High Court Order dated 26.03.2008 in respect of reduction of capital under Section 101 of the Companies Act, 1956. | 02.04.2008     | Yes   | No  |

Forms and Returns as filed by the Company with Regional Director during the financial year ending on 31st March 2009

Nil

Forms and Returns as filed by the Company with Central Government or other authorities during the financial year ending on 31st March 2009

Nil

## **BALANCE SHEET AS AT 31ST MARCH 2009**

|                                  |           |              | 04.0.000         |         | s. in Lakhs      |
|----------------------------------|-----------|--------------|------------------|---------|------------------|
|                                  | Schedules | As at<br>Rs. | 31.3.2009<br>Rs. | As at a | 31.3.2008<br>Rs. |
|                                  |           |              |                  |         |                  |
| SOURCES OF FUNDS:                |           |              |                  |         |                  |
| Shareholders' Funds              | •         | 00.04        |                  | 00.04   |                  |
| Share Capital                    | 1         | 99.61        |                  | 99.61   |                  |
| Reserves & Surplus               | 2         | 91.91        | 101 50           | 18.30   | 447.04           |
| l ann Francis                    |           |              | 191.52           |         | 117.91           |
| Loan Funds:                      | •         | 05.44        |                  | 55.70   |                  |
| Secured Loans                    | 3         | 35.14        |                  | 55.70   |                  |
| Unsecured Loans                  | 4         | 16.92        |                  | 16.92   | =0.00            |
|                                  |           |              | 52.06            |         | 72.62            |
|                                  |           |              | 243.58           |         | 190.53           |
| Application Of Funds:            |           |              |                  |         |                  |
| Fixed Assets:                    |           | 700.40       |                  | 005.00  |                  |
| Gross Block                      |           | 783.13       |                  | 865.93  |                  |
| Less:Depreciation                | _         | 734.92       | 40.04            | 821.47  |                  |
| Net Block                        | 5         |              | 48.21            |         | 44.46            |
| Investments                      | 6         |              | 0.09             |         | 0.09             |
| Current Assets                   |           |              |                  |         |                  |
| Loans & Advances                 | _         | 400 ==       |                  | 440.05  |                  |
| Inventories                      | 7         | 188.77       |                  | 119.85  |                  |
| Sundry Debtors                   | 8         | 79.26        |                  | 85.90   |                  |
| Cash & Bank Balances             | 9         | 109.16       |                  | 122.91  |                  |
| Loans & Advances                 | 10        | 82.73        |                  | 57.21   |                  |
|                                  |           | 459.92       |                  | 385.87  |                  |
| Less:                            |           |              |                  |         |                  |
| Current Liabilities & Provisions |           |              |                  |         |                  |
| Current Liabilities              | 11        | 254.54       |                  | 236.44  |                  |
| Provisions                       | 12        | 10.10        |                  | 3.45    |                  |
|                                  |           | 264.64       |                  | 239.89  |                  |
| Net Current Assets               |           |              | 195.28           |         | 145.98           |
|                                  |           |              | 243.58           |         | 190.53           |

| ROY MAMMEN<br>Managing Director      | JACOB MAMMEN Director | Vide our report of even date For S R Mandre & Co Chartered Accountants |
|--------------------------------------|-----------------------|--|
| ASHOK KURIYAN<br>Director            |                       | (D.C. DINECLI)   |
| Place: Bangalore<br>Date: 14.07.2009 |                       | (B S DINESH)<br>Partner<br>Membership No 29624                         |

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2009

|  |           |         |             | (1      | Rs. in Lakhs) |
|--|-----------|---------|-------------|---------|---------------|
|  | Schedules |         | t 31.3.2009 |         | 31.3.2008     |
|  |           | Rs.     | Rs.         | Rs.     | Rs.           |
| INCOME   |           |         |             |         |               |
| Sales  |           | 1336.76 |             | 1225.11 |               |
| Other Income                                     | 13        | 7.03    |             | 8.13    |               |
|  |           |         | 1343.79     |         | 1233.24       |
| EXPENDITURE                                      |           |         |             |         |               |
| Raw Materials & Finished Goods                   | 14        | 590.05  |             | 513.65  |               |
| Excise Duty                                      |           | 112.30  |             | 128.92  |               |
| Manufacturing, Selling & Administration Expenses | 15        | 536.38  |             | 514.57  |               |
| Depreciation                                     |           | 11.21   |             | 10.34   |               |
| Interest   |           | 9.14    |             | 8.56    |               |
|  |           |         | 1259.08     |         | 1176.05       |
| Net Profit For The Year                          |           |         | 84.71       |         | 57.19         |
| Provision For Taxation Mat                       |           |         | 8.00        |         | 0.00          |
| Net Profit                                       |           |         | 76.71       |         | 57.19         |
| Fbt Paid   |           |         | 2.10        |         | 1.96          |
|  |           |         | 74.61       |         | 55.23         |
| Balance Brought Forward                          |           | 18.26   |             | -435.42 |               |
| Less: Bonus Short Provision Written Off          |           | 1.00    |             |         |               |
| Less: Loss Written Back Consequent On            |           | 0       | 17.26       | 398.45  | -36.97        |
| Reduction In Capital                             |           |         |             |         |               |
| BALANCE CARRIED TO BALANCE SHEET                 |           |         | 91.87       |         | 18.26         |
| EARNING PER SHARE                                |           |         | 1.50        |         | 1.10          |

