

TWENTY FOURTH (24TH) ANNUAL REPORT 2008 - 2009



AN ISO 9001 : 2000 COMPANY



MAYUR LEATHER PRODUCTS LIMITED

BOARD OF DIRECTORS

Shri R. K. Poddar
Shri Rajesh V. Gupta
Shri K.D. Agarwal
Smt. Amita Poddar

Managing Director
Director
Director
Director

CHIEF FINANCIAL OFFICER

Shri Rajendra Tripathi

COMPANY SECRETARY

Ms. Meghavi Bhansali

PRINCIPAL BANKER

Canara Bank
Overseas Branch, 8, Bhagat Bhawan
M. I. Road, Jaipur - 302 001

AUDITORS

Madhukar Garg & Co.
Chartered Accountants
K-2-B, IInd Floor, Raj Apartment
Keshav Path, C-Scheme, Jaipur - 302 001

REGISTERED OFFICE & WORKS

G-60-62 & 67-69, Jaitpura Industrial Estate,
Jaitpura 303 704, Jaipur
Rajasthan INDIA
Tel. : 91-1423-224303, 512303, 224353
Fax : 91-1423-224308
E-mail : mlp@mayurleather.com

CORRESPONDENCE OFFICE

B-5, Vrindavan Apartments,
Vrindavan Vihar, King's Road,
Jaipur 302 019, Rajasthan
Ph: 91-99289 11947
Fax: 91-141-2810385

REGISTRAR & TRANSFER AGENT

Link Intime India Pvt. Ltd.
A-40, 2nd Floor, Naraina Industrial Area
Phase-II, Near Batra Banquet Hall
New Delhi – 110 028
Ph: 91-11-41410592-94
Fax: 91-11-41410591
e-mail: delhi@linkintime.co.in

INTERNAL AUDITORS :

Verma Prashant & Associates
C-225, Gyan Marg,
Tilak Nagar, Jaipur - 302 004

CORPORATE ADVISOR :

V.M. & Associates,
Company Secretaries,
403, Royal World,
S.C. Road, Jaipur - 302 001

VENUE :

G-60-62 & 67-69, Jaitpura Industrial Estate,
Jaitpura- 303704, Jaipur (RAJ.)
Dated: Wednesday, 12th Aug., 2009 at 11:00
A.M.

As a measure of economy, copies of the Annual report will not be distributed at the Annual General Meeting. Shareholders are requested to bring their copies to the meeting. No gifts or coupons will be given to the shareholders for attending the Annual General Meeting.

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NOTICE OF MEETING

NOTICE is hereby given that the Twenty Fourth Annual General Meeting of the Members of **MAYUR LEATHER PRODUCTS LIMITED** will be held on Wednesday, 12th of August, 2009 At 11:00 A.M. at its Registered Office at G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura- 303704, Jaipur, to transact the following business:

ORDINARY 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 on that date together with the Annexed Auditors' Report thereon and the report of Directors.
2. To confirm the payment of Interim Dividend and to declare final dividend on Equity Shares for the year 2008-09.
3. To appoint a Director in place of Shri Rajesh V. Gupta, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint the Auditors and fix their remuneration.

SPECIAL BUSINESS

5. Reappointment of Managing Director

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

“RESOLVED THAT the Company hereby accords its approval and consent under section 198, 269, 309, 310 and Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, (including any statutory modification or re-enactment thereof, for the time being in force) to the re-appointment of and payment of remuneration, benefits and amenities as given in the explanatory statement to Shri Rajendra Kumar Poddar as Managing Director of the Company for a period of 5 years w.e.f. 12th September, 2009 with liberty to the Board (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to alter and vary the terms and conditions of said appointment and/ or remuneration, subject to the condition that the same will be within the limit of Schedule XIII to the Act.

RESOLVED FURTHER THAT where in any financial year, the Company has no profits or its profits are inadequate, Shri Rajendra Kumar Poddar shall be entitled to be paid remuneration by way of salary, perquisites and any other allowance as referred to above, not exceeding the limits specified in section II of Part II of Schedule XIII to the Act as may be amended from time to time or any equivalent statutory enactment(s) thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be considered necessary, usual or expedient to give effect to this resolution.”

By Order of the Board

Sd/-
(R.K. PODDAR)
Managing Director

PLACE : JAIPUR
DATE : 30th June, 2009

NOTES (Forming part of the Notice)

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULE TIME OF THE MEETING. A BLANK PROXY FORM IS ANNEXED TO THE ANNUAL REPORT.**
2. The register of members and Share Transfer books of the Company will remain closed from 08th August 2009 to 12th August 2009 (Both days inclusive).
3. The final dividend as recommended by the Board, if sanctioned at the meeting, will be paid to those members whose names appear on the Company's Register of Members on 12th day of August, 2009. In respect of the shares in electronic form, the dividend will be payable on the basis of beneficial ownership as per details furnished by the Depositories for this purpose.
4. Pursuant to the provisions of Section 205A(5) of the Companies Act, 1956, dividend for the financial years ended 31st March 2003, 31st March 2004, 31st March 2005, 31st March 2006, 31st March 2007, 31st March 2008 which remains unclaimed for a period of 7 years from the date of transfer of the same will be transferred by the Company to the **Investor Education and Protection Fund (IEPF)** established by the Central Government pursuant to Section 205C of the Companies Act, 1956, in the years 2010-2011, 2011-2012, 2012-2013, 2013-14, 2014-15 & 2015-16 respectively.

Shareholders who have not so far en-cashed the dividend warrant(s) are requested to seek issue of duplicate warrant(s) by writing to the Company immediately. **Shareholders are requested to note that no claims shall lie against the Company or the said Fund in respect of any amounts which were unclaimed and unpaid for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.**

5. Members who are holding shares in identical order of names in more than one folio are requested to write to the Company enclosing their share certificate so to enable the Company to consolidate their holdings in one folio.
6. Members requiring information on the accounts are requested to write to the Company at least 10 (ten) days before the date of the meeting to enable the Company to furnish the information.
7. Members are requested:
 - a) to bring their copy of the Annual Report along with at the meeting.
 - b) to bring the attendance slip, sent herewith, duly filled in for attending the meeting and the same should be deposited at the entrance of the Meeting Hall.
 - c) to bring their depository account number (Client ID), if any, for easier identification and recording of attendance at the meeting.
8. All documents referred to in accompanying Notice are open for inspection at the Registered Office of the Company between 11 A.M. and 1 P.M. on any working day excluding Sundays and holidays up to the date of Annual General Meeting.
9. The Members holding shares in physical form are requested to notify change in their address, if any, quoting their folio number to intimate to the **Registrar and Transfer Agents - M/s. Link India Intime Pvt. Limited., A-40, 2nd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi 110 028.** If the shares are held in electronic form, the same has to be notified to your concerned Depository Participant.

10. Members are also requested to furnish their bank account number, name & address of the bank to enable printing these particulars on dividend warrants as a measure of abundant caution to minimize the loss due to dividend warrant falling into improper hands through forgery or fraud. As an alternative, members residing at specified cities may give their mandates for payment of dividend through Electronic Clearing Services (ECS). A format requiring the relevant information is being enclosed.
11. The details pertaining to director seeking re-appointment, as required to be provided pursuant to clause 49 of the Listing Agreement are furnished in the Corporate Governance Report published elsewhere in this report.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF COMPANIES ACT, 1956

Item No. 5:

The members at the Annual General Meeting held on 10th July 2004 had appointed Shri Rajendra Kumar Poddar as Managing Director for a period of 5 years w.e.f. 12.09.2004. Therefore, the present term of Shri R.K. Poddar as Managing Director is due to expire on 11th September 2009. The Board of Directors, at their meeting held on 30.06.2009, has recommended to the shareholders for the re-appointment of Shri Rajendra Kumar Poddar for a further period of 5 years w.e.f 12th September 2009.

Shri R.K. Poddar, aged 54 years, is a commerce graduate from University of Calcutta. He is very senior and experienced personnel of the Company. The Company has achieved an outstanding growth during the tenure of his leadership. He has a vast experience in the multifarious aspects of corporate working viz. management, finance, marketing, personnel among others. His unmatched leadership and management skills have steered the Company on the progress path that is measuring new scales every time. He is responsible for formulating overall policies and management of the Company. The main terms of his re-appointment are as follows:

1. Remuneration

- a) Salary Rs. 1,00,000/- per month
- b) Bonus as per rules of the Company
- c) Perquisites

- Medical reimbursement: Reimbursement of medical expenses incurred for self and family subject to a ceiling of Rs. 15,000/- p.a.
- Leave travel concession: Leave travel concession for self and family, once in a year incurred in accordance with the rules of the Company, not exceeding Rs. 25,000/- p.a.
- Club fees: Fees of clubs subject to a maximum of two clubs. No admission and life membership fee will be paid.

2. **Provident Fund**

Company's contribution towards Provident Fund as per rules of the Company but not exceeding 12% of the salary.

3. **Gratuity**

Gratuity as per rules of the Company, but shall not exceed one half month's salary for each completed year of service.

4. **Earned Leave**

Earned leave on full pay and allowances as per the rules of the Company, but not exceeding one month's leave for every twelve months of service and leave accumulated shall be encashable at the end of the tenure.

5. **Car and Telephone facility**

Provision of car for use for Company's business and telephone at residence will not be considered perquisites. Personal long distance calls and use of car for private purpose shall be billed by the Company to the Managing Director.

6. Reimbursement of entertainment, travelling and all other expenses incurred for business of the Company.

The aggregate of the salary and all perquisites as enumerated above shall at no time exceed the limits as may be prescribed from time to time under the provisions of the Companies Act, 1956, Schedules thereto and rules thereunder, as well as any other statutory provisions as may be applicable.

The Managing Director shall not be eligible for any sitting fees for the Company's Board or Committee meetings.

None of the Directors other than Shri R.K. Poddar and Smt. Amita Poddar are concerned or interested in the said resolution.

The Board commends passing of this resolution.

This should be treated as an abstract of the terms of appointment and payment of remuneration to Shri R.K. Poddar and a memorandum as to the nature of the concern or interest of the Directors as required under section 302 of the Companies Act, 1956.

By Order of the Board

Sd/-
(R.K. PODDAR)
Managing Director

PLACE : JAIPUR
DATE : 30th June, 2009

DIRECTORS' REPORT

To the Members

Your Directors have pleasure in presenting the Twenty Fourth Annual Report of your Company along with Audited Annual Accounts for the year ended 31st March, 2009.

FINANCIAL RESULTS

The financial performance of the Company for the year ended on 31st March, 2009 is as follows:

	Rs. in Lacs	
	31.03.2009	31.03.2008
Turnover (FOB)	1644.62	2390.57
Other Income	384.89	358.17
Less: Total Expenditure	1560.03	2262.05
Interest	26.74	25.71
Depreciation	44.36	41.56
Profit before Tax & extra-ordinary items	398.38	419.42
Add/Less: Extra Ordinary Items	4.33	11.41
Profit before Tax	402.71	408.01
Less: Provision for Current Tax	129.50	137.00
Provision for FBT	2.90	2.75
Add: Excess Depreciation written back	0.19	-
Deferred tax written back	3.98	1.14
Less: Income tax for earlier years	5.72	1.93
Net Profit/ (Loss) after Tax for the year	268.76	267.47
Profit/ (Loss) brought forward	630.77	478.82
Profit available for appropriation	899.53	746.29
<u>Appropriations:</u>		
Proposed dividend on equity shares	67.69	77.37
Tax on proposed dividend	11.50	13.15
Transfer to general reserve	22.00	25.00
Balance carried forward	798.34	630.77

OPERATIONS

On account of the Global recession, specially considering that we are primarily into Exports there has been a deduction over 30% in our turnover in terms of Qty 2.57 Lacs Pairs (Shoes & Shoe Uppers) & Value 745.95 Lacs.

However we have managed to retain more or less the same level of Profit before tax due to the following reasons: -

- Improved efficiency in Production.
- Utilisation of reserves created by Key man Insurance.
- Better fiscal Management of Financial resources.

D. Better foreign exchange rate.

Further, since the foreign currency market has been very volatile recently; it is difficult to predict the rupee movements against these currencies for the time being. The following table indicates the turn over for the last 5 years:

2004 - 05	Rs. 1692.46 Lacs
2005 - 06	Rs. 1806.32 Lacs
2006 - 07	Rs. 2485.46 Lacs
2007 - 08	Rs. 2390.57 Lacs
2008 - 09	Rs. 1644.62 Lacs

We seriously embarked upon TQM systems to ensure that we reduce our inefficiencies and strengthen our efficiencies. Results have already begun to show and efficiencies are ever improving. Yet there is a long way to go.

Human Resource Department is faced with a great challenge - (a) To improve retention (b) To arrange for skilled manpower.

Shortage of skilled manpower is one of the greatest challenges faced by Indian industries today. We are thankful to the Human Resource of the Company who are working hard with TQM systems to try to improve their efficiencies.

We are also extending our customer base to the Indian market to off- set weakening of the USD.

RESERVES

For the period under review the Board proposes to transfer Rs.22.00 lacs to General Reserve account of the Company.

DIVIDEND

The Board of Directors is pleased to recommend a final dividend of Rs. 0.60 per equity share of Rs. 10/- each for the year 2008-09, subject to approval of Shareholders in the Annual General Meeting. Together with the interim dividend of Rs. 0.80 per equity share, already paid during the year, the total dividend for the year is proposed at Rs. 1.40 per equity share of Rs. 10.00 each. The total outgo on account of dividend payment, including dividend tax, is Rs. 79.19 Lacs.

FIXED DEPOSITS

The Company has not accepted or renewed any fixed deposits from public during the year.

DIRECTORS

Shri Rajesh V. Gupta, Director, retires by rotation in terms of Articles of Association of the Company at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

The present term of Shri Rajendra Kumar Poddar, Managing Director, is due to expire on 11th September, 2009. The Board of Directors, in their meeting held on 30.06.2009, has recommended the shareholders for his re-appointment for a further period of 5 years w.e.f 12th September 2009.

AUDITORS

M/s. Madhukar Garg & Co., Chartered Accountants, Statutory Auditors of the Company holds office until the conclusion of the forthcoming Annual General Meeting and is eligible for re-appointment. The Company has received a letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956. Accordingly, the said Auditors are proposed to be re-appointed as auditors of the Company for the financial year 2009-2010 at the ensuing Annual General Meeting. The notes to the accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

HUMAN RESOURCE DEVELOPMENT

Of all the resources available to the Company, Human Resource is the only asset that appreciates with time. In its continued efforts to nurture the best human talent, during the year the management continued with its strategy of imparting professional training to the executives and staff at various levels with a view to upgrade their competency and remove all levels of inefficiency in order to make the Company more competitive. This is not a luxury, but a necessity, if the Company has to survive in a globally competitive market. However in a recessionary economy, providing better product at better cost requires additional efforts to develop skills and efficiency in the new appointees to face the challenge.

DELISTING OF EQUITY SHARES

The members have passed a special resolution in the Annual General Meeting held on 10.07.2004 permitting the Company to delist its shares from the stock exchanges of Delhi, Kolkata, Ahmedabad and Jaipur. As on date, out of the four exchanges the equity shares of the Company have been delisted from the Delhi, Ahmedabad and Jaipur Stock Exchanges. Delisting application of the Company is still pending with the Calcutta Stock Exchange Association Ltd., Kolkata since December 2004. In spite of several reminders, the Company did not get any response from the exchange in the matter of the delisting status.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed discussion on the industrial structure, development, opportunities, threats, review of operational performance and risks, as required under the Listing Agreements with stock exchanges, forms part of this report and is annexed herewith.

DIRECTORS RESPONSIBILITY STATEMENT

In terms of Section 217(2AA) of the Companies Act, 1956, your Directors confirm as under:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
2. that the directors have selected such accounting policies and applied them consistently and made judgement 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 ended on 31st March, 2009 and of the profit or loss of the Company for that period;

3. that the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
4. that the annual accounts have been prepared on a going concern basis.

PARTICULARS OF EMPLOYEES

There are no employees in the Company whose particulars are required to be disclosed under the provisions of section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended, from time to time.

CORPORATE GOVERNANCE

The Company considers Corporate Governance as an important step towards building investor confidence, improve investor's protection and maximize long term shareholder value. It has implemented all the provisions of the Corporate Governance as stipulated under Clause 49 of the listing agreements with all the stock exchanges, where the Company is listed except for the requirement pertaining to the Board/ Committee structure. The Company is working rigorously to broad base its Board with aptly qualified and experienced personnel who along with fulfilling the stipulations of the clause 49 can also provide the valuable support and inputs for the growth of the Company. We are hopeful to make necessary appointments shortly. It has always been a constant endeavor of the Company to adopt good corporate governance code through independent Board, transparent disclosures and shareholders empowerment for creating and sustaining shareholder value. A separate section on Corporate Governance along with a certificate from the Auditors of the Company, certifying compliance of stipulations of Clause 49 of listing agreements with the stock exchanges with regards to the Corporate Governance code is present elsewhere.

CONSERVATION OF ENERGY

The Company has taken various steps to reduce consumption of power, fuel, oil and other energy resources by adopting various measures. The Company regularly takes advice from experts on energy conservation measures to be adopted. Regular studies are undertaken for assessing the possibilities of use of various methods by which the Company optimizes the use of energy without effecting the productivity, quality etc. Training programs are conducted to increase awareness on energy saving. As already mentioned, the efforts of the Company have already started showing results as the power, fuel and water expenses have been reduced for the year under review. This reduction has been achieved despite of escalating power and fuel prices.

RESEARCH & DEVELOPMENT / TECHNOLOGY ABSORPTION

Company continued to give utmost importance to the R&D activities. The Company has its own in-house well-developed Research and Development division. The objective of the Company through continuous Research and Development activities is the introduction of cost effective, state-of-art-products with enhanced life and to increase the production capacity. The Company's Laboratory and R&D division is continuously working towards new developments and keeps pace with the latest developments in high tech areas.

FOREIGN EXCHANGE EARNING AND OUTGO

Activities relating to exports; initiatives taken to increase exports, development of new export markets for product and services; and export plans:



MAYUR LEATHER PRODUCTS LIMITED

The Company is engaged in the manufacture and export of leather safety shoes and shoe uppers. The majority sale is through exports. Due to the economic slow down, the export market of the regular products has been badly affected. This is being countered by two activities: -

- A. Realign fresh business form existing customers with new products.
- B. Develop an Indian Market network.

Hopefully the results should start showing with in the next six months. It is our endure to fight the worldwide recession.

		Rs. in Lacs
Earning:		
Export (FOB)		1495.82
Outgo:		
Travelling expenses	10.71	
Claims & compensation for quality	0.14	
Sales & business promotion	6.71	
Raw material	158.42	
Sales Commission	4.08	
Repairs & Maintenance	1.08	
Plant & machinery	18.97	
Membership Fees	1.19	
Computer & Printer	0.16	
Office Equipment	0.39	
Spare Parts, Moulds & Dies	0.83	202.68

ACKNOWLEDGEMENT

The Directors express their gratitude to the Central and State Government for their kind co-operation and support. Your Directors place on record the appreciation for the assistance and confidence reposed by the bankers, customers, suppliers and stakeholders during the period under review. The Board also places on record its appreciation for the contribution made by the employees at all levels.

For and on behalf of the Board of Directors

PLACE : Jaipur
DATE : 30th June, 2009

Sd/-
(R.K. Poddar)
Managing Director

Sd/-
(R.V. Gupta)
Director

CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Mayur Leather Products Ltd. is committed to the highest standards of Corporate Governance in all its activities and processes. It has always believed that an independent and diversified Board following best practices, transparent disclosures and empowerment of shareholders are as necessary as solid financial results for creating and sustaining shareholder value. The Company fully recognizes the rights of its shareholders to information on the performance of the Company and considers itself a trustee of its shareholders. The Company strives for the fullest possible disclosure standards. It provides detailed information on various issues concerning the Company's business and financial performance to its shareholders. The Board of the Company acts with autonomy and independence in exercising strategic supervision, discharging its fiduciary responsibilities and in ensuring that the management observes high standards of ethics, transparency and disclosure.

The Company has implemented all the provisions of the Corporate Governance as stipulated under Clause 49 of the listing agreements with all the stock exchanges where the Company is listed except for the requirement pertaining to the Board/ Committee structure. The reason thereof for non-compliance is non-availability of the requisite talented personnel from the industry. The Company is working rigorously to broad base its Board with aptly qualified and experienced personnel who along with fulfilling the stipulations of the clause can also provide the valuable support and inputs for the growth of the Company. We are hopeful of making necessary appointments shortly.

BOARD OF DIRECTORS

Composition

The Board of Directors presently consists of four Directors. The composition and category of Directors is as follows:

Category	Name of Directors	DIN No.
Promoter/ Executive Director	Shri Rajendra Kumar Poddar	00143571
Non-Executive Directors	Shri Keshav Deo Agarwal	00172149
	Shri Rajesh V. Gupta	00814841
	Smt. Amita Poddar	00143486

Brief resumes of the Directors, Managing Directors being re-appointed nature of their expertise in specific functional areas and names of companies in which they hold directorship and the membership of the committees of the board are furnished hereunder:

1. **Shri Rajesh V. Gupta** is B. Tech in Metallurgy from IIT, Bombay. He worked for six years in Larsen & Toubro Limited in Mumbai & Kolkata from 1978 to 1984. His major responsibility is marketing of foundry & finance products, tendering from turnkey projects which involved detailed estimation, quotation making, commercial negotiation and follow up. He was instrumental in promotion of Mayur Leather Products Ltd. His main responsibilities are selection of plant and equipment, process layouts, technical manpower recruitment, raw material development, framing quality standards, marketing. He has traveled widely in Europe and Japan for the above projects for selection of technology, raw material development and promotion of sales.

He is also the Chairman of the Remuneration Committee.

1.	Date of birth	19.05.1954
2.	Date of joining the Board of the Company	13.03.1987
3.	Shareholding in the Company either in his own name or in the name of others and having beneficial interest, as on 31 st March, 2009	4,28,300 shares in his own name and 20000 shares in R V Gupta - HUF
4.	Directorships	1. Mayur Industries Limited 2. Bajaj Carpet Industries Limited. 3. Mayur Abodes Pvt. Limited

2. **Shri Rajendra Kumar Poddar** is a commerce graduate from University of Calcutta. He is very senior and experienced personnel of the Company. The Company has achieved an outstanding growth during the tenure of his leadership. He has a vast experience in the multifarious aspects of corporate working viz. management, finance, marketing, personnel among others. His unmatched leadership and management skills have steered the Company on the progress path that is measuring new scales every time. He is responsible for formulating overall policies and management of the Company.

Currently he is the Managing Director of the Company and Chairman of Shareholders Grievance Committee. He also chaired the Board Meetings of the company.

1.	Date of birth	03.03.1955
2.	Date of joining the Board of the Company	17.06.1987
3.	Shareholding in the Company either in his own name or in the name of others and having beneficial interest, as on 31 st March, 2009	9,49,894 Equity Shares
4.	Directorships	1. Mayur Abodes Pvt. Limited

Board Meeting, Attendance particulars and Committee Memberships

Name of Director	Attendance Particulars		No. of Directorship and Committee Membership/ Chairmanship in other Public Cos.		
	Board Meetings	Last AGM	Total outside Directorship	Committee Membership	Committee Chairman
1. Shri R. K. Poddar	8/8	Present	Nil	Nil	Nil
3. Shri R. V. Gupta	7/8	Absent	2	Nil	Nil
4. Smt. Amita Poddar	8/8	Present	Nil	Nil	Nil
5. Shri K. D. Agarwal	8/8	Present	Nil	Nil	Nil

Number of Board Meetings held and the dates on which held

As per the statutory provisions the Board is required to meet at last once every quarter and minimum 4 times in a year with the time gap between two consecutive meetings not exceeding four months. As against this, during the period under review the Board held 8 (eight) meetings on 30.04.2008, 26.06.2008, 28.07.2008, 07.08.2008, 19.08.2008, 27.10.2008, 17.12.2008 and 22.01.2009 to consider amongst other business, the quarterly/ annual performance of the Company and its financial results.

BOARD COMMITTEES

AUDIT COMMITTEE

The Audit Committee comprises of 3 Directors viz. Shri K.D. Agarwal, who is having the financial, accounting and legal expertise and designated as Chairman and Smt. Amita Poddar and Shri Rajesh V. Gupta are designated as members. The terms of reference of the Audit Committee as stipulated by the Board of Directors are as contained in clause 49 of the listing agreement and section 292A of the Companies Act, 1956, among others the task of the Committee in brief include : Effectively supervise the financial reporting process; Review the quarterly and annual financial results before placing them before the Board; Hold discussions with Statutory Auditors on the nature and scope of audits, and any views that they have about the financial control and reporting process; Ensure compliance with accounting standards and listing requirements concerning financial statements; Review the adequacy of internal controls in the Company including the plan, scope of internal audits and performance of the Internal Auditors; Recommend the appointment and removal of Statutory Auditors and their fees and approval for payment for any other services; Ensure for legal compliance by the Company; Reviewing the Company's financial and risk management policies, Review the functioning of the Whistle Blower mechanism.

Meetings and Attendance particulars

The relevant information is as follows:

S.No.	Name	Meetings Attended
1.	Shri K.D. Agarwal (Chairman)	7/7
2.	Shri R. V. Gupta (Member)	7/7
3.	Smt. Amita Poddar (Member)	7/7

The Statutory Auditors, Internal Auditors and the Chief Financial Officer are invited to attend and participate at the meetings of the Committee.

The Company Secretary acts as the secretary of the Committee.

During the period under review the Committee met 7 (Seven) times on 30.04.2008, 26.06.2008, 28.07.2008, 19.08.2008, 27.10.2008, 17.12.2008 and 22.01.2009. The statutory and internal auditors of the Company were also invited at these meetings.

SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE

The Committee has been constituted to specifically look into and redress the complaints received from the shareholders of the Company. The Committee consists of 3 Directors viz. Smt. Amita Poddar (Chairperson), Shri R. K. Poddar (Member) and Shri K.D. Agarwal (Member).

Meetings and Attendance particulars

The relevant information is as follows:

S.No.	Name	Meetings Attended
1.	Smt. Amita Poddar (Chairperson)	4/4
2.	Shri R.K. Poddar (Member)	4/4
3.	Shri K. D. Agarwal (Member)	4/4

The Company Secretary, Ms. Meghavi Bhansali, acts as the Secretary and the Compliance Officer of the Committee. During the year the Company received a total of 4 complaints from the shareholders. All the complaints were attended promptly and resolved to the satisfaction of the shareholders. There were no pending complaint or share transfer cases as on 31st March 2009, as per the certificate given by RTA.

During the period under review the Committee met 4 (Four) times on 27.04.2008, 28.07.2008, 27.10.2008 and 22.01.2009.

REMUNERATION COMMITTEE

The Remuneration Committee consists of 3 Directors viz. Shri R.V. Gupta (Chairman), Shri K.D. Agarwal (Member) and Smt. Amita Poddar (Member).

The terms of reference of the Remuneration Committee includes among others : To review, assess and recommend to the Board the appointment of executive and non-executive Directors and compensation payable; To consider and recommend human resource policies relating to compensation and performance management.

During the period only one meeting was conducted by the Committee on 30.04.2008. Attendance particulars are as under:-

S.No.	Name	Meetings Attended
1	Shri R. V. Gupta (Chairman)	1/1
2	Shri K. D. Agarwal (Member)	1/1
3	Smt. Amita Poddar (Member)	1/1

Remuneration of Directors

The non-executive Directors do not draw any remuneration including the sitting fee. The details of the remuneration of the Managing Director (Executive) for the financial year 2008-2009 are as under:

Rs.

Name	Salary	Contribution To PF	Leave Encashment	Bonus	LTA	Total
Shri R. K. Poddar	10,80,000	1,29,600	19,500	2,01,600	-	14,30,700

Shareholding of Non-Executive Directors as on 31st March, 2009

S.No.	Name	No. of Shares	% age
1.	Shri R. V. Gupta	4,28,300	8.86%
2.	Shri K. D. Agarwal	1,07,500	2.22%
3.	Smt. Amita Poddar	5,58,100	11.54%

GENERAL BODY MEETINGS

Details of last 3 Annual General Meetings were as under:

AGM	Year	Location	Date	Time
21 st	2005-2006	G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura - 303704	Monday; 17.07.2006	11 A.M.
22 nd	2006-2007	G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura - 303704	Monday; 16.07.2007	11 A.M.
23 rd	2007-2008	G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura - 303704	Thursday, 07.08.2008	11 A.M.

In the previous three Annual General Meetings no special resolutions was passed. Further no Special Resolution was proposed to be passed by Postal Ballot at the ensuing Annual General Meeting.

No Extra Ordinary General Meeting has held in last three years

All Directors and Senior Management Personnel of the Company have affirmed compliance with the provisions of the code of conduct for the financial year ended on March, 31st, 2009.

Unclaimed Dividend

Shareholders who have not encashed their dividend warrants are requested to claim such dividend. The dividend, if unclaimed/unpaid for 7 years will be transferred by the Company to Investors Education and Protection Fund (IEPF). It may be noted that once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof.

CEO & CFO Certificate

Certificate from CEO & CFO for the financial year ended on March 31, 2009 have been provided elsewhere in the Annual Report.

DISCLOSURES

- Disclosures on material related party transactions : i.e. transactions of the Company of material nature with its promoters, directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the Company at large. - None of the transactions by any of related parties were in conflict with the interest of the Company.

- Details of non-compliance by the Company and penalties imposed on the Company by Stock Exchanges or SEBI or any statutory authority on any matters related to capital markets during last 3 years: During the last three years, no penalties or strictures have been imposed on the Company by the stock exchanges or SEBI or any other statutory authorities on matters related to capital market.
- The Company has adopted a Whistle Blower Policy and has established necessary mechanism in line with requirement given under clause 49 of listing agreement for employees to report concerns about unethical behavior. No personnel have been denied access to the audit committee.

MEANS OF COMMUNICATION

The Company regularly furnishes/intimates unaudited as well as audited financial results to the stock exchanges immediately after these are taken on record by the Board. The quarterly and half-yearly unaudited financial results and the annual audited financial results are also published by the Company in one English leading national newspaper i.e. Financial Express and one Hindi newspaper of repute circulated widely in the regional language of the state i.e. Samachar Jagat. As such the half-yearly and quarterly results are not sent to shareholders individually. As the Company publishes the audited annual results within a stipulated period of 3 months from the close of the financial year, the unaudited results for the last quarter are not published in the newspapers. All price sensitive information is made available at the earliest through newspapers and intimated to the stock exchanges for public dissemination.

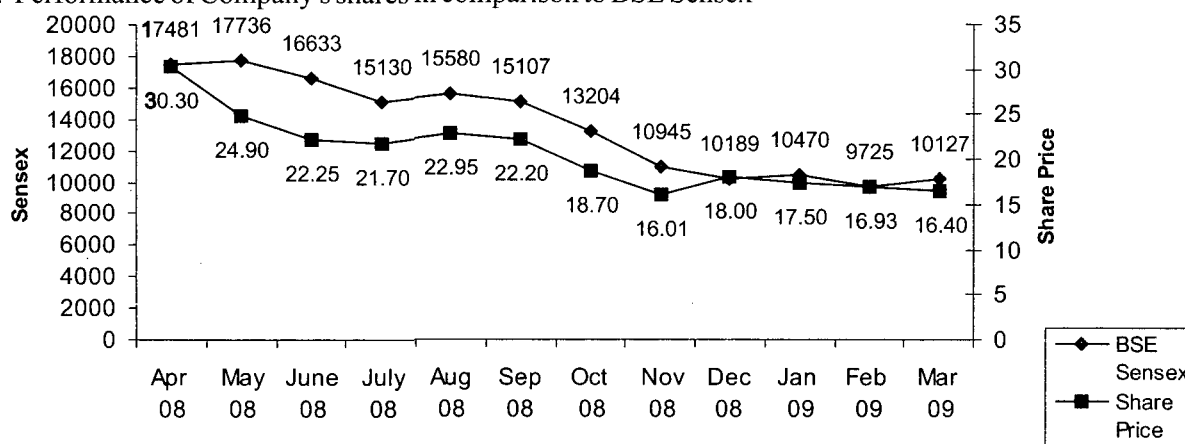
GENERAL SHAREHOLDER INFORMATION

1. Annual General Meeting
 - Day, date & Time : Wednesday, the 12th August, 2009 at 11 A.M.
 - Venue : G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura 303704 Jaipur
2. Financial Calendar (Tentative)
 - Result for the qtr ending June 30, 2009 : Last week of July 2009
 - Result for the qtr ending Sept 30, 2009 : Last week of Oct 2009
 - Result for the qtr ending Dec 31, 2009 : Last week of Jan 2010
 - Result for the qtr ending Mar 31, 2010 : Last week of Apr 2010
3. Book Closure Date : 08th Aug, 2009 to 12th Aug, 2009(both days inclusive)
4. Dividend Payment date : On or after 12th August 2009
5. Listing of Equity Shares in Stock Exchanges : Bombay Stock Exchange Limited (BSE)
The Company has duly paid the listing fee for the year 2009-2010 to Bombay Stock Exchange Limited.
6. Demat ISIN exchange number in NSDL & CDSL for Equity Shares : INE 799E01011
7. Stock Code (BSE) : 531680
8. Corporate Identification Number (CIN) allotted by the Ministry of Corporate Affairs : L19129RJ1987PLC003889

9. Market Price Data (BSE)

Year 2008-09	High (Rs.)	Low (Rs.)	Volume (Nos.)
April 08	30.30	16.30	463059
May 08	24.90	20.20	77649
June 08	22.25	18.10	18615
July 08	21.70	17.00	12649
Aug 08	22.95	19.80	7637
Sept 08	22.20	18.20	13574
Oct 08	18.70	14.60	9706
Nov 08	16.01	14.10	10138
Dec 08	18.00	13.90	8895
Jan 09	17.50	14.00	11982
Feb 09	16.93	14.57	6720
Mar 09	16.40	14.65	2397

10. Performance of Company's shares in comparison to BSE Sensex



11. Registrars and Transfer Agents

Link Intime India Pvt Ltd. (Formerly M/s Intime Spectrum Registry Limited)
A-40, 2nd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi 110 028
Ph: 91-11-41410592-94/ Fax: 91-11-41410591
e-mail: delhi@linkintime.co.in

12. Share Transfer System

The Company has appointed Link Intime India Pvt. Limited (Formerly M/s. Intime Spectrum Registry Ltd.) as the Registrars and Transfer Agents (RTA) w.e.f. 1st April, 2003 in addition to the electronic connectivity already being availed through them. As on date all the work related to the shares both held in physical and electronic form is handled by the RTA. All correspondences are to be directed to the RTA at their address mentioned at point no. 11 supra. The correspondences may also be sent at the Company's address, which will be sent by the Company to the RTA

13. Secretarial Audit

Secretarial Audit is being carried out in every quarter by a practicing Company Secretary and his audit report is placed before the Board for its perusal and filed regularly with the Stock Exchange within the stipulated time.

14. Distribution of Shareholding as on 31st March, 2009

Promoters & Promoters Group Holding	No. of Shares	% age
- Indian Promoters	19,36,294	40.05%
- Persons acting in concert	16,85,100	34.85%



MAYUR LEATHER PRODUCTS LIMITED

Non Promoters Holding

- Mutual Funds	89,538	1.87%
- Private Bodies Corporate	38,299	0.79%
- NRI	1,200	0.02%
- Indian Public	10,84,369	22.42%

15. Distribution Schedule:

Shares holding (No. of shares)	Shareholders		Shareholding	
	No.	% to Total	No. of Shares	% to Total
Up to 500	595	75.316	114191	2.361
501 - 1,000	116	14.683	91812	1.899
1,001 - 2,000	21	2.658	30631	0.633
2,001 - 3,000	6	0.759	14549	0.300
3,001 - 4,000	6	0.759	21430	0.446
4,001 - 5,000	1	0.126	5000	0.103
5,001 - 10,000	8	1.012	53649	1.109
10,001 & Above	37	4.687	4503538	93.149
Total	790	100.000	4834800	100.000

16. Dematerialisation / Liquidity of Shares : Being listed on BSE, Shares of the Company are being regularly traded.
61.08 % of the Company's paid-up equity share capital has been dematerialised upto 31st March 2009
17. Outstanding GDRs/ Warrants and Convertible Instruments : The Company has not issued GDRs/Warrants or any other instruments which is convertible into Equity Shares of the Company.
18. Plant Location : G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura 303 704, Jaipur (Rajasthan)
19. Address for Correspondence
Investor correspondence : **Link Intime India Pvt Limited**
A-40, 2nd Floor, Naraina Industrial Area, Phase-II
Near Batra Banquet Hall, New Delhi 110 028
Ph: 011-41410592-94 Fax- 011-41410591
e-mail delhi@linkintime.co.in
- Exclusive e-mail ID for redressal of investors complaints in terms of Clause 47(f) of the Listing Agreement, please use the following contents for redressal of investors complaints :- : **E mail ID** : mlp@mayurleather.com
Compliance Officer :
Ms. Meghavi Bhansali, Comp. Officer
B-5, Vrindavan Appartments, Vrindavan Vihar, King's Road
Jaipur - 302019 (Rajasthan)
Ph. : 91-99289 11947 Fax : 91-141-2810385
E-mail : mlp@mayurleather.com

For and on behalf of the Board of Directors

PLACE : Jaipur
DATE : 30th June, 2009

Sd/-
(R. K. Poddar)
Managing Director

Sd/-
(R. V. Gupta)
Director



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

OVERALL REVIEW

Mayur Leather Products Ltd. is a publicly held Company engaged in the manufacture and export of leather shoes and shoe uppers. The majority sales of the company comprises of exports. For the period under review the export sale (comprising of direct export and through merchant exporter) was 90.95% of total sale, rest being the domestic sale. The Company has increased its local sales to Rs. 148.80 lacs as compared to last year Rs. 143.82 lacs. During the year the Company has stabled its turnover to 346216.5 pairs from 603553 pairs in the last year. Thanks to a favourable valuation of Export Realisations.

The company has able to stable its sale due to aggressive marketing efforts by the Company.

There was no change in the capital structure of the Company during the year. An Interim Dividend of 8% has already been paid and final dividend of 6% has been proposed for the year ended 31st March, 2009. The total outgo for the interim and final dividend is Rs. 79.19 Lacs including dividend tax. The Earning per Share (EPS) (basic and diluted) for the year was Rs.5.56 as compared to Rs. 5.53 for the year 2007-2008.

OPPORTUNITIES

The Company has carved a niche for itself in the industrial shoe/ uppers segment both internationally and in the domestic market. The quality of the Company's products is well recognized. Embarking on this strength we are constantly working towards expanding the market for Company's products to other countries apart from our present work areas.

We intend to extend our exports but at the same time due to World-wide recession, we wish to increase domestic sales. We are also approaching to other big industries to launch our products.

CHALLENGES

There has been worldwide recession during the period under review. Further, it is expected for another year for which the challenge is try to develop new products for the export market and compensate by developing market in India.

OUTLOOK

With the efficient management and zealed employees' strength, the Company constantly endeavors to keep with the trend of increase in the turnover and reduction in expenses. We therefore hope to keep this trend going with ongoing efforts to increase the domestic as well as new foreign markets, adequately training the manpower to effect the reduction in costs and increase in productivity and efficiency.

RISK & CONCERNS

The foreseeable risks for the company include competition with China in the international market and unorganized sector in manufacturing on domestic front. Apart from this volatility of the US dollar vis-à-vis Indian rupee and the constantly increasing trend in the raw material prices is always a cause for concern.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company's internal control systems are adequate, and are regularly tested and certified by our Statutory and Internal Auditors. Moreover, the Company continuously upgrades these systems in line with best international practices.

FINANCIAL PERFORMANCE

The summarized financial performance of the Company as compared to last year is shown as under:

Particulars	2008-09	2007-08	% Change
Sales	1644.62	2390.57	(31.20)%
Other Income	384.89	358.17	7.46%
Profit before tax	402.71	408.01	(1.30)%
Net Profit after tax	268.76	267.47	0.48%
Payment of Dividend	67.69	77.36	(12.50)%
EPS	5.56	5.53	0.54%

HUMAN RESOURCE

The Company is constantly endeavoring to sources and developed skilled manpower at all levels. Lack of skilled manpower availability is a challenge of today. But the Company is constantly recruiting freshers and training them to become suitably skilled. Total number of employees as on 31st March, 2009 stood at 121.

For and on behalf of the Board of Directors

PLACE : Jaipur
DATE : 30th June, 2009

Sd/-
(R. K. Poddar)
Managing Director & CEO

Sd/-
(R. V. Gupta)
Director



DECLARATION FOR COMPLIANCE WITH THE CODE OF CONDUCT

To,

The Members
Mayur Leather Products Ltd.

This is to confirm that the Company has adopted a code of conduct for its Board of Directors and senior management personnel.

I confirm that the Company has in respect of financial year ended on 31st March, 2009 received from the members of the Board and senior management personnel a declaration of compliance with the code of conduct as applicable to them.

For Mayur Leather Products Ltd.

(R.K. Poddar)
Managing Director & CEO
30th June, 2009

CERTIFICATE BY CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)

We, R. K. Poddar, Chief Executive Officer and Rajendra Tripathi, Chief Financial Officer of Mayur Leather Products Limited, to the best of our knowledge and belief hereby certify that:

- (a). We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2009 and that to the best of our knowledge and belief;
 - these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - these statements together present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- (b). There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or void to the company's code of conduct;
- (c). We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps that we have taken or propose to take to rectify these deficiencies and
- (d). We have indicated to the Auditors and the Audit Committee of:
 - (i) significant changes in internal control during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system.

For and on behalf of the Board of Directors

PLACE : Jaipur
DATE : 30th June, 2009

Sd/-
(R. K. Poddar)
Managing Director & CEO

Sd/-
(Rajendra Tripathi)
Chief Financial Officer

AUDITORS' REPORT ON CORPORATE GOVERNANCE

TO THE MEMBERS,

MAYUR LEATHER PRODUCTS LIMITED

We have examined the compliance of conditions of Corporate Governance by Mayur Leather Products Limited for the year ended 31st March 2009, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. 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, subject to the number of independent directors is less than 50% of the strength of the Board of Directors, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Shareholders/ Investors' Grievance Committee.

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

For **MADHUKAR GARG & COMPANY**
Chartered Accountants

Sd/-
(SUNIL SHUKLA)
Partner
M.N. 71179

PLACE : Jaipur
DATED : 30th June, 2009

AUDITORS' REPORT

TO THE MEMBERS

MAYUR LEATHER PRODUCTS LIMITED

We have audited the attached Balance Sheet of **MAYUR LEATHER PRODUCTS LTD, JAIPUR**, as at **31st March, 2009** and also the Profit and Loss Account for the year ended on that date annexed thereto and the cash flow statement for the year ended on that date. These financial statement are responsibility of the Company's management. Our responsibility is to express an opinion on these financial statement based on our audit.

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 mis-statement. 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.

1. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub section (4A) of section 227 of the Companies Act 1956 we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. Further to our comments in the Annexure referred to above, we report that:
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (ii) In our opinion, proper books of accounts as required by law have been kept by the company, so far as appears from our examination of those books
 - (iii) The Balance Sheet and Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
 - (iv) In our opinion, the Balance Sheet and Profit & Loss Account dealt with by this report comply with the accounting standards referred to in Sub-Section (3C) of Section 211 of the Companies Act, 1956;
 - (v) On the basis of written representations received from the Directors, as on **31st March, 2009**, 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;
 - (vi) In our opinion and to the best of our information and according to explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,
 - (a) in the case of Balance Sheet, of the state of affairs of the company as at **31st March, 2009**; and
 - (b) in the case of the Profit and Loss Account, of the Profit for the year ended on that date; and
 - (c) in the case of Cash Flow statement, of the Cash Flows for the year ended on that date.

For **MADHUKAR GARG & COMPANY**
Chartered Accountants

Sd/-
(**SUNIL SHUKLA**)
Partner
M.N. 71179

PLACE : JAIPUR
DATED: 30th June, 2009

**ANNEXURE REFERRED TO IN PARAGRAPH 4 OF AUDITOR'S REPORT OF EVEN DATE TO THE
MEMBERS OF MAYUR LEATHER PRODUCTS LIMITED ON THE ACCOUNTS FOR THE YEAR
ENDED MARCH 31, 2009**

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation, of its fixed assets.
(b) Fixed Assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
(c) Substantial part of fixed assets have not been disposed off during the year.
2. (a) The inventory of the Company, has been physically verified by the Management during the year. The frequency of verification is reasonable.
(b) In our opinion, the procedures of physical verification of stocks 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 inventory and the discrepancies noticed between the physical stocks and the book record were not material.
3. (a) The Company has not granted any loan, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Act.
(b) As the company has not given any loan hence the requirement of rate of interest & other terms & conditions of loan given by the company, secured or unsecured are prejudicial to the interest of the company or not is not applicable.
(c) Requirement of regular receipt of the principal amount and interest is not applicable being no loan given by the company.
(d) Company has not given any loan hence there is no overdue amount of more than rupees one lakh.
(e) The company has not taken any loans, secured or unsecured from companies firm or other parties covered in the register maintained under section 301 of the Act.
(f) As the Company has not taken any loan hence the requirement of rate of interest and other terms & conditions of loans taken by the Company, secured or unsecured are prejudicial to the interest of the Company or not is not applicable.
(g) Requirement of regular payment of the principal amount and interest is not applicable being no loan taken by the Company.
4. There are adequate internal control system commensurate with the size of the Company and the nature of its business with regard to the purchases of inventories, fixed assets and for the sale of goods. There is no continuing failure to correct major weaknesses in internal control system.
5. (a) According to the information and explanations given to us, we are of the opinion that the particulars of contract or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
(b) In our opinion and according to the information and explanations given to us, 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.
6. The Company has not accepted any deposits under the provisions of Section 58A and 58AA or any other relevant provisions of the Act and the rules framed there under.

7. In our opinion, the Company's present internal audit system is commensurate with its size and nature of its business.
8. On the basis of records produced to us, we are of the opinion that, prima facie, the cost records prescribed by the Central Government of India under section 209(1)(d) of the Act have been maintained. However, we are not required to and have not carried out any detailed examination of such accounts and records.
9. (a) According to the books and records as produced and examined by us in accordance with generally accepted auditing practices in India and also based on Management representations, undisputed statutory dues in respect of Provident Fund, Employee's State Insurance dues, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and Other Statutory dues have generally been regularly deposited, by the Company during the year with the appropriate authorities in India.
(b) As at 31st March, 2009, there have been no disputed dues which have not been deposited with the respective authorities in respect of Income Tax, Wealth Tax, Service Tax, Sales Tax, Custom Tax, Excise Duty and Cess.
10. The Company has neither accumulated losses as at 31st March, 2009, nor it has incurred any cash loss either during the financial year ended on that date or in the immediately preceding financial year.
11. As per the records of the Company, it has not defaulted in repayment of its dues to any financial institution or bank or to debenture holders during the year.
12. The Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
13. Considering the nature of activities carried on by the Company during the year, the provisions of any special statute applicable to chit fund/nidhi/mutual benefit fund/societies are not applicable to it.
14. The Company has not dealt or traded in shares, securities, debentures or other investments during the year.
15. The Company has not given guarantees for loans taken by others from banks or financial institutions.
16. The Company has not taken any term loan during the year.
17. On the basis of review of utilisation of funds which is based on overall examination of the balance sheet of the company, related information as made available to us and as represented to us by the Management, funds raised on short term basis have not been used for long term investment.
18. The Company has not made preferential allotment of shares to parties & companies covered in the register maintained under Section 301 of the Act during the year.
19. The Company has not issued any debentures during the year.
20. The Company has not raised any money by public issue during the year.
21. As per the information and explanations given to us and on the basis of examination of records, no fraud on or by the Company was noticed or reported during the year.

For **MADHUKAR GARG & COMPANY**
Chartered Accountants

Sd/-
(SUNIL SHUKLA)
Partner
M.N. 71179

PLACE : JAIPUR
DATED : 30th June, 2009

BALANCE SHEET AS AT 31st MARCH, 2009

PARTICULARS	SCHEDULE	AS AT 31.03.2009 (Rs.)	AS AT 31.03.2008 (Rs.)
SOURCES OF FUNDS :			
1. SHAREHOLDERS' FUNDS			
Share Capital	A	49,759,786.00	49,759,786.00
Reserves & Surplus	B	110,884,240.18	91,927,644.64
		160,644,026.18	141,687,430.64
2. LOAN FUNDS			
Secured Loans	C	27,315,458.00	38,195,259.00
Unsecured Loans	D	2,854,278.00	-
		30,169,736.00	38,195,259.00
3. DEFERRED TAX LIABILITY (NET)		3,223,789.00	3,622,117.00
TOTAL : 1 to 3		194,037,551.18	183,504,806.64
APPLICATION OF FUNDS :			
1. FIXED ASSETS			
Gross Block	E	78,594,082.00	76,588,505.00
Less : Depreciation		43,509,233.00	39,673,842.00
		35,084,849.00	36,914,663.00
2. INVESTMENTS	F	40,235,305.38	11,096,948.42
3. CURRENT ASSETS, LOANS AND ADVANCES			
Inventories	G	28,895,950.00	33,604,928.00
Sundry Debtors	H	32,432,789.00	54,065,632.00
Cash and Bank Balances	I	4,781,104.07	8,206,211.82
Loans and Advances	J	86,687,939.56	81,673,970.50
Other Current Assets	K	2,393,886.17	6,526,170.68
		155,191,668.80	184,076,913.00
Less : Current Liabilities and Provisions	L	36,474,272.00	48,583,717.78
Net Current Assets		118,717,396.80	135,493,195.22
4. MISCELLANEOUS EXPENDITURE		-	-
NOTES ON ACCOUNTS	U		
TOTAL : 1 to 4		194,037,551.18	183,504,806.64

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHA VI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : **JAIPUR**
DATED : **30th June, 2009**

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

PARTICULARS	SCHEDULE	YEAR ENDED 31.03.2009 (Rs.)	YEAR ENDED 31.03.2008 (Rs.)
(A) INCOME :			
Sales	M	164,462,198.00	239,057,025.00
Other Income	N	38,489,260.07	35,816,816.69
TOTAL (A)		202,951,458.07	274,873,841.69
(B) EXPENDITURE :			
Raw Material Consumed	O	112,999,916.00	161,627,488.00
Manufacturing Expenses	P	16,170,545.00	24,064,944.00
Payment to & Provisions for Employees	Q	18,617,033.00	16,963,688.00
Administrative Expenses	R	5,684,855.88	5,368,486.86
Selling Expenses	S	4,525,886.20	6,843,939.53
Finance Charges	T	3,503,958.45	3,451,406.53
Depreciation		4,435,970.00	4,155,675.00
Loss on sale of Fixed Assets/Discarded		244,635.00	524,165.00
		166,182,799.53	222,999,792.92
(Increase) / Decrease in stock		(3,069,367.00)	9,932,609.28
TOTAL (B)		163,113,432.53	232,932,402.20
NET PROFIT BEFORE TAXATION & EXTRA ORDINARY ITEMS (A-B)		39,838,025.54	41,941,439.49
Add : Provision for Bad & Doubtful Debts		512,860.00	
Less : Provision for Bad & Doubtful Debts		(80,220.00)	(512,860.00)
Less : Absolute Stock Written off			(627,969.00)
PROFIT / (LOSS) FOR THE YEAR		40,270,665.54	40,800,610.49
Less : Provision for Current Tax		12,950,000.00	13,700,000.00
Less : Provision for FBT		290,000.00	275,000.00
		27,030,665.54	26,825,610.49
Add : Excess Deprecation written back		18,838.00	-
Deffered Tax written back		398,328.00	113,780.00
Less : Income Tax for earlier years		572,316.00	193,064.72
PROFIT AFTER TAX		26,875,515.54	26,746,325.77
Balance Brought Forward from Previous Year		63,077,715.64	47,881,749.87
AMOUNT AVAILABLE FOR APPROPRIATIONS		89,953,231.18	74,628,075.64
APPROPRIATIONS			
Transfer to General Reserve		2,200,000.00	2,500,000.00
Dividend on Equity Shares (Interim)		3,867,840.00	3,867,840.00
Proposed Dividend on Equity Shares (Final)		2,900,880.00	3,867,840.00
Tax on Dividend		1,150,200.00	1,314,680.00
BALANCE CARRIED TO BALANCE SHEET		79,834,311.18	63,077,715.64
BASIC & DILUATED EPS		5.56	5.53
(See Note No. 5 of Schedule T)			

For and on behalf of the Board

As per our separate report of even date attached

For **MADHUKAR GARG & CO.**

Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHAVI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : **JAIPUR**
DATED : **30th June, 2009**

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

PARTICULARS	AS AT 31.03.2009 (Rs.)	AS AT 31.03.2008 (Rs.)
SCHEDULE 'A' SHARE CAPITAL		
AUTHORISED		
58,00,000 Equity Shares of Rs. 10/- each	58,000,000.00	58,000,000.00
ISSUED & SUBSCRIBED		
53,13,500 Equity Shares of Rs. 10/- each	53,135,000.00	53,135,000.00
PAID UP		
48,34,800 Equity Shares of Rs. 10/- each (Out of above 15,30,000 Equity Shares of Rs. 10/- each issued as Bonus Shares out of Reserves)	48,348,000.00	48,348,000.00
Add : Shares forfeited (Amount originally paid up)	1,411,786.00	1,411,786.00
TOTAL	49,759,786.00	49,759,786.00
SCHEDULE 'B' RESERVES & SURPLUS		
General Reserve	12,970,000.00	
Add : Transferred during the year	2,200,000.00	
Profit and Loss Account	79,834,311.18	63,077,715.64
Share Premium	15,879,929.00	15,879,929.00
TOTAL	110,884,240.18	91,927,644.64
SCHEDULE 'C' : SECURED LOANS		
CANARA BANK - OVERSEAS BRANCH (FDB LIMIT)		
Canara Bank (Rupee Advance)	27,315,458.00	14,124,616.00
(Secured against Hypothecation of Raw Material, Work-in-Process, Finished Goods & other Current Assets of the Company and Equitable Mortgage of Land, Building, Plant & Machinery of the Company and personal guarantees of Directors)	-	23,740,000.00
CANARA BANK (Car Loan)	-	330,643.00
Against Hypothecation of Innova Car		
TOTAL	27,315,458.00	38,195,259.00
SCHEDULE 'D' : UNSECURED LOANS		
Indiabulls Financial Services Limited	1,752,600.00	
Kotak Mahindra Bank Ltd.	1,101,678.00	
TOTAL	2,854,278.00	-

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHA VI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : **JAIPUR**
DATED : **30th June, 2009**

SCHEDULE : 'E' FIXED ASSETS

(Amount in Rs.)

S. No.	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Cost As at 1/4/2008	Add. during the period	Deletion/ Adjustment	Cost As at 31/03/2009	Upto As at 31/03/2008	Dep. For the period	Deletion/ Adjustment	Upto As at 31/03/2009	As at 31/03/2009	As at 31/03/2008
1.	Land	1,346,983.00	-	1,033,503.00	313,480.00	-	-	-	-	313,480.00	1,346,983.00
2.	Building	15,721,305.00	-	-	15,721,305.00	3,459,495.00	506,252.00	18,838.00	3,946,909.00	11,774,396.00	12,261,810.00
3.	Furniture & Fixture	2,353,102.00	33,419.00	-	2,386,521.00	1,823,929.00	65,617.00	-	1,889,546.00	496,975.00	529,173.00
4.	Laboratory Equipments	1,002,920.00	29,070.00	-	1,031,990.00	411,267.00	66,913.00	-	478,180.00	553,810.00	591,653.00
5.	Plant & Machinery	37,196,575.00	3,107,265.00	-	40,303,840.00	20,547,572.00	2,794,318.00	-	23,341,890.00	16,961,950.00	16,649,003.00
6.	Office Equipments	2,098,685.00	83,099.00	-	2,181,784.00	1,333,021.00	103,696.00	-	1,436,717.00	745,067.00	765,664.00
7.	Electric Installation	723,960.00	-	-	723,960.00	498,208.00	53,717.00	-	551,925.00	172,035.00	225,752.00
8.	Diesel & Generator Set	1,696,616.00	-	-	1,696,616.00	877,699.00	125,889.00	-	1,003,588.00	693,028.00	818,917.00
9.	Computer	1,791,301.00	145,580.00	-	1,936,881.00	1,338,212.00	155,686.00	-	1,493,899.00	442,982.00	453,088.00
10.	Motor Vehicles	3,643,782.00	1,022,284.00	1,866,376.00	2,799,690.00	878,818.00	332,795.00	581,741.00	629,872.00	2,169,818.00	2,764,964.00
11.	Shoe Last	1,135,815.00	102,831.00	-	1,238,646.00	1,135,814.00	102,831.00	-	1,238,645.00	1.00	1.00
12.	Dies	2,450,432.00	28,977.00	-	2,479,409.00	2,436,143.00	30,859.00	-	2,467,002.00	12,407.00	14,289.00
13.	Moulds	5,427,029.00	352,931.00	-	5,779,960.00	4,933,664.00	97,397.00	-	5,031,061.00	748,899.00	493,365.00
	GRAND TOTAL	76,588,505.00	4,905,456.00	2,899,879.00	78,594,082.00	39,673,842.50	4,435,970.00	600,579.00	43,509,233.00	35,084,849.00	36,914,662.00
	Previous Year Figure	72,548,979.00	5,797,218.00	1,757,692.00	76,588,505.00	36,148,694.00	4,155,675.00	630,527.00	39,673,842.00	36,914,662.00	36,400,285.00

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHAVI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : JAIPUR
DATED : 30th June, 2009

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

PARTICULARS	AS AT 31.03.2009 (Rs.)	AS AT 31.03.2008 (Rs.)
SCHEDULE 'F' : INVESTMENTS		
Quoted - Non Trade		
Canara Bank Equity Shares	-	301,000.00
8600 Equity Shares sold during the year		
NTPC - Equity Shares	-	42,098.00
679 Equity Shares sold during the year		
Andhra Bank Equity Shares	-	513,630.00
5707 Equity Shares sold during the year		
Mayur Uniquitors Ltd. Equity Shares	41,880.00	41,880.00
1000 Equity Shares, face value of Rs. 10/- each, Issued at a premium of Rs. 31/- each. (Aggregate market value Rs. 43000.00)		
MAYUR ABODES PVT. LTD.	37,525,000.00	-
Share Application Money		
HDFC CASH MANAGEMENT FUND -DAILY DIVIDEND - REINVEST	-	5,198,340.42
531043.028 Units cumulated & sold during the year		
KOTAK SECURITIES - NDPMS FUND	-	5,000,000.00
5 Units of Debenture sold during the year		
TAURUS FIXED MATURITY PLAN	2,668,425.38	
266813.187 Units @ Average 10.0011 each		
TOTAL	40,235,305.38	11,096,948.42

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHAVI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : JAIPUR
DATED : 30th June, 2009

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS (Contd.....)

PARTICULARS	AS AT 31.03.2009 (Rs.)	AS AT 31.03.2009 (Rs.)
MOVEMENTS DURING THE YEAR		
Purchased/Transferred		
CANARA BANK - EQUITY SHARES	-	2,021,586.35
8600 Equity Shares sold @ Average Rate Rs. 235.07 each		
NTPC - EQUITY SHARES	-	131,337.04
679 Equity Shares sold @ Average Rate Rs. 193.43 each		
ANDHRA BANK - EQUITY SHARES	-	460,917.59
5707 Equity Shares sold @ Average Rate Rs. 80.76 each		
MAYUR ABODES PVT. LTD.	37,525,000.00	-
Share Application Money		
ICICI PRUDENTIAL LIQUID PLAN	500,000.00	508,867.82
24229.032 Unites accumulated & sold @ Average Rate Rs. 20.64 each		
PRINCIPAL MUTUAL FUND	38,305,513.82	38,305,513.82
3825895.48 Units accumulated & sold @ Average Rate Rs. 10.01 each		
TAURUS FIXED MATURITY PLAN 30 Days Series I	3,528,857.53	3,528,857.53
350000 Units accumulated & sold @ Average Rate Rs. 10.08 each		
TAURUS FIXED MATURITY PLAN 30 Days Series II	3,627,553.68	3,627,553.68
360000 Units accumulated & sold @ Average Rate Rs. 10.08 each		
TAURUS LIQUID PLUS FUND	6,668,425.38	4,000,000.00
666769.19 Units accumulated @ Average Rate Rs. 10.0011 each		
(Sold 399956.01 Units @ Average Rate 10.0011 each)		
HDFC CASH MANAGEMENT FUND -DAILY DIVIDEND - REINVEST	128,817.66	5,327,158.08
531043.028 Units accumulated & sold Average Rate Rs. 10.03		
KOTAK SECURITIES - NDPMS FUND	-	3,455,000.00
5 Units of Debenture sold during the year		
	90,284,168.07	61,366,791.91

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHAVI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : **JAIPUR**
DATED : **30th June, 2009**

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

PARTICULARS	AS AT 31.03.2009 (Rs.)	AS AT 31.03.2008 (Rs.)
<u>SCHEDULE 'G' : INVENTORIES</u>		
(As taken and certified by the Management)		
Raw Materials, Stores and Packing Materials (Valued at cost or net realisable value whichever is lower)	20,916,903.00	27,208,967.00
Work - in - Process (Valued at cost)	2,199,615.00	2,256,275.00
Finished Goods (Valued at cost or Net Realisable value whichever is lower)	4,819,117.00	1,693,090.00
Goods in transit	960,315.00	2,446,596.00
TOTAL	28,895,950.00	33,604,928.00
<u>SCHEDULE 'H' : SUNDRY DEBTORS</u>		
(Considered Good, as Certified by the Management)		
Exceeding Six Months	168,208.00	148,134.00
Others	32,403,731.00	54,056,648.00
Less : Provision for Bad & Doubtful Debts	(139,150.00)	(139,150.00)
TOTAL	32,432,789.00	54,065,632.00
<u>SCHEDULE 'I' : CASH AND BANK BALANCES</u>		
Cash - in - Hand (As certified by the Management)	114,874.00	322,662.00
<u>BALANCE WITH SCHEDULED BANKS</u>		
In Current Accounts	4,066,230.07	2,608,549.82
In Fixed Deposit Accounts	600,000.00	5,275,000.00
TOTAL	4,781,104.07	8,206,211.82
<u>SCHEDULE 'J' : LOANS AND ADVANCES</u>		
Prepaid Expenses	549,940.00	342,510.00
Advance Income Tax & TDS Recoverable	14,232,884.20	12,414,515.14
Advance F.B.T.	310,000.00	310,000.00
Income Tax Demand 2002-03	-	627,776.00
Income Tax Demand 2003-04	648,971.00	648,971.00
Income Tax Demand 2004-05	606,168.00	606,168.00
Foreign Travelling Advance	719,491.00	807,930.00
<u>Advance Receivable in cash or kind or for value to be received</u>		
- Raw Materials	222,521.00	26,559.00
- Expenses	210,406.60	465,303.60
- Salaries & Wages	62,049.76	73,400.76
- Share Application	-	700,000.00
Loans & Advance	69,205,728.00	
Less : Provision for Bad & Doubtful Advances	80,220.00	
TOTAL	69,125,508.00	64,650,837.00
<u>SCHEDULE 'K' : OTHER CURRENT ASSETS</u>		
Accrued Duty Draw Back	1,457,089.00	5,393,427.00
Accrued Interest	4,053.17	289,238.68
Excess Vat Brought Forward	11,473.00	21,910.00
Security Deposits with Govt./Semi Govt. Authorities	496,239.00	493,239.00
Insurance Claim Receivable	-	15,862.00
Security Deposits with Others	425,032.00	312,494.00
TOTAL	2,393,886.17	6,526,170.68

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHAVI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : JAIPUR
DATED : 30th June, 2009

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

PARTICULARS	AS AT 31.03.2009 (Rs.)	AS AT 31.03.2008 (Rs.)
SCHEDULE 'L' CURRENT LIABILITIES & PROVISIONS		
A. CURRENT LIABILITIES		
<u>Sundry Creditors</u>		
- Imported Raw Materials	13,724.00	1,630,567.00
- Raw Material	15,442,749.00	20,209,068.00
- Expenses	716,755.00	2,088,094.00
Advance Against Land	-	1,550,000.00
Outstanding Expenses	979,389.00	991,146.00
TDS Payable	156,848.00	86,190.00
Bonus Payable	1,595,366.00	1,466,366.00
Bonus Payable (Contractor)	204,298.00	220,861.00
Unpaid Dividend A/c 2002-03	39,240.00	39,240.00
Unpaid Dividend A/c 2003-04	26,400.00	26,400.00
Unpaid Dividend A/c 2004-05	142,251.60	142,251.60
Unpaid Dividend A/c 2005-06	35,554.00	35,554.00
Unpaid Dividend A/C 2006-07 (Interim)	33,136.00	34,136.00
Unpaid Dividend A/C 2006-07 (Final)	35,332.00	41,203.00
Unpaid Dividend A/C 2007-08 (Interim)	32,093.60	106,115.20
Unpaid Dividend A/C 2007-08 (Final)	135,421.60	-
Unpaid Dividend A/C 2008-09 (Interim)	38,707.20	-
Deposites Against A.T.R. Card	6,750.00	1,650.00
Other Liabilities	206,517.00	1,414,695.98
B. PROVISIONS		
- Income Tax	12,950,000.00	13,700,000.00
- FBT	290,000.00	275,000.00
- Proposed Dividend (Final)	2,900,880.00	3,867,840.00
- Tax on Proposed Dividend	492,860.00	657,340.00
TOTAL	36,474,272.00	48,583,717.78
SCHEDULE 'M' : SALES		
<u>Export</u>	149,582,245.00	224,674,558.00
<u>Local</u>	14,879,953.00	14,382,467.00
TOTAL	164,462,198.00	239,057,025.00

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director
PLACE : JAIPUR
DATED : 30th June, 2009

Sd/
R. V. GUPTA
Director

Sd/
MEGHAVI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

PARTICULARS	YEAR ENDED 31.03.2009(Rs.)	YEAR ENDED 31.03.2008 (Rs.)
<u>SCHEDULE 'N' : OTHER INCOME</u>		
Export Incentives	15,321,040.00	24,263,103.00
Interest on		
- Loans	6,162,681.00	6,074,813.00
- FDR	384,117.82	308,827.18
- Income Tax	-	4,444.00
Dividend Received (Tax Free)	360,168.07	593,544.34
Profit on sale of Fixed Assets / Land	3,467,197.00	-
Long Term Capital Gain	1,762,384.81	1,128,104.29
Short Term Capital Gain	(1,536,132.18)	206,975.88
Misc. Receipts & Misc. Bal. Written Back	17,222.08	8,366.00
Exchange Rate Difference	512,985.47	695,010.00
Duty Credit Scrip (Focus Product)	5,013,889.00	
Excess Provision Written Off	-	17,943.00
Refund Key Man Insurance	7,023,707.00	2,500,000.00
Gratuity Expenses (Excess Provision Written Back)	-	15,686.00
TOTAL	38,489,260.07	35,816,816.69
<u>SCHEDULE 'O' : RAW MATERIAL CONSUMED</u>		
Opening Stock	27,208,967.00	24,572,327.00
Add : Purchase of Raw Material	105,385,796.00	163,113,412.00
Freight Inward	1,266,895.00	1,695,805.00
Insurance of Raw Material	55,161.00	82,880.00
	133,916,819.00	189,464,424.00
Less : Closing Stock	20,916,903.00	27,208,967.00
(Valued at Cost or Market Price whichever is less)		
Less : Absolute Stock Written Back	-	627,969.00
TOTAL	112,999,916.00	161,627,488.00
<u>SCHEDULE 'P' : MANUFACTURING EXPENSES</u>		
Insurance Premium (Comprehensive & others)	112,008.00	133,772.00
Power, Fuel & Water	2,387,357.00	2,904,655.00
Processing Charges	10,284,213.00	15,847,064.00
<u>Repairs & Maintenance</u>		
- Machinery & Electricals	944,424.00	1,965,904.00
- Building	304,877.00	397,144.00
Consumable Stores	1,355,212.00	2,042,238.00
Development / Laboratory & Testing	290,072.00	45,495.00
Production Incentives	368,882.00	612,640.00
Rubber Cess	123,500.00	116,032.00
TOTAL	16,170,545.00	24,064,944.00

For and on behalf of the Board

As per our separate report of even date attached

For **MADHUKAR GARG & CO.**

Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHA VI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : JAIPUR
DATED : 30th June, 2009

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

PARTICULARS	YEAR ENDED 31.03.2009(Rs.)	YEAR ENDED 31.03.2008 (Rs.)
<u>SCHEDULE 'Q' : PAYMENT TO & PROVISIONS</u>		
<u>FOR EMPLOYEES (Including Managerial Remuneration)</u>		
Director's Remuneration	1,430,700.00	1,374,400.00
Salary and other Allowances	11,595,357.00	10,667,053.00
Wages	1,662,608.00	1,220,328.00
Leave Encashment	74,085.00	124,823.00
Reimbursement of Medical Expenses	15,560.00	7,719.00
Reimbursement of Conveyance Expenses	96,000.00	4,645.00
Insurance Premium on Mediclaim & Gratuity Scheme	25,649.00	61,879.00
Provident Fund	847,181.00	877,707.00
Recruitment, Training & Stipend	349,185.00	117,521.00
Bonus	1,400,844.00	1,300,861.00
ESI	340,729.00	340,523.00
Gratuity	196,226.00	226,022.00
Insurance Group LIC	-	1,500.00
Insurance Premium Foreign Travelling (Earlier years income reversed)	10,111.00	5,395.00
Conveyance Expenses (Transport)	315,000.00	288,000.00
Staff Welfare Expenses	257,798.00	345,312.00
TOTAL	18,617,033.00	16,963,688.00
<u>SCHEDULE 'R' ADMINISTRATIVE EXPENSES</u>		
Auditors Remuneration	78,652.00	73,034.00
Books & Periodicals	5,369.00	1,322.00
Conveyance Expenses	458,591.00	190,802.00
Postage & Courier Expenses	299,544.00	249,839.00
Donation	57,000.00	526,260.00
ISO Expenses	33,989.00	20,225.00
Insurance Premium (Vehicle)	72,227.00	58,926.00
Key Man Insurance Premium	-	1,000,000.00
Legal & Professional Expenses	780,713.00	524,010.00
Listing Fees & Secretarial Expenses	299,793.00	213,243.24
Filing Fees	-	4,000.00
Membership Fees & Subscription	209,574.27	220,930.00
Miscellaneous Expenses	161,380.83	130,365.00
Income Tax Expenses	2,437.14	12,671.00
Miscellaneous Balances Written Off	-	5,724.38
Printing and Stationery	221,661.00	208,534.00
Rent, Rates & Taxes	126,500.00	140,869.00
Repairs & Maintenance - General	74,668.00	42,966.00
Repairs & Maintenance - Vehicle	52,272.00	82,783.00
Interest charges on Car Loan	17,436.00	49,984.00
Telephone Expenses	775,094.64	714,918.24
Service Tax on Transport	26,486.00	36,525.00
Service Tax on Comm. & Royalty	129,732.00	-
Security Transaction Tax	3,290.00	28,079.00
<u>Travelling Expenses</u>		
- Foreign	1,501,972.00	206,768.00
- Local	296,474.00	625,709.00
TOTAL	5,684,855.88	5,368,486.86

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

Sd/
MEGHA VI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

PLACE : JAIPUR
DATED : 30th June, 2009

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

SCHEDULE 'S' : SELLING EXPENSES

Advertisement Expenses	12,350.00	25,750.00
Clearing & Forwarding Expenses	1,364,514.00	1,591,727.00
ECGC Premium	383,362.00	754,475.96
Claim for Quality & Repairs	14,322.00	1,519,949.00
Exchange Rate Difference	71,114.00	8,236.00
Exhibition / Fair Expenses	164,077.00	-
Incentive Clearance Exp.	80,932.00	186,011.00
Freight & Cartage Outward	274,636.00	445,742.00
Inspection Fee	13,850.00	16,300.00
Licence Fee	117,816.00	122,109.00
Sales Promotion Expenses	860,290.20	1,034,714.57
Sales Commission	848,742.00	1,129,541.00
Sales Royalty	277,865.00	-
Discount On Sale	22,052.00	-
Free trade sample	16,225.00	2,250.00
Processing Fees	-	3,500.00
Transit Insurance Premium (Local)	3,739.00	3,634.00

TOTAL

4,525,886.20

6,843,939.53

SCHEDULE 'T' : FINANCE CHARGES

Bank Charges	713,129.45	725,723.53
Interest on FDB & BRD Comm.	2,181,055.00	2,570,933.00
Banking Cash Transaction Tax	3,600.00	4,750.00
Processing Fees On Loans	112,952.00	-
Interest On Loan	493,222.00	-
Consultancy Charges	-	150,000.00

TOTAL

3,503,958.45

3,451,406.53

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/
R. K. PODDAR
Managing Director
PLACE : JAIPUR
DATED : 30th June, 2009

Sd/
R. V. GUPTA
Director

Sd/
MEGHA VI BHANSALI
Company Secretary

Sd/
SUNIL SHUKLA
Partner

SCHEDULES ANNEXED TO AND FORMING PART OF THE ACCOUNTS

SCHEDULE 'U' : NOTES ON ACCOUNTS

1. Disclosure of Accounting Policies :

A. Fixed Assets

All fixed assets are valued at cost less depreciation. The Company capitalises all direct and Indirect cost relating to acquisition and installation.

B. Depreciation

Depreciation for the year has been provided under the straight line method on Double Shift Basis at the rates specified in Schedule XIV to the Companies act, 1956, on the following basis:

1. No depreciation has been provided on land.
2. Depreciation has been provided on pro-rata basis from the month in which the assets came into operation, and depreciation for the month of sale is ignored.

C. Inventories

1. Raw Material is valued at cost or net realisable value whichever is lower.
2. Value of imported raw material includes custom duty & other direct expenditure.
3. Work in process is valued at cost.
4. Finished Goods is valued at cost or Net Realisable value whichever is lower.
5. Inventory is maintained on FIRST IN FIRST OUT (FIFO) Basis.

D. Foreign Exchange Transactions

1. Export Sales : Export Sales in foreign currency is accounted for at the exchange rates prevailing at the time of bill discounting.
2. Import of Materials : These items are accounted for at exchange rates prevailing at the time of payment.

E. Research & Development

Revenue expenditure pertinent to research & development is charged to the Profit & Loss Account in the year in which it is incurred.

F. Employee's Benefits

- A** Gratuity liability under the Payment of Gratuity Act is based on actuarial valuation carried out at the close of the financial year in accordance with the scheme administered by Life Insurance Corporation of India through a Gratuity Trust Fund and contribution payable under the said scheme are charged to Profit & Loss A/c.
- B** Earn Leave accruing to employees as on the last day of financial year for on accrual basis.
- C** In absences of information Company is not in a position to disclose details as per AS-15 (Employee Benefits) in respect of defined benefit Plan (Gratuity)
- D** Retirement Benefits in the form of Provident Fund/Superannuation / pension scheme whether in pursuance of any law or otherwise accounted on accrual basis and charged to Profit and Loss account

G. Accounting Methodology

The Accounts have been prepared on historical cost basis of accounting.

H. Income/Expenditure Recognition

It is the company policy to account for all Incomes & Expenditure on accrual basis.

I. Sales

- | | | |
|---------------------|---|---|
| Export Sales | : | Export sales are accounted for on FOB basis. |
| Local Sales | : | Sales are exclusive of Excise duty, Value Added Tax (VAT) |

J. Investment

- | | |
|---|---------------------------------|
| : | Investments are stated at cost. |
|---|---------------------------------|

K. Taxation

Income Tax Provision comprises current tax & deferred tax charge or credit.

Provision for current tax is made on the assessable income at the tax rate applicable to relevant assessment year. The deferred tax Assets & Liabilities is calculated by applying tax rate & tax Laws that have been enacted or substantively enacted at the balance sheet date. Deferred tax liabilities arising mainly on account of depreciation under Income tax law and company law. Deferred tax assets on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation. At each balance sheet date the carrying amount of deferred tax assets are reviewed to reassure its realisation.

L. Impairment

The Carrying amount of Assets are reviewed at each Balance Sheet Date if there is any indication of impairment based on internal as well as External factors. An impairment loss will be recognised whenever the carrying amount of an Assets exceeds its Estimated Recoverable amount. The recoverable amount is greater of the Assets Net Selling Price and value in use. In assessing the value in use, the estimated future Cash flows are discounted to the Present Value at the weighted Average Cost of Capital. After Impairment, depreciation is provided on the revised carrying amount of the assets over the remaining useful life. Previously recognised impairment loss is further provided or reversed depending on changes in circumstances.

M. Contingent Liabilities :

There is no contingent Liability as on the Balance Sheet Date.

2. Quantitative Details :

A. Finished Goods :

Item	OPENING STOCK				CLOSING STOCK			
	On 1-4-2008		On 1-4-2007		On 31-03-2009		On 31.03.2008	
	Qty. (Pairs)	Value (Rs.)	Qty. (Pairs)	Value (Rs.)	Qty. (Pairs)	Value (Rs.)	Qty. (Pairs)	Value (Rs.)
Leather Shoes	3898	1,055,633	4972	1,559,025	11091	3,486,893	3898	1,055,633
Uppers	2567	637,457	2187	466,524	4863	1,332,224	2567	637,457
Total	6465	1,693,090	7159	2,025,549	15954	4,819,117	6465	1,693,090

B. Sales

Item	Current Year		Previous Year	
	Qty.	Value (Rs.)	Qty.	Value (Rs.)
Export Sales (FOB)				
Shoe Uppers (Pairs)	157697.50 ✓	77,015,266	379215	145,706,620
Shoe (Pairs)	159040.00 ✗	71,589,942	201739	78,967,938
Finished Leather (Sq. Ft.)	17123.00	977,037.00	-	-
Sales in India				
Shoe (Pairs)	29429.00 ✗	14,879,953	22599	13,958,930
Others Shoe (Pairs - Sample - FOC)	16.00 ✗	-	-	-
Others Uppers (pairs - Sample - FOC)	34.00 ✗	-	-	-
Finished Leather (Sq. Ft.)	-	-	22834	421,287
Sales (Sample)	-	-	-	2,250
Total		164,462,198		239,057,025

C. Raw Material Consumed :

Item Name	Unit	Current Year		Previous Year	
		Qty.	Value (Rs.)	Qty.	Value (Rs.)
Upper Leather	Sq. Ft.	503601	36,266,563	918870	63,115,351
Upper Lining	Sq. Ft.	197462	9,961,286	297787	17,574,997
Threads	Cone	17850	2,135,721	27966	2,919,391
Foam	Sheets	60306	4,452,378	89995	7,802,074
Split Leather	Sq. Ft.	399110	9,807,042	518943	11,446,360
Adhesive	Kg.	52006	5,078,438	57701	4,835,306
Leather Board	Sheets	64123	2,452,762	146089	4,583,038
Fusable Textile	Mtr.	19986	1,033,901	25872	1,193,435
Fur Lining	Sq. Ft.	3908	351,917	3042	251,069
Metal Fitting	Nos.	7122659	11,376,605	11180909	14,088,666
Grinderries	Mtr.	71569	3,797,291	169836	6,448,743
Bottoms	Pcs.	60971	1,620,084	54237	1,382,608
Misc. Material		897452	2,276,535	1102574	2,016,380
Rubber Chemicals	Kg.	115146	10,648,451	130399	11,370,724
Rubber Chemicals (PU)	Kg.	38050	5,702,263	34443	5,340,509
Packing Material	Nos.	514592	4,138,522	664050	5,321,223
Upper Leather 454	Pairs	3300	438,917	-	-
Misc. Exp. on above Pur. Ins/Freight & Repair item etc.			1,461,240	-	1,937,613
TOTAL			112,999,916		161,627,488

D. Production :

	Current Year	Previous Year
Leather Shoe Uppers (Pairs)	160027.50	379595
Leather Shoe (Pairs)	195678.00	223264
	355705.50	602859

3. SEGMENT INFORMATION

A. Information about Primary / Secondary Business Segment

PARTICULARS	SEGMENT											
	UPPERS		SHOES				OTHERS		COMMON		CONSOLIDATED	
	As at 31-03-2009	As at 31-03-2008	As at 31-03-2009		As at 31-03-2008		As at 31.03.2009	As at 31.03.2008	As at 31.03.2009	As at 31.03.2008	As at 31.03.2009	As at 31.03.2008
	Export	Export	Local	Export	Local	Export						
	A		B				C				TOTAL	
1. Segment Revenue												
External Sales	77,015,266	145,706,620	14,879,953	71,589,942	13,958,930	78,967,938	977,037	423,537			164,462,198	239,057,025
Incentive Against Export	7,892,340	15,116,722		7,400,732		9,146,381	27,968	65,684			15,321,040	24,263,103
Increase decrease of Stock									3,069,367	-9,932,609	3,069,367	-9,932,609
TOTAL REVENUE	84,907,606	160,823,342	14,879,953	78,990,674	13,958,930	88,114,319	1,005,005	489,221	3,069,367	-9,932,609	182,852,605	253,387,519
2. Segment Result	9,278,466	27,756,085	267,811	8,689,214	94,321	2,765,856	45,553	260,391	3,069,367	-9,932,609	21,350,410	35,067,565
Common Expenses									432,640	-1,140,829	432,640	-1,140,829
Common Income									23,168,220	11,553,714	23,168,220	11,553,714
Extra Ordinary Items									-	-	-	-
3. Net Profit	9,278,466	27,756,085	267,811	8,689,214	94,321	2,765,856	45,553	260,391	26,670,227	480,276	44,951,270	45,480,450
4. Capital Expenditure											4,435,970	4,155,675
5. Depreciation											244,635	524,165
6. Other Non Cash Expenditure												
Profit / - Loss Before Tax											40,270,665	40,800,610
7. Segment Assets	4,162,866	21,388,717	1,756,046	26,513,877	6,293,261	26,383,654	-	-			32,432,789	54,065,632
Common Assets											198,079,034	178,022,892
Current Assets other than Debtors												
TOTAL ASSETS											230,511,823	232,088,524
8. Segment Liabilities												
Common Liabilities											69,867,797	90,401,094
TOTAL LIABILITIES											69,867,797	90,401,094

B Other Disclosers

1. Segment have been identified in line with the Accounting Standard (AS-17)
2. The Company has disclosed business segment as the primary segment. Segments have been identified taking into account nature of product, the differing risk & returns, the organisation structure and internal reporting system.
3. The company mainly engaged in Export sales, Geographical Segment is identified in line with the Accounting Standard AS-17,
4. Segment Revenue, Segments result, Segments assets and Segments Liabilities include the respective amounts identifiable to each of the segment as also amount allocated on a reasonable basis. The expenses which are not directly allocable to the business segment are shown as common expenses. Assets and liabilities that can not be allocated between the segments are shown as common Assets/Liabilities respectively.

4. Related Party Transactions
1. Relationship :
A A1 Group Companies

NIL

B. Individuals having substantial interest or significant influence in the enterprise directly or indirectly

B1 K. D. Agarwal Director

B2 R. V. Gupta Director

B3 Amita Poddar Director

C Key Management Personnel

C1 Mr. R. K. Poddar (Managing Director)

D Relatives of persons referred in B above, where transactions have taken place.

Mr. R. K. Poddar (Managing Director)

E Other Related Parties

E1 Mayur Uniquoters Ltd.

E2 Mayur Industries Ltd.

E3 Mayur Abodes Private Ltd.

Note 1 Related party relationship on the basis of the requirements of Accounting Standard-18-Related party disclosure as in 1A to 1E above is pointed out and relied upon by the auditor.

Note 2 The parties listed in 1 E above are strictly not 'related parties' as per requirements of AS-18, but are being included herein for making the financial statements more transparent.

Note 3 Previous year figures are denoted in brackets

2. Transaction with Related Parties :

Rs. in Lacs

Particulars	Referred in								
	1 (A)	1 (B)			1 (C)	1 (D)	1 (E)		
	A1	B1	B2	B3	C	D	E1	E2	E3
Purchase Raw Material & Consumables							06.11(07.75)		
Sale of Product & Licence							20.88(00.75)		
Remuneration (Included PF, Bonus, Leave encashment)					14.31(13.74)	14.31(13.74)			
Payment of Vehicle Insurance on behalf of Company								0.00(0.06)	
Share Application Money									375.25(0.00)
<u>Guarantee & Collaterals</u>									
Personal Guarantee		500(500)	500(500)	500(0.00)	500(500)				

MAYUR LEATHER PRODUCTS LIMITED

5. EARNING PER SHARE	Year 2008-2009 (Rs.)	Year 2007-2008 (Rs.)
Profit / (Loss) after Tax	26,875,515.54	26,746,325.77
Weighted Average No. of Equity Shares	4834800	4834800
Basic EPS	5.56	5.53
Nominal Value of per Equity Share	10/-	10/-
6. DEFERRED TAX LIABILITIES (Net)		
	Deferred Tax Liabilities / (Assets)	Current Year Charge / (Credit)
	As at 01-04-2008	As at 31-03-2009
		Rs. in Lacs
A Deferred Tax Liability		
1. Difference between Depreciation as per books & I. Tax	36.22	-3.98
TOTAL A	36.22	-3.98
B Deferred Tax Assets		
1. Deferred Revenue Expenditure	0.00	0.00
TOTAL B	0.00	0.00
C Deferred Tax Liability (Net)	36.22	(3.98)
Pursuant to Accounting Standard (AS)22- Accounting for taxes on Income, the company has recorded a net commulative deferred tax liability of Rs.36.22 lacs upto 31-3-2008 as reduction is surplus in Profit & Loss account. Further the impact of Deferred Tax liability (Credit) of Rs 3.98 Lacs for the year ended 31-3-2009 has been credited to Profit & Loss Account.		
7. Expenditure in Foreign Currency	Current Year (Rs.)	Previous Year (Rs.)
Travelling Expenses	1,071,119	299,212
Membership Fees	119,180	123,929
Sales Commission	408,296	369,109
Computer & Printer	16,087	-
Office Equipment	39,243	-
Repair & Maintenance	107,956	664,551
Sales & Business Promotion	671,096	585,251
Claims & Compensation for Quality & Development	14,322	1,519,949
	2,447,299	3,562,001
8. Value of Import (CIF)	Current Year (Rs.)	Previous Year (Rs.)
Raw Material	15,841,535	17,495,553
Plant & Machinery	1,896,667	1,111,913
Spare Parts, Moulds & Dies	83,185	-
	17,821,387	18,607,466
9. Auditors Remuneration	Current Year (Rs.)	Previous Year (Rs.)
Audit Fees	61,798	56,180
Tax Audit Fees	16,854	16,854
Other Services	21,054	15,058
	99,706	88,092
10. Managerial Remuneration	Current Year (Rs.)	Previous Year (Rs.)
Salary	1,080,000	1,008,000
Contribution to PF	129,600	127,200
Leave Encashment	19,500	52,000
Bonus	201,600	187,200
	1,430,700	1,374,400
11. Earning in Foreign Currency	Current Year (Rs.)	Previous Year (Rs.)
Export at FOB Value	149,582,245	224,674,558
12. Total Value of Raw Material Components Consumed :	Current Year (Rs.)	Previous Year (Rs.)
	Value	Value
Imported	14,559,434.27	16,103,040.14
Indigenous	98,440,481.73	145,524,447.82
	112,999,916.00	161,627,487.96
	100.00%	100.00%

13. The Particulars of the licenced and installed capacity of the company are as follows :-

Licenced Capacity

Installed Capacity

(on Single Shift Basis p.a.)

A. SHOE UPPERS	9.00 (9.00)	LACS PAIRS
(Including Uppers for Complete Shoe)		
B. FULL SHOES	6.48 (6.48)	LACS PAIRS

Actual Production

(on Double shift basis including processing done by Job worker)

A. SHOE UPPERS	1.60 (3.80)	LACS PAIRS
B. FULL SHOES	1.96 (2.23)	LACS PAIRS

14. Dues from Directors :-

Maximum Balance during the year

Mr. R. K. Poddar Rs. 100,000.00

Outstanding as on 31.03.2009 --- Nil ---

15. Dues from Companies under the same management :-

Maximum Balance during the year

Outstanding as on 31.03.2009

16. In absence of necessary information with the company relating to the registration status of suppliers under the Micro, Small and Medium Enterprises Development Act, 2006, the information required under the said act could not be complied and disclosed.

17. In the opinion of the management and to the best of their knowledge and belief the value of realisation of advances and other current assets in the ordinary course of business will not be less than the amount at which they are stated in the balance sheet.

18. The Debit & Credit balance of suppliers are subject to confirmation and reconciliation.

19. Figures for previous year have been regrouped and rearranged to make them comparable wherever necessary.

For and on behalf of the Board

Sd/
R. K. PODDAR
Managing Director

Sd/
R. V. GUPTA
Director

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants
Sd/
SUNIL SHUKLA
Partner

PLACE : JAIPUR
DATED : 30th June, 2009

Additional Information pursuant to Part IV of the Companies Act, 1956

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE-

1. Registration Details

State Code

17

Registration No.

3889

Balance Sheet Date

31 03 2009

2. Capital Raised during the year (Amount in Rs. Thousands)

Public Issue

NIL

Right Issue

NIL

Bonus Issue

NIL

Private Placement

NIL

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

Total Liabilities

194037

Total Assets

194037

Source of Funds

Paid up Capital

49760

Reserve & Surplus

110884

Secured Loans

27315

Deferred Tax Liability

3224

Unsecured Loans

2854

Application of Funds

Net Fixed Assets

35085

Investment

40235

Net Current Assets

118717

Misc. Expenditure

0

Accumulated Losses

0

4. Performance of Company (Amounts in Rs. Thousands)

Turnover & Other Income

202951

Total Expenditure

162662

Profit Before Tax

40289

Profit After Tax

26875

Earning per Share (in Rs.)

5.56

Dividend Rate

14%

5. Generic Names of Principal Products/Service of Company (As per Monetary terms)

Item Code No.

640391.01

Item Description

LEATHER FOOT WEAR & COMPONENTS

For and on behalf of the Board

As per our separate report of even date attached
For **MADHUKAR GARG & CO.**
Chartered Accountants

Sd/

R. K. PODDAR
Managing Director

Sd/

R. V. GUPTA
Director

Sd/

SUNIL SHUKLA
Partner

PLACE : JAIPUR

DATED : 30th June, 2009

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2009

PARTICULARS	Rs. in Lacs	
	For the Year ended 31.03.2009	For the Year ended 31.03.2008
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	402.71	408.01
Depreciation	44.36	41.56
Interest Net)(-38.73	-38.13
Profit/Loss from Sale of Fixed Assets	-32.22	5.24
Provision for Bad & Doubtful Debts	-4.33	5.13
Obsolute Stock Written off	0.00	6.28
Capital Gain / Loss on Investment	-2.21	-13.35
Dividend	-3.60	-5.94
Cash Flow before working capital changes	365.98	408.80
Trade & Other Receivables	47.09	56.01
Inventories	216.33	42.21
Trade Payables	-102.43	-49.20
Loans & Advances & other Current Assets	7.42	39.22
Cash Generation from Operation	534.39	497.04
Interest paid	-26.74	-25.71
Direct Taxes paid	-157.38	-141.73
Dividend paid	-77.36	-135.37
Tax on dividend paid	-13.15	-23.01
Net Cash from Operating Activities	259.76	171.22
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Purchase / Sale of Investment (Net)	-289.17	16.42
Dividend Received	3.60	5.94
Interest received on FDR and Loan	65.47	63.84
Purchase / Acquisition of Fixed Assets	-49.05	-57.97
Sale of Fixed Assets	55.40	6.03
Net Cash Flow from Investment Activities	-213.75	34.26
C CASH FLOW FROM FINANCING ACTIVITIES		
Issued Capital	0.00	0.00
Secured Loans	-108.80	-158.15
Unsecured Loan	28.54	0.00
Dividend	0.00	0.00
Net Cash Flow from Financing Activities	-80.26	-158.15
Net Increase/Decrease in Cash & Cash Equivalents	-34.25	47.33
Opening Balance of Cash & Cash Equivalents	34.73	34.73
Closing Balance of Cash & Cash Equivalents	47.81	82.06

Note: Previous year figure have regrouped and rearranged. We make them comparable wherever necessary.

For **MAYUR LEATHER PRODUCTS LIMITED**

Sd/
R. K. PODDAR
Managing Director

Sd/
R.V. GUPTA
Director

AUDITORS' CERTIFICATE

We have examined the above cash flow statement of **MAYUR LEATHER PRODUCTS LIMITED** for the year ended 31 st March, 2009 The Statement has been prepared by the Company in accordance with the requirements of Listing Agreement Clause 32 and is based on and is in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report dated 30th JUNE,2009 to the members of the company.

For **MADHUKAR GARG & CO.**
Chartered Accountants

PLACE : **JAIPUR**
DATED : 30th June, 2009

Sd/
SUNIL SHUKLA
Partner

ELECTRONIC CLEARING SERVICE (CREDIT CLEARING)

MANDATE FORM

Shareholders' Authorisation to receive dividend through Electronic Credit Clearing Mechanism

1	Name of the first/ sole shareholder
2	Regd. Folio No./ DP Client ID
3	Particulars of bank account of first/ sole shareholder
a.	Name of the bank
b.	Branch Address of the branch Telephone No. of the branch
c.	9 digit code number of the bank and branch appearing on the MICR cheque issue by the bank
d.	Account Number (As appearing on the cheque book/ passbook)
e.	Account Type (S.B. account/current account or cash credit) with code 10/11/13
f.	Ledger No./ Ledger folio No. (if appearing on the cheque book/ passbook)
(In lieu of the bank certificate to be obtained as under, please attach a blank cancelled cheque or photocopy of a cheque or the front page of the saving bank passbook issued to you by your bank for verification of the above particulars)	
I hereby declare that the particulars given above are correct and complete. If the transaction is delayed or not effected at all for reasons of incomplete or incorrect information, I will not hold Mayur Leather Product Ltd. responsible. I have read the option invitation letter and agree to discharge the responsibility expected of me as a participant under the scheme.	
Date :	Signature of the shareholder
Place :	
Certified that the particulars furnished above are correct as per our records	

Bank's Stamp

Signature of Authorised Official
From the Bank

Date :

Note

- Please fill in the attached Mandate Form and send it to:
 - the Depository Participant who is maintaining your demat account in case your shares are dematerialised.
 - the address of our Registrars and Share Transfer Agents M/s. Link Intime India Pvt. Limited, A-40, 2nd Floor, Naraina Industrial Area, Phase-II, Near Batra Banquet Hall, New Delhi 110 028 in case you are holding physical share certificates.
- Kindly note that the information provided by you should be accurate and complete in all respects and duly certified by your bank. In lieu of the bank certificate, you may attach a blank cancelled cheque or photocopy of a cheque or the front page of the Savings Bank passbook issued to you by your bank, for verification of the above.
- In case of more than one folio, please complete the details on separate sheets.
- The information provided by you will be treated confidential and would be utilized only for the purpose of effecting the payments meant for you. You also have the right to withdraw from this mode of payment by providing the Company with an advance notice of 6 weeks.



MAYUR LEATHER PRODUCTS LIMITED

ATTENDANCE SLIP

MAYUR LEATHER PRODUCTS LIMITED

Registered Office : G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura 303 704 Jaipur

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional slip at the venue of the meeting.

DP ID*	
Client ID*	

Master Folio No.	
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NAME AND ADDRESS OF THE SHAREHOLDER

No. of Share(s) held :

I hereby record my presence at the **24th ANNUAL GENERAL MEETING** of the Company held on Wednesday, the 12th of August, 2009 at 11:00 A.M. at : G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura 303 704 Jaipur

Signature of the shareholder or proxy

* Applicable for investors holding shares in electronic form.

PROXY FORM

MAYUR LEATHER PRODUCTS LIMITED

Registered Office : G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura 303 704 Jaipur

DP ID*	
Client ID*	

Master Folio No.	
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I/We of being a member/members of Mayur Leather Products Limited hereby appoint of or failing him of or failing him of as my/ our proxy to vote for me/us and on my/our behalf at the 24th Annual General Meeting to be held on Wednesday the 12th of August 2009 at 11:00 A.M. or at any adjournment thereof.

Signed this Day of 2009

Signature

Affix Re. 1 Revenue Stamp

* Applicable for investors holding shares in electronic form.

NOTE: (1) The Proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.
(2) Members holding shares under more than one folio may use photocopy of this Proxy Form for other folios. The Company shall provide additional form on request.

BOOK POST

To,



AN ISO 9001 : 2000 COMPANY

If undelivered please return to :

MAYUR LEATHER PRODUCTS LIMITED

G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura- 303704, Jaipur 91-1423-224303, 512303, 224353