



TOKYO PLAST
International Ltd.

ANNUAL REPORT 2009 - 2010



TOKYO PLAST INTERNATIONAL LIMITED

BOARD OF DIRECTORS

Shri. Velji L. Shah
Chairman

Shri. Haresh V. Shah

Shri Tassadduq A. Khan

Shri Chimanlal A. Kachhi

AUDITORS
Swamy & Chhabra
Chartered Accountants

BANKERS
The Cosmos Co-Op. Bank Ltd.

REGISTERED OFFICE
102, Thosar House, Hanuman Cross Road No.1
Vile Parle (East), Mumbai - 400 057

REGISTRAR AND TRANSFER AGENT
Ajel Infotech Ltd.
106, Oshiwara Link Plaza Commercial Complex,
2nd Floor, New Link Road, Oshiwara,
Jogeshwari (West)
Mumbai - 400 102.

SEVENTEENTH ANNUAL GENERAL MEETING	CONTENTS
Date : 29th September, 2010	Notice..... 1
Time : 4.00 P.M.	Directors' Report..... 3
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Mumbai - 400 057.	Schedules to the Account..... 17
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NOTICE

Notice is hereby given that the Seventeenth Annual General Meeting of the shareholders of Tokyo Plast International Limited will be held at Utkarsh Mandal Hall, Ground Floor, Malviya Road, Vile Parle (East) Mumbai – 400057 on 29th September, 2010 at 4.00 P.M. to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2010, Profit & Loss Account for the year ended on that date and the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri. Velji L. Shah Director who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri. Chimanlal Andarji Kachhi, Director who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors M/s. Swamy & Chhabra, Chartered Accountants to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

Special Business:

To consider and if thought fit, to pass with or without modification the following Resolutions:

1. As an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 311 and all other applicable provisions, if any, of the Companies Act, 1956 (“the Act”), read with Schedule XIII thereto, and subject to all such sanctions, as may be necessary the consent of the company be and is hereby accorded to the increase the remuneration (including perquisite) of Mr. Haresh Velji Shah Executive Director from Rs.- 70,000/- per month to Rs.2,00,000/- per month (including perquisites) and other terms and conditions remain the same with effect from 1st October, 2010.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ONLY INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
A proxy form duly completed and stamped must reach the registered office of the Company not less than 48 hours before the commencement of the aforesaid meeting.
2. The Register of members and the share transfer books of the company will remain closed from Sept 28, 2010 to Sept 29, 2010 (both days inclusive) in connection with the Annual General Meeting.
3. Members are requested to notify the change in address or bank details to their respective Depository Participants in respect of their shareholding in Demat mode and in respect of their physical shareholding to the company's Registrar and Share Transfer Agent, Ajel Infotech Ltd. (formerly it was Choksh Infotech Ltd), 106, Oshiwara Link Plaza Commercial Complex, 2nd Floor, New Link Road, Oshiwara, Jogeshwari (west), Mumbai 400 102.
4. Members desiring any information on the accounts are requested to write to the Company, which should reach the Company at least one week before the meeting so as to enable the management to keep the information ready. Replies will be provided only at the meeting.
5. Members/proxies are requested to kindly bring duly filled in attendance slip at the meeting.

By Order of the Board of Directors

Place: Mumbai
Date: 6th September, 2010

VELJI L. SHAH
CHAIRMAN

Registered Office:
102, Thosar House,
Hanuman Cross Road No.1,
Vile Parle (East),
Mumbai – 400 057.



TOKYO PLAST INTERNATIONAL LIMITED

EXPLANTORY STATEMENT

EXPLANTORY STATEMENT PURSUANT SECTION 173(2) OF THE COMPANIES ACT, 1956

Item No. 1

The remuneration committee meeting held on 5th August, 2010 for considering the revision of remuneration of Mr. Haresh Velji Shah who is working with the Company from 01/07/1996 as an Executive Director. Considering his contribution towards the Company and responsibility, the remuneration committee decided to increase the remuneration inclusive of all perquisites to Mr. Haresh Velji Shah, Director of the Company from Rs.70,000/- per month to Rs.2,00,000/- per month. The Board has recommended to members to approve the same

By Order of the Board of Directors

Place: Mumbai
Date : 6th September, 2010

VELJI L. SHAH
CHAIRMAN

Registered Office:
102, Thosar House,
Hanuman Cross Road No.1,
Vile Parle (East),
Mumbai- 400 057.