| ROY MAMMEN<br>Managing Director      | JACOB MAMMEN Director | Vide our report of even date For S R Mandre & Co Chartered Accountants |
|--------------------------------------|-----------------------|--|
| ASHOK KURIYAN<br>Director            |                       |  |
| Place: Bangalore<br>Date: 14.07.2009 |                       | (B S DINESH)<br>Partner<br>Membership No 29624                         |

## SCHEDULES TO BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

|  |                  |                            |       | Rs. in Lakhs)                         |
|--|------------------|----------------------------|-------|---------------------------------------|
|  | As at 31.<br>Rs. | As at 31.3.2009<br>Rs. Rs. |       | 31.3.2008<br>Rs.                      |
|  | nə.              | na.                        | Rs.   | пъ.                                   |
| SCHEDULE 1: SHARE CAPITAL  |                  |                            |       |                                       |
| <b>AUTHORISED</b> 35000000 Equity Shares of Rs. 2/- each   | _                | 700.00                     |       | 700.00                                |
| ISSUED   |                  |                            |       |                                       |
| 49,85,315 Equity Shares of Rs. 2/- each  |                  | 99.71                      |       | 99.71                                 |
| Subscribed and Paid-up 40,000 Equity Shares of Rs. 2/- each issued as fully paid-up pursuant to a contract without payment being received in cash. | 0.80             |                            | 0.80  |                                       |
| 48,41,682Equity Shares of Rs. 2/- each issued as fully paid-up for cash.   | 96.83            |                            | 96.83 |                                       |
| 98,883 Equity Shares of Rs. 2/- each allotted as fullly paid-up by way of Bonus Shares by Capitalizaion of Reserves.                               | 1.98             |                            | 1.98  |                                       |
|  | _                | 99.61                      |       | 99.61                                 |
| SCHEDULE 2: RESERVES AND SURPLUS   |                  |                            |       |                                       |
| Capital Reserve  |                  |                            |       |                                       |
| Share Premium Account  |                  |                            |       |                                       |
| As per last Balance Sheet  | 0.04             |                            | 0.04  |                                       |
| Profit & Loss Account  | 91.87            |                            | 18.26 | · · · · · · · · · · · · · · · · · · · |
|  | _                | 91.91                      |       | 18.30                                 |
| SCHEDULE 3: SECURED LOANS  |                  |                            |       |                                       |
| Demand Loan from a Scheduled Bank  |                  |                            |       |                                       |
| Indian Overseas Bank   |                  |                            |       |                                       |
| By pledge of Fixed Deposit   | _                | 35.14                      |       | 55.70                                 |
| SCHEDULE 4: UNSECURED LOANS  |                  |                            |       |                                       |
| Unclaimed Interest   |                  | 0.18                       |       | 0.18                                  |
| Fixed Deposit from Shareholders  |                  | 0.14                       |       | 0.14                                  |
| Inter-corporate Deposits   |                  | 16.60                      |       | 16.60                                 |
|  |                  | 16.92                      |       | 16.92                                 |

## **SCHEDULES 5: FIXED ASSETS**

(Rs. in Lakhs)

|                           |                  | ORIGINAL                 | . COST                    |        | C                 | EPRECI | ATION          |        | NET 8           | LOCK            |
|---------------------------|------------------|--------------------------|---------------------------|--------|-------------------|--------|----------------|--------|-----------------|-----------------|
| Particulars               | As at 31.03.2008 | Additions/<br>adjustment | Deductions/<br>adjustment |        | Upto<br>31.3.2008 |        | With-<br>drawn | Total  | As at 31.3.2009 | As at 31.3.2008 |
| LAND                      | 0.33             | -                        | _                         | 0.33   | _                 | _      | -              | -      | 0.33            | 0.33            |
| BUILDINGS                 | 54.73            | _                        | _                         | 54.73  | 35.95             | 1.88   | _              | 37.83  | 16.90           | 18.78           |
| PLANT & MACHINERY         | 568.91           | 3.13                     | _                         | 572.04 | 550.97            | 5.26   | _              | 556.23 | 15.81           | 17.94           |
| MOULDS                    | 81.85            | 0.01                     |                           | 81.86  | 80.61             | 0.50   | -              | 81.11  | 0.75            | 1.24            |
| OFFICE & OTHER EQUIPMENTS | 42.16            | 2.18                     | 0.44                      | 43.90  | 37.18             | 1.88   | _              | 39.06  | 4.84            | 4.98            |
| FURNITURE & FITTINGS      | 20.19            | _                        | _                         | 20.19  | 19.04             | 0.21   | _              | 19.25  | 0.94            | 1.15            |
| VEHICLES                  | 23.66            | 10.08                    | 23.66                     | 10.08  | 23.62             | 1.48   | 23.66          | 1.44   | 8.64            | 0.04            |
| OTHERASSETS               | 74.10            | -                        | 74.10                     | _      | 74.10             | -      | 74.10          | -      | _               | -               |
| TOTAL                     | 865.93           | 15.40                    | 98.20                     | 783.13 | 821.47            | 11.21  | 97.76          | 734.92 | 48.21           | 44.46           |

## SCHEDULES TO BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

|  |        | · .       | (      | Rs. in Lakhs) |
|--|--------|-----------|--------|---------------|
|  |        | 31.3.2009 |        | 31.3.2008     |
| ALCOHOL IN THE STATE OF THE STA | Rs.    | Rs.       | Rs.    | Rs.           |
| SCHEDULE 6: INVESTMENTS  |        |           |        |               |
| Quoted:  |        |           |        |               |
| (At Cost) (Non-Trading) 141 Equity Shares of Rs.10/- each of Travancore Rayons Ltd.  | 0.01   |           | 0.01   |               |
| 50 Equity Shares of Rs.10/- each of Swadeshi Polytex Ltd. (Aggregate Market Value Rs.0.02 lakhs No quotation available)  | 0.01   |           | 0.01   |               |
| Unquoted:  |        |           |        |               |
| 250 Equity Shares of Rs.10/  |        |           |        |               |
| each of Vijaya Commercial Credit Ltd   | 0.03   |           | 0.03   |               |
| 138318 Equity Shares of Rs.10/   |        |           |        |               |
| each of M.M.R. Gloves Pvt.Ltd.   | 0.01   |           | 0.01   |               |
| 7 Years National Savings Certificate   | 0.03   |           | 0.03   |               |
| SCHEDULE 7: INVENTORIES  |        | 0.09      |        | 0.09          |
| (At cost as per inventories taken, valued  |        |           |        |               |
| and certified by the Management)   |        |           |        |               |
| Raw Materials  | 5.21   |           | 12.37  |               |
| Finished Goods   | 183.56 |           | 107.48 |               |
|  |        | 188.77    |        | 119.85        |
| SCHEDULE 8: SUNDRY DEBTORS   |        |           |        |               |
| (Unsecured Considered Good)  |        |           |        |               |
| Debts outstanding for a period   |        |           |        |               |
| exceeding six months   | -      |           | _      |               |
| Other Debts  | 79.26  |           | 85.90  |               |
|  |        | 79.26     |        | 85.90         |

## SCHEDULES TO BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

|   |                  |                    | <del></del>  | Rs. in Lakhs)    |
|---|------------------|--------------------|--------------|------------------|
|   | As at<br>Rs.     | : 31.3.2009<br>Rs. | As at<br>Rs. | 31.3.2008<br>Rs. |
|   | 113.             | 113.               | 113.         | 113.             |
| SCHEDULE 9: CASH AND BANK BALANCES        |                  |                    |              |                  |
| Cash and Cheques on Hand                  | 6.81             |                    | 6.16         |                  |
| Balances with -                           | 0.0.             |                    | 00           |                  |
| 1. With Scheduled Banks                   |                  |                    |              |                  |
| In Current Account                        | 39.16            |                    | 50.79        |                  |
| In Fixed Deposits                         | 52.66            |                    | 59.81        |                  |
| Accrued Interest                          | 10.53            |                    | 6.15         |                  |
| COUEDINE 40 LOANO AND ADVANCEO            |                  | 109.16             |              | 122.91           |
| SCHEDULE 10: LOANS AND ADVANCES           |                  |                    |              |                  |
| (Unsecured - Considered Good)             |                  |                    | 40.00        |                  |
| Advances for Supplies and Services        | 20.73            |                    | 13.89        |                  |
| Advance Income-tax                        | 13.91            |                    | 5.39         |                  |
| To Staff                                  | 3.33             |                    | 4.47         |                  |
| Prepaid                                   | 1.04             | 39.01              | 0.54         | 24.29            |
| Deposits: Excise                          | 10.42            | 39.01              | 10.42        | 24.29            |
| Others                                    | 33.30            |                    | 22.50        |                  |
| Caloro                                    |                  | 43.72              |              | 32.92            |
|   |                  | 82.73              |              | 57.21            |
| SCHEDULE 11: CURRENT LIABILITIES          |                  | 02.70              |              |                  |
| Sundry Creditors                          | 253.63           |                    | 236.25       |                  |
| Other Liabilities                         | 0.91             |                    | 0.19         |                  |
| Otto: Elabilitio                          |                  | 254.54             |              | 236.44           |
| SCHEDULE 12: PROVISIONS                   |                  |                    |              |                  |
| For Income Tax - MAT                      | 8.00             |                    |              |                  |
| For Fringe Benefit Tax                    | 2.10             |                    | 3.45         |                  |
| •   |                  | 10.10              |              | 3.45             |
| SCHEDULE 13: OTHER INCOME                 |                  |                    |              |                  |
| Interest                                  | 5.57             |                    | 5.03         |                  |
| Profit on Sale of Assets                  | 0.81             |                    |              |                  |
| Delivery Charges                          | 0.23             |                    | 0.00         |                  |
| Miscellaneous Income                      | 0.42             |                    | 3.10         |                  |
|   |                  | 7.03               |              | 8.13             |
| SCHEDULE 14:                              |                  |                    |              |                  |
| RAW MATERIALS CONSUMED AND FINISHED GOODS |                  |                    |              |                  |
| OPENING STOCK:                            |                  |                    |              |                  |
| Raw Materials                             | 12.37            |                    | 10.63        |                  |
| Finished Goods                            | 107.48           |                    | 44.00        |                  |
| ADD DUDOUACEO                             |                  | 119.85             |              | 54.63            |
| ADD: PURCHASES                            | 200.04           |                    | 361.96       |                  |
| Raw Materials Finished Goods              | 380.84<br>278.13 |                    | 216.91       |                  |
| rillished Goods                           | 270.13           | 658.97             | 210.91       | 578.87           |
|   |                  | 778.82             |              | 633.50           |
| LESS: CLOSING STOCK                       |                  | 110.02             |              | 033.50           |
| Raw Materials                             | 5.21             |                    | 12.37        |                  |
| Finished Goods                            | 183.56           |                    | 107.48       |                  |
|   |                  | 188.77             |              | 119.85           |
|   |                  | 590.05             |              | 513.65           |
|   |                  |                    |              | 3.0.00           |

## SCHEDULES TO BALANCE SHEET AND PROFIT AND LOSS ACCOUNT

(Rs. in Lakhs)

|                |   |       |           |         | (Rs. in Lakhs |
|----------------|---|-------|-----------|---------|---------------|
|                |   | As at | 31.3.2009 | As at 3 | 31.3.2008     |
|                |   | Rs.   | Rs.       | Rs.     | Rs.           |
| SCHEDULE 15:   | MANUFACTURING, SELLING<br>AND ADMINISTRATIVE EXPENSES |       |           |         |               |
| Power and F    | Fuel  |       | 84.53     |         | 69.71         |
| Processing I   | Expenses  |       | 12.60     |         | 13.03         |
| Stores & Spa   | ares Consumed   |       | 4.66      |         | 2.38          |
| Salaries, Wa   | ges,Bonus and Gratuity                                |       | 114.28    |         | 106.61        |
| Contribution   | to Employees'   |       |           |         |               |
| Provident Fu   | nd &other funds                                       |       | 13.28     |         | 11.50         |
| Workmen an     | d Staff Welfare Expenses                              |       | 5.33      |         | 32.46         |
| Bank Charge    | es  |       | 6.55      |         | 5.51          |
| Repairs and    | Maintenance   |       | 12.27     |         | 11.89         |
| Rent, Lease    | and Hire Charges                                      |       | 24.18     |         | 22.42         |
| Rates, Taxes   | and Octroi  |       | 2.16      |         | 2.85          |
| Legal and C    | onsultancy Charges                                    |       | 15.57     |         | 22.68         |
| Insurance      |   |       | 1.44      |         | 1.06          |
| Forwarding I   | Expenses  |       | 54.98     |         | 42.17         |
| Watch and V    | Vard Expenses   |       | 6.57      |         | 7.25          |
| Commission     | and Bonus on Sales                                    |       | 87.44     |         | 90.60         |
| Advertiseme    | nt and Propaganda                                     |       | 17.69     |         | 9.26          |
| Printing and   | Stationery  |       | 5.28      |         | 5.13          |
| Postage,Tele   | egrams and Telephones                                 |       | 11.55     |         | 9.11          |
| Travelling Ex  | xpenses   |       | 41.67     |         | 34.85         |
| C&F Agency     | Commission  |       | 0.90      |         | 1.65          |
| Vehicle Main   | tenance   |       | 1.89      |         | 1.65          |
| Sales tax pai  | id ·  |       |           |         | 0.21          |
| Subscriptions  | s to Periodicals and                                  |       |           |         |               |
| Trade Assoc    | ations  |       | 0.51      |         | 0.88          |
| Directors' Sit | tting Fees  |       | 0.07      |         | 0.05          |
| Directors' Tr  | avelling  |       |           |         | _             |
| Auditors' Re   | muneration —  |       |           |         |               |
| Audit Fee      |   | 0.62  |           | 0.60    |               |
|                | audit/Certification fees                              | 0.20  | 0.00      | 0.20    | 0.00          |
|                | of pocket expenses                                    |       | 0.82      |         | 0.80          |
| Other Expen    | ses   |       | 10.16     |         | 8.67          |
| Interest maid  |   |       | 536.38    |         | 514.38        |
| Interest paid  |   |       | 9.14      |         | 8.56          |
| Excise duty    |   |       | 112.30    |         | 128.92        |

## NOTES ON THE BALANCE SHEET AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 315T MARCH 2009

#### 1. ACCOUNTING POLICIES

#### A. BASIS OF ACCOUNTING

The Financial Statements are prepared on the historical cost in accordance with the generally accepted accounting principles and presentation requirements as per schedule VI of the Companies Act,1956 and accounting standards referred to in section 211 (3C) of the companies Act,1956.

## **B. INCOME RECOGNITION**

Company Accounts all expenditure on accrual basis except disputed statutory liabilities and all Income on due basis except refunds from Government Department which is accounted on receipt basis.

## **C. FIXED ASSETS & DEPRECIATION**

- i) Fixed Assets are stated at cost. Cost includes all expenses attributable to acquisition and up to the point of commissioning.
- ii) Depreciation is provided on Written down value method at the rates prescribed under Schedule XIV of the Companies Act, 1956. Depreciation is calculated on Pro rata basis from the date of additions/till the date of disposal of the assets. Assets costing Upto Rs. 5000/- is fully depreciated in the year of use.
- iii) Impairment in the value of assets is recognized as and when the realizable value is lower than the book value.

## **B. INVESTMENTS**

Investments are stated at cost. Provision for diminution in value of investments is made, wherever required as per Accounting Standard 13.

## C. INVENTORIES

Inventories are valued as under:

Raw materials - Cost (including duties and taxes paid - net of Cenvat) plus inward freight.

Finished goods - At cost (including excise duty paid/payable) or net realizable value, whichever is less.

Work-in-Progress - At factory cost.

Damaged or obsolete stock determined at the end of each year is valued at NIL cost and the carrying cost of such damaged or obsolete stock is adjusted while valuing the inventories

## D. RETIREMENT BENEFITS

Gratuity and leave encashment accounted on payment basis.

## E. FOREIGN CURRENCY TRANSACTIONS

Expenditure incurred in foreign currency incurred during the year has been shown elsewhere in the notes on accounts.

## F. SALES

Sales are recognized at the point of dispatch to the customers and are inclusive of excise duty.

## **G PROVISIONS:**

Amounts payable in respect of statutory liabilities disputed and claims of refund from statutory authorities are accounted on cash basis.

## 2. NOTES ON ACCOUNTS

- 2.1 The balance in Sundry Debtors, Sundry Creditors, Loans & Advances are subject to confirmations.
- 2.2 Deferred Taxation: The deferred tax liability of Rs.238766/- ascertained during the year in accordance with AS-22 "Accounting for Taxes on Income" issued by ICAI, in respect of timing difference of depreciation not provided in view of carry forward loss and unabsorbed depreciation of earlier years.
- 2.3 In the absence of any intimation received from vendors regarding the status of their registration under the "Micro, Small and Medium Enterprises Development Act 2006 the company is unable to comply with the disclosures to be made under the said Act.
- 2.4 During the year company has preferred a claim for refund of Rs189.63 lakhs before the Central Excise Authorities consequent on judgments in favor of the company by the Central Excise Tribunal and such claim is pending.
- 2.5 During the year the company determined and identified a sum of Rs 33.40 lakhs relatable to damaged and obsolete stocks while valuing the closing stock.

such ascertainment, no recognition during the year is made in the accounts for impairment of fixed assets.

2.7 The Employees benefit consists of contribution by the employer to the provident fund and gratuity fund. Both the benefits are considered as Long Term Benefits to the employees and company discharges its liability under provident fund benefit by accounting contribution to the provident fund scheme operated by the Government under Statutory Employees Provident Fund & Miscellaneous Provisions Act and the Scheme framed there under.

In respect of gratuity accrued the company has not ascertained or provided in the accounts. Further company has not ascertained accrued leave cash benefits payable to its employees. The company accounts both gratuity and leave encashment as and when paid.

2.8 Related party disclosures:

Related party disclosures as required AS-18 are as given below.

List of related party

- 2.8.1 Public Limited Company in which some of the directors of our company are directors of that company M/s. Balanoor Plantations & Industries Ltd.,
- 2.8.2 Key managerial personnel

Mr.Roy Mammen – Managing Director Mr.Mammen Philip – Director Corporate Affairs

2.8.3 The following transactions were carried out with the related party in its ordinary course of business.

With key management personnel
Remuneration paid – for details refer clause 4

2.9 Additional particulars required to be furnished as per Amendments to Part II of Schedule VI to the Companies Act, 1956 (As certified by the Management)

## A. DETAILS OF QUANTITATIVE PARTICULARS OF CONSUMPTION OF RAW MATERIALS

|   |                                   | Current Year              |                        | Previou                | s Year                 |
|---|-----------------------------------|---------------------------|------------------------|------------------------|------------------------|
|   |                                   | Quantity Tonnes           | Value<br>(Rs in lakhs) | Quantity Tonnes        | Value<br>(Rs in lakhs) |
| A | Cost of Materials (a) Consumption |                           |                        |                        |                        |
|   | Latex & Chemicals                 | 419                       | 381.31                 | 440                    | 317.19                 |
|   | Others                            | _                         | 6.69                   | <del></del>            | 43.04                  |
|   | (b) Percentage<br>Consumption     | % of total of consumption | Value<br>(Rs in lakhs) | % of total consumption | Value<br>(Rs in lakhs) |
|   | Raw Materials<br>Indigenous       | 100%                      | 388.00                 | 100%                   | 360.23                 |

#### B. DETAILS OF LICENCED AND INSTALLED CAPACITY

| Class of Goods                  | Licensed capacity | Installed capacity | Actual Production |
|---------------------------------|-------------------|--------------------|-------------------|
| Unit of measurement             | Tonnes            | Tonnes             | Tonnes            |
| Latex Foam<br>(Rubber products) | N.A.<br>(N.A.)    | 1000<br>Tonnes     | 243.106<br>Tonnes |

## C. QUANTITATIVE DETAILS OF PRODUCTION, SALES AND STOCK

The company produces and sells foam products of different sizes which are not of common measurement or weight. Hence quantitative particulars of sales, Opening and Closing Stock are not given. However, production of quantity in terms of Nos is as under.

|   | Current Year    |           |
|---|-----------------|-----------|
|   | Quantity in Nos | Value     |
| Mattresses (Standard & Non Standard) Pillows, Bolsters, seats etc | 47739           | 116571683 |
| Cushions  | 12161           | 9830634   |
| Cloth Covers Standard & Non Standard                              | 34202           | 6738042   |
| Others  |                 | 535764    |

## D. VALUE OF IMPORTS

Value of imports calculated on CIF basis-

(i) Capital Goods

NIL

(ii) Raw Material purchase & Consumption

NIL

## E. EXPENDITURE IN FOREIGN CURRENCY (CASH BASIS)

(a) Travelling

13447.53 USD, 1806.26 GBP, 25303.11-PHP, 71052.61 THB,

Rs. 1032927

10725.52 MYR

(b) Conference & Seminar registration charges 540 USD

Rs. 25574

## 2.10 COMMISSION TO THE MANAGING DIRECTOR

Rs.

| Net profit as per Profit & Loss Account          | 8470473 |
|--|---------|
| Less:Profit on sale of assets                    | 81000   |
| Add: Back remuneration paid to Managing Director | 546196  |
| Net profit                                       | 8935669 |
| Commission at 1% of the above                    | 89356   |

## 2.11 **DETAILS OF MANAGERIAL REMUNERATION**

|                    | Managing Director | Director - Corproate Affairs |
|--------------------|-------------------|------------------------------|
| Salary             | 423000            | Nil                          |
| Contribution to PF | 33840             | Nil                          |
| Commission         | 89356             | Nil                          |
| Advisory Fees      | Nil               | 297500                       |

2.12 The bank guarantee have been obtained against counter guarantee given by the company and on the personal guarantee of Managing Director

Rs.7.15 lakhs

2.13 Previous year's figures have been suitably reclassified, wherever required.

ROY MAMMEN
MANAGING DIRECTOR

JACOB MAMMEN DIRECTOR ASHOK KURIYAN DIRECTOR

Vide our Report of even For S.R. MANDRE & CO., Chartered Accountants

B.S. DINESH
PARTNER
Membership No 29624

PLACE: BANGALORE DATE: 14.07.2009

## **CASHFLOW STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2009**

(Rs. in Lakhs)

|  | Δs at                 | As at 31.3.2009 |                        | (Rs. in Lakhs<br>As at 31.3.2008 |  |
|--|-----------------------|-----------------|------------------------|----------------------------------|--|
|  | Rs.                   | Rs.             | Rs.                    | Rs.                              |  |
| CASH FLOW FROM OPERATING ACTIVITIES:         |                       |                 |                        |                                  |  |
| Profit as per Profit and Loss Account        | Cr 84.71              |                 | Cr 55.23               |                                  |  |
| Add: Interest paid                           | Cr 9.14               |                 | Cr 8.56                |                                  |  |
| Depreciation                                 | Cr 11.21              |                 | Cr 10.34               |                                  |  |
|  |                       | Cr105.06        |                        | Cr 74.13                         |  |
| LESS   |                       |                 |                        |                                  |  |
| Interest Received                            | Dr 5.57               |                 | Dr 5.03                |                                  |  |
| Miscelleneous Receipts                       | Dr 1.46               |                 | Dr 3.10                |                                  |  |
|  |                       | Dr 7.03         |                        | Dr 8.13                          |  |
|  |                       | Cr 98.03        |                        | Cr 66.00                         |  |
| ADJUSTMENTS FOR:                             |                       |                 |                        |                                  |  |
| INCREASE/DECREASE IN SR DEBTORS              | Dr 6.64               |                 | Cr 13.11               |                                  |  |
| INCREASE/DECREASE IN INVENTORIES             | Dr 68.92              |                 | Dr 65.22               |                                  |  |
| INCREASE/DECREASE INCR LIABILITIES           | Dr 24.75              |                 | Cr 22.66               |                                  |  |
| INCREASE/DECREASE IN LOANS& ADVANCES         | Cr 18.37              | D.: 04.04       | Cr 43.30               | 010.05                           |  |
|  |                       | Dr 81.94        |                        | Cr 13.95                         |  |
| NET CASH FROM OPERATING ACTIVITIES (A)       |                       | Cr 16.09        |                        | Cr 79.95                         |  |
| CASH FLOW FROM INVESTING ACTIVITIES          |                       |                 |                        |                                  |  |
| interest receved                             | Dr 5.57               |                 | Cr 5.03                |                                  |  |
| addition to assets                           | Cr 15.31              |                 | Dr 5.44                |                                  |  |
| Misc income                                  | Dr 0.65               |                 | Cr 3.10                |                                  |  |
| NET CASH USED IN INVESTING ACTIVITIES (B)    |                       | Cr 9.09         |                        | Cr 2.69                          |  |
| CASH FLOW FROM FINANCING ACTIVITIES          |                       |                 |                        |                                  |  |
| interest paid                                | Cr 9.14               |                 | Dr 8.56                |                                  |  |
| increase/decrease in bank borrowings         | Dr 20.56              |                 | Dr 6.20                |                                  |  |
| increase/decrease in Unsecured loans         |                       |                 | Dr 48.09               |                                  |  |
| CASH FLOW FROM FINANCING ACTIVITIES (C)      |                       | Dr 11.42        |                        | Dr 62.85                         |  |
| NET INCREASE IN CASH AND CASH EQUIVALENTS (A | A+B+C)                | Cr 13.76        |                        | Cr 19.79                         |  |
| CASH AND CASH EQUIVALENTS AS ON 31ST MARCH   | •                     | Cr 122.92       |                        | Cr103.13                         |  |
| CASH AND CASH EQUIVALENTS AS ON 31ST MARCH   |                       | Dr 109.16       |                        | Dr 122.92                        |  |
|  | -                     | Cr 13.76        |                        | Dr 19.79                         |  |
|  | JACOB MAMMEN Director |                 | ASHOK KURIYAN Director |                                  |  |

## **Auditors Certificate**

We have checked the annexed Cash Flow Statement of M M RUBBER CO LTD for the year ended 31st March 2009 from the books and records maintained by the Company and found the same to be drawn in accordance therewith and also with the requirements of clause 32 of the Listing Agreements with Stock Exchanges

Vide our report of even date For S R Mandre & Co Chartered Accountants

(B S DINESH)
Partner
Membership No 29624

Place: Bangalore Date: 14.07.2009

## BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

(Information as per Part IV of Schedule VI)

I. Registration Details

Registration No. 7710
State Code 18

Balance Sheet Date 31-03-2009

II. Capital raised during the Year
Public Issue
Rights Issue
Bonus Issue
Private Placement

(Amount in Rs. Thousands)
Nil

III. Position of Mobilisation and Deployment of Funds

**Sources of Funds** 

Total Liabilities24358Total Assets24358Paid-up-Capital9961Reserves & Surplus9191Secured Loans3514Unsecured Loans1692

**Application of Funds** 

Net Fixed Assets4821Investments9Net Current Assets19528Misc. ExpenditureNilAccumulated LossesNil

V. Performance of Company

Turnover 134379
Total Expenditure 125908
Profit/Loss Before tax 8471
Profit/Loss After tax 7461
Earnings Per Share in Rs. 1.50
Dividend rate % Nil

V. Generic Names of Thwo Principal Products

Services of Company (as per monetary terms)

Item Code No. (ITC Code)940410Product DescriptionCELLULAR RUBBER

Item Code No. (ITC Code)

MATTRESSES-PILLOWS-CUSHIONS
940120

Product Description MOTOR VEHICLE SEATS

ROY MAMMEN

Managing Director

JACOB MAMMEN

ASHOK KURIYAN

Director

Director

Place: Bangalore Date: 14.07,2009

## M.M. RUBBER COMPANY LIMITED

Regd. Office: 748, Anna Salai, Chennai - 600 002.

## **PROXY FORM**

|             | I/We   | of                           |  |  |  |  |
|-------------|--|------------------------------|--|--|--|--|
|             | being a Member(s) of M.M. Rubber Company Limited hereby appoint Mr   |                              |  |  |  |  |
| 9<br>9<br>1 |  |                              |  |  |  |  |
|             | behalf of the Forty Third Annual General Meeting of the Company to be held on Wednesday 16th September, 2009 at  |                              |  |  |  |  |
| 3           | 11.00 a.m. at Hotel Emerald Inni, Opp. TCL SIPCOT, Ranipet 632 402 Vellore District.   |                              |  |  |  |  |
|             | Signed this day of 2009  | Signature<br>Affix           |  |  |  |  |
|             | Note: 1. The Proxy form must be returned so as to reach the Registered Office of the Company atleast 48 hours before the time for holding the Meeting. | Re.1/-<br>Revenue<br>Stamp   |  |  |  |  |
| ,           | 2. A proxy need not be a Member of the Companty  |                              |  |  |  |  |
|             |  |                              |  |  |  |  |
| _           |  |                              |  |  |  |  |
|             |  |                              |  |  |  |  |
|             | M.M. RUBBER COMPANY LIMITED  Regd. Office: 748, Anna Salai, Chennai - 600 002.   |                              |  |  |  |  |
|             | ATTENDANCE SLIP  |                              |  |  |  |  |
|             | Fouty Third Annual General Meeting - 16th September, 2009 at 11.00 a.m. at Hotel Emerald Innl, Opp. TCL SIPCOT, Ranipet 632 402 N                      |                              |  |  |  |  |
|             | Name of the attending Member/Proxy (in block letters) :  |                              |  |  |  |  |
|             | Member's Folio No.:  |                              |  |  |  |  |
|             | No. of shares held:  |                              |  |  |  |  |
|             | I hereby record my presence at the Forty Third Annual General Meeting held on 16th Septemb   | er, 2009.                    |  |  |  |  |
|             |  |                              |  |  |  |  |
|             |  | Member's / Proxy's Signature |  |  |  |  |

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING AND HANDOVER AT THE ENTRANCE DULY FILLED IN.



## **DISCOUNT\***

(Sale tax and other local taxes as applicable)

## Valid upto 31st March 2010

This voucher entitles the shareholders to three purchases (upto Rs. 10000/- per voucher) only of MM Foam at 15% discount from any one of the service centres listed below.

This voucher is to be filled in by the shareholder and surrendered at the time of placing of the order. The service centres listed below will also accept outstation orders by letter provided the shareholder pays the freight involved and sends a draft for the full amount before despatch.

\*on MRP Rate

## Service Centres authorised to accept this voucher:

## mm Service Centres

- 748, Anna Salai, Chennai 600 002 (Phone : 28523501)
- 114, Transport Cntre, Punjabi Bagh, Rohtak Road, New Delhi 110 035 (Phone: 28313491/28312585)
- 168, Linton Street, Kolkatta, 700 014 (Phone : 22297744)
- Gate No. 1, Opp. R. Station Daria. Chandigarh (Phone: 9815379445)
- 133, Dr. Annie Besant Road, 3rd Floor, Worli, Mumbai 400 018 (Phone: 24935525/ 24983942)
- 4-1-1018, 16-18 Ramkoti Tilak Road, Hyderabad 500 001 (Phone : 24761266)
- 45, Gubbanna Industrial Area, VI Block, Rajaji Nagar, Bangalore 560 010 (Phone: 23150671)
- A-1, Ugampath, Banipark, Jaipur 302016 (Phone: 2205550)
- B-84, Patelnagar-2, Ghaziabad 601 001 (Phone : 2851109)
- 40/96/1B, Chittoor Road, Cochin 686 018 (Phone: 2380870)
- 32-28-1/1, Veeranna Street, Maruthinagar, Vijayawada 520 004 (Phone: 2441455)

# BOOK POST (PRINTER MATTER)

## 43nd Annual Report 2008-09

If undelivered please return to:

M.M. RUBER COMPANY LIMITED

Registered Office: 44, SIPCOT Industrial Estate,
Ranipet - 632 403.