DIRECTORS' REPORT

To
The Members,
Tokyo Plast International Limited

The Directors have pleasure in presenting the Seventeenth Annual Report together with the Audited Accounts for the year ended 31st March, 2010.

FINANCIAL RESULTS

	31. 03. 2010	31. 03. 2009
	(Rs. in Lakhs)	(Rs. in Lakhs)
Sales	4058.71	2780.07
Profit / Loss after Tax	233.23	-22.62
Surplus / Deficit carried over to Balance Sheet	233.23	-22.62

In the year marked with challenges and opportunities, your company has achieved credible financial results. The turnover has increased by 46% and the PAT has gone up to Rs.233.23 Lacs.

DIVIDEND:

In view of the meager profits and the need to conserve the resources for the increased activity, your Directors do not recommend dividend for the year under review.

INDUSTRY OUTLOOK:

Your Company is optimistic about the outlook for the industry. Last year was a year of renewal of confidence and optimism in the Indian economy, as it has been rebounded strongly from the impact of the global financial crises and demonstrated its inherent strength and growth potential. Despite the continued threat from Chinese market for the plastic industry your Company has positioned itself as a value added player and has successfully faced the threat.

However the exchange rate of rupee vis-à-vis the US dollar has raised some uncertainties has put pressure on margins. However Your Company is taking proactive steps to tackle the situation and ensure that the margin erosion is kept to the minimum.

DIRECTORS:

In accordance with the provisions of the Companies Act, 1956 and the company's Articles of Association, Shri. Velji L. Shah, Director and Shri. Chimanlal Andarji Kachhi, Independent Director of the Company retires by rotation, and being eligible, offer themselves for re-appointment.

DEPOSITS:

The company has not accepted any fixed deposits from the public during the year under review.

DIRECTORS' RESPONSIBILITY STATEMENT:

As required under the provisions of Section 217 (2AA) of the Companies Act, 1956, the Directors hereby confirm that:

- i. in the preparation of the Annual Accounts for the year ended 31st March 2010, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. they have selected such accounting policies in consultation with statutory auditors and have applied them consistently and made judgments and estimates that were 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 31st March, 2010 and of the profit of the Company for the year under review.
- iii. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The annual accounts for the year ended 31st March, 2010 have been prepared on a 'going concern basis'.



TOKYO PLAST INTERNATIONAL LIMITED

AUDITORS:

The Auditors M/s. Swamy & Chhabra, Chartered Accountants, retire at the end of this Annual General Meeting and, being eligible, offer themselves for reappointment.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EARNINGS AND OUTGO IN TERMS OF SECTION 217 (1) (E) OF THE COMPANIES ACT, 1956.

A. CONSERVATION OF ENERGY

Measures of energy conservation have been continuing systematically. Conscious efforts are made to bring awareness amongst users for energy conservation. Routine measures of energy conservation include careful monitoring and optimization of fuel and electrical energy consumption.

B. RESEARCH & DEVELOPMENT:

1. **Specific area where R&D is being carried out by the Company.**

Development of innovative product designs.

2. **Benefits derived as results of the above R&D:**

Sustenance of market share in the stiff competitive global market and despite global recession, increase in orders by creation of new and innovative products with attractive variations.

3. **Future Plan of Action:**

Continuous efforts in improving product quality, reliability and cost reduction.

Focus in improving design efficiency and productivity . Strengthening the design and development processes to address the global market and new opportunities.

4. **Expenditure on R & D:**

The Company has not incurred any expenditure on R & D.

C. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION:

1. **Efforts:** The Company is constantly taking steps which will result in reduction in the idle time of production process.

2. **Benefits:** Significant improvement in product quality and reliability has been achieved.

3. **Imported Technology:** Nil.

D. FOREIGN EXCHANGE EARNINGS / OUTGO:

During the year under review, the company's foreign exchange earnings were Rs.3774.75 lacs (Previous Year Rs.2516.61 lacs). The expenditure in foreign currency including imports during the year amounted to Rs.252.89 lacs (Previous Year Rs.415.80 lacs)

AUDITORS REPORT:

The Auditors qualifications are noted and the company is taking effective steps to remedy the situations.

PARTICULARS OF EMPLOYEES:

There are no employees falling within the preview of Section 217(2A) of the Companies Act, 1956.

CORPORATE GOVERNANCE:

Pursuant to Clause 49 of the Listing Agreement, a report on Corporate Governance along with a certificate on compliance conditions of Corporate Governance form part of this report.

DISCLOSURE UNDER SECTION 274(1) (g):

None of the Directors of the Company have been disqualified under Section 274(1) (g) of the Companies Act, 1956.

ACKNOWLEDGEMENT:

Your Directors take this opportunity of thanking the Shareholders, Bankers, Auditors, Registrars, Business Associates, and Employees of the Company for their co-operation received during the year under review.

ON BEHALF OF BOARD OF DIRECTORS

Place : Mumbai
Date : 31st May, 2010

VELJI L. SHAH
CHAIRMAN

DISCLOSURE REQUIRED UNDER CLAUSE 31 OF THE LISTING AGREEMENT

The shares of the company are listed at the following Stock Exchanges:

- | | |
|---|--|
| 1. The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001. | 2. National Stock Exchange of India Ltd.,
Exchange Plaza
Bandra - Kurla Complex
Bandra (East), Mumbai - 400 051 |
|---|--|

There are no arrears of listing fees payable to any of the above Stock Exchanges. The Company has applied for de-listing of the equity shares from the following stock exchanges as approved by the shareholders in the Annual General Meeting held on 29th September 1999.

1. The Stock Exchange, Ahmedabad.
2. The Calcutta Stock Exchange Association Ltd.
3. Madras Stock Exchange Ltd.
4. Vadodara Stock Exchange Ltd.
5. The Delhi Stock Exchange Association Ltd.

MANAGEMENT DISCUSSION AND ANALYSIS

a) Industrial Structure and Development:

Following the global financial and economic turmoil in 2008, last year was a year of stability and significant restoration of confidence in global markets. Regarding the Indian economy it has been rebounded strongly from the impact of the global financial crises and demonstrated its inherent strength and growth potential.

We believe that we can look forward to a period of sustained growth driven by India's strong domestic fundamentals. It is in the framework of this evolving economic scenario that we have set out our growth strategy.

b) Opportunity and threats:

The opportunity for your company is in the form of ever expanding global market. With the addition of new products, the existing market can also be widened.

The competition from the Global Players particularly China is a matter of concern. Your company counters this threat through innovation in products and quality.

Your company, however, continued its focus on developing high value added products which in the long run would ensure a stable market share.

c) Segment wise performance :

Product wise Sales

Thermoware Products	:	Rs. 3757.18 Lacs
Stainless Steel Products	:	Rs. 283.53 Lacs
Moulds	:	Rs. 18.00 Lacs



TOKYO PLAST INTERNATIONAL LIMITED

d) Outlook:

Despite the competition from Global Players, your company continues to be cautiously optimistic about the future.

e) Risk and Concerns:

Your Company faces severe price cycling caused by factors such as crude oil price and exchange rate fluctuation rupee vis-à-vis US dollar. This is an era where prediction of the movement of the currency is difficult and your company has to keep this in mind while fixing prices. Your Company is taking proactive steps to stem the margin erosion due to this factor.

The continuous dumping by the Chinese players continues to be a concern putting pressure on margins.

f) Internal Control System and their adequacy:

The Company has in place adequate internal control systems, commensurate with the size and nature of its business. The company has a well defined system of management reporting and periodic review of business to ensure timely decision making and corrective action.

The management information system forms an integral part of the Company's control mechanism.

g) Discussion on Financial Performances:

During the year, the company has achieved growth in its exports and margins in spite of stiff competition in the International Market. The total turnover increased by 46% from 2780.07 Lacs to 4058.71 Lacs. Your company has made a net profit of 233.23 Lacs as against net loss of Rs.22.62 Lacs for the previous year.

h) Human Resources:

The Company recognizes human resources as a key component for facilitating organizational growth and shareholder value creation. Various initiatives have been taken to strengthen human resources of the Company. Relation with the employee and workers were cordial.

REPORT ON CORPORATE GOVERNANCE (Pursuant to Clause 49 of the Listing Agreement)

1. Company's Philosophy:

Your Company believes in adopting and adhering to all recognized corporate governance practices and continuously benchmarking itself against each such practice. Your Company understands and respects its fiduciary role and responsibility to the shareholders and strives to meet their expectations.

2. Board of Directors :

The Board is headed by the Chairman, Mr. Velji L. Shah, and is composed of Executive, Non Executive and Independent Directors. The details are as given below:

Name of Directors	Category	Meeting held during respective tenure of Directors	No. of Board Meetings Attended	Whether attended AGM held on 29.09.2009	No. of Directorships in other Public Companies as on 31.03.2010	No. of Committee positions held in other Public Companies	
						As Chairman	As Member
Mr. Velji L. Shah (Chairman)	Non- Executive, Non-Independent	10	10	No	3	--	1
Mr. Haresh V. Shah	Executive, Non-Independent	10	10	Yes	3	--	1
Mr. Tassadduq Ali Khan	Non-Executive, Independent	10	6	Yes	1	2	--
Mr. Chimanlal Andarji Kachhi	Non-Executive, Independent	10	5	No	1	1	2

The Board of Directors had held 10 meetings during the year on 15.04.2009, 30.06.2009, 31.07.2009, 29.09.2009, 20.10.2009, 31.10.2009, 05.12.2009, 30.01.2010, 05.02.2010 and 26.02.2010.

3. Audit Committee:

The Audit Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements and also it meets the requirements under section 292A of the Companies Act 1956. The Audit Committee presently comprises of two independent Directors.

The Audit Committee reviews Internal control systems and their compliance thereof, oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible. The Committee reviews with the Management the quarterly unaudited financial statements and annual financial statements before submission to the Board. The Committee also monitors the Annual Audit Plan and recommends appointment and fixes remuneration of external auditors.

During the year under review, the Audit committee met 4 times on 30.06.2009, 31.07.2009, 31.10.2009 and 30.01.2010. The composition, names of the members, chairperson, particulars of the meetings of the members during the year are as follows:

Name of Members	Category	No. of Meeting Held During the F.Y. ended 31st March, 2010.	No. of Meeting Attended during the F.Y. ended 31st March, 2010.
Mr. Tassadduq Ali Khan (Chairman)	Non-Executive, Independent	4	4
Mr. Chimanlal Andarji Kachhi	Non-Executive, Independent	4	4
Mr. Velji L. Shah	Non-Executive, Non-Independent	4	4

4. Remuneration Committee :

It reviews and approves the annual remunerations, service agreements and other employment conditions.

During the year, the Remuneration Committee held its Meeting on 30th January, 2010. The Composition, names of the members, chairperson, particulars of the Meeting and attendance of the members during the year are as follows.

Name of Members	Category	No. of Meeting Held During the F.Y. ended 31st March, 2010.	No. of Meeting Attended during the F.Y. ended 31st March, 2010.
Mr. Tassadduq Ali Khan (Chairman)	Non-Executive, Independent	1	1
Mr. Chimanlal Andarji Kachhi	Non-Executive, Independent	1	1

Total remuneration paid to Shri. Haresh V. Shah, Executive Director during the year ended March 31, 2010 : -
Rs. 8,40,000/-

5. Investor Relations Committee:

This Committee specifically look into the transfer / transmission of shares, issue of duplicate share certificate, review of shares dematerialized, all other matters related to shares and to redress shareholders and investors complaints like transfer of shares, non-receipt of dividends, non-receipt of Annual Report, etc. The composition, name of the members, chairperson, particulars of the meetings and attendance of the members during the year are as follows:



TOKYO PLAST INTERNATIONAL LIMITED

Name of Members	Category	No. of Meeting Held During the F.Y. ended 31st March, 2010.	No. of Meeting Attended during the F.Y. ended 31st March, 2010.
Mr. Chimanlal Andarji Kachhi (Chairman)	Non-Executive Independent	1	1
Mr. Haresh V. Shah	Executive Non-Independent	1	1

During the year the committee met on 30th January, 2010.

Name and designation of the compliance officer – Ms. Bina Desai

Number of Shareholder complaints received – 06

Number of complaints not solved to the satisfaction of Shareholders - 01

The required details have been submitted to Stock Exchange and the concerned Investor.

6. General Body Meeting:

i. Location and time where last three AGMs held :

Financial Year	Location	Date	Time
2006-07	Gomantak Seva Sangh Hall 1st floor, Malviya Road, Vile Parle (East) Mumbai - 400 057.	28th September, 2007	2:30 PM
2007-08	Gomantak Seva Sangh Hall 1st floor, Malviya Road, Vile Parle (East) Mumbai - 400 057.	30th September, 2008	2.30 PM
2008-09	Gomantak Seva Sangh Hall Ground floor, Malviya Road, Vile Parle (East) Mumbai - 400 057.	29th September, 2009	2.30 PM

Other than the Annual General Meeting, there was no General Meeting of the shareholders of the Company held during the year ended on 31st March 2010.

ii. Postal Ballot: No Postal Ballot was conducted during the year.

iii. Special resolution: No special resolution has been passed in the previous 3 Annual General Meeting.

iv. No special resolution is proposed to be conducted through postal ballot.

7. Disclosures:

i. Disclosures on materially significant related party transactions i.e. transactions of the company of material nature, with its promoters, the directors or the management or their relatives etc. that may have potential conflict with the interest of company at large – Note 18.2 forming part of notes to accounts contains the list of related party relationships and the transactions as required by the accounting standard 18 on “Related party Disclosures” issued by Institute of Chartered Accountants of India.

ii. Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years : Nil

8. Means of Communication:

The Company quarterly and annual results are normally published in Newspapers which includes Free Press Journal (English) & Navshakti (Marathi) **and also uploaded on the EDIFAR website maintained by National Informatics Center (NIC)**. Management Discussion & Analysis Report is a part of annual report.

9. General Shareholder Information:

- i. AGM: Date, time and Venue: 17h Annual General Meeting, Date: 29th September, 2010 at 4.00 p.m., Utkarsh Mandal Hall, Ground Floor, Malviya Road, Vile Parle (East) Mumbai – 400057.
- ii. Financial Year ending : 31st March 2010
- iii. Date of Book Closure: 28th September, 2010 to 29th September, 2010
- iv. Dividend Payment Date: No dividend declared during the year.
- v. Listing on Stock Exchanges: The Stock Exchange, Mumbai. - National Stock Exchange.
- vi. Stock Code : BSE – 418 , NSE - Tokyo Plast .
- vii. Market price data: High/Low during each month in the last financial.

Month	BSE		NSE	
	High (Rs)	Low (Rs)	High (Rs)	Low (Rs)
April, 2009	8.87	7.05	9.20	6.00
May, 2009	9.65	7.77	9.40	7.77
June, 2009	10.68	8.10	10.90	8.10
July, 2009	9.40	8.11	9.40	8.12
August, 2009	10.09	8.27	10.15	8.25
September, 2009	9.88	8.07	10.15	8.25
October, 2009	9.65	8.05	9.75	8.20
November, 2009	9.14	7.86	9.10	7.40
December, 2009	10.72	8.27	10.50	8.15
January, 2010	12.17	9.60	12.00	9.05
February, 2010	11.85	10.37	11.70	10.37
March, 2010	11.26	9.50	11.40	9.25



TOKYO PLAST INTERNATIONAL LIMITED

viii **Registrar and Share Transfer Agents:**

Ajel Infotech Ltd. (formerly it was Choksh Infotech Ltd), 106, Oshiwara Link Plaza Commercial Complex, 2nd Floor, New Link Road, Oshiwara, Jogeshwari (west), Mumbai 400 102. Tel. 022 26303348

ix. Share Transfer System: Shares lodged for transfer at the Company's Registered Office address or the share Transfer Agent's address is processed within 21 days from the date of lodgment, if the documents are clear in all respects. All requests for dematerialization of Shares are processed and the confirmation is given to the depositories within 15 days.

x. Shareholding as on 31st March, 2010.

a. **Distribution of Shareholding as on March 31, 2010:**

Range of Shares	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shareholding
1-500	6951	86.97	1057690	11.14
501-1000	427	5.34	378605	3.98
1001-2000	440	5.51	703611	7.41
2001-3000	41	0.51	103577	1.09
3001-4000	26	0.33	91364	0.96
4001-5000	20	0.25	95930	1.01
5001-10000	36	0.45	236861	2.49
Above 10000	51	0.64	6833762	71.92
Total	7992	100.00	9501400	100.00

b. **Categories of shareholders as on 31st March 2010:**

Sr. No.	Category	No. of Shares Held	Percentage of Shareholding
1	Promoters	4636345	48.80
2	Private Corporate Bodies	135217	1.43
3	Indian Public	3941082	41.47
4	NRI/OCBs	788756	8.30
Total :		9501400	100.00

xi. Dematerialisation of shares and liquidity: The Company's equity shares are under compulsory demat trading. As on March 31, 2010 electronic holding by Members comprising 46% of the total equity of the Company through the National Securities Depository Limited (34.62) and Central Depository Services (India) Limited (11.38%).

xii. Outstanding GDRs / ADRs / Warrants or any Convertible instruments, conversion date and likely impact on equity : Nil

xiii. Plants Location :

1. 363/1 [1,2,3], Shree Ganesh Industrial Estate, Kachigam Road, Daman – 396 210 (U.T.)
 2. Shed No. 371 & 372, FA – II Type, Sector – IV, Kandla Special Economic Zone, Gandhidham (Kutch), Gujrat -270230.
- xiv. Address for correspondence: 102, Thosar House, Hanuman Cross Road No.1, Vile Parle (East), Mumbai-400 057, Tel: 66952301, Fax: 6691 4499, Email: tpil@bom2.vsnl.net.in.

10. Auditors compliance certificate:

To the Members of
Tokyo Plast International Limited

We have examined the compliance of the conditions of Corporate Governance by TOKYO PLAST INTERNATIONAL LIMITED for the year ended 31st March, 2010, as stipulated in Clause 49 of the Listing Agreement of the said Company with the stock exchanges.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring compliance with the conditions of 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, and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

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 SWAMY & CHHABRA
Chartered Accountants**

**C. Ayyaswamy
(Partner)**

Membership No.21754

Firm Registration Number:113036W

Date : 31st May, 2010



TOKYO PLAST INTERNATIONAL LIMITED

AUDITORS' REPORT

To
The Shareholders of Tokyo Plast International Limited

1. We have audited the attached Balance Sheet of Tokyo Plast International Limited, as at 31st March 2010, the Profit and Loss Account and also the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003 (as amended) issued by the Central Government of India in terms of Section 227 (4A) 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.
4. Further to our comments in the annexure referred to in paragraph (3) above, we report that: -
 - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of such books ;
 - (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account ;
 - (d) In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ; except the following:-

The Company is following cash basis accounting for employees benefits in case of Gratuity, however as per Accounting Standard 15 "Employees Benefits", Gratuity which is in nature of post employment benefits and Company falls under defined benefits plan which should be accounted as per actuarial valuation basis, but company has not applied for any actuarial valuation till date.
 - (e) On the basis of the written representations received from the Directors as on 31st March 2010, and taken on record by the Board of Directors, we report that none of the Directors are disqualified as on March 31, 2010 from being appointed as a Director in terms of section 274(1)(g) of the Companies Act, 1956 ;
 - (f) **Attention is invited to Note No. 16 to notes on accounts regarding non- provision for doubtful debts amounting to Rs. 531.70 lacs. The reserves of the company at the year end have been overstated by Rs.531.70 lacs on account of this non - provision. Subject to this,** in our opinion and to the best of our information and according to the explanations given to us, the said accounts together with the notes thereon and attached thereto give in the prescribed manner the information required by the Act and give a true and fair view in conformity with the accounting principles generally accepted in India :
 - (i) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2010;
 - (ii) In the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - (iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**For Swamy & Chhabra
Chartered Accountants**

**C. Ayyaswamy
Partner**

Membership No : 21754

Firm Registration No: 113036W

Mumbai, Dated : 31st May, 2010

ANNEXURE TO AUDITORS' REPORT

Referred to in Paragraph 3 of our Report of even date.

1. (a) The Company has maintained proper records to show full particulars including quantitative details and situation of Fixed Assets.
- (b) As explained to us, these Fixed Assets have been physically verified by the Management once during the year and no material discrepancies have been noticed on such verification.
2. (a) The stocks of finished goods, stores, spare parts, semi finished goods and raw materials have been physically verified quarterly during year by the management. In our opinion, the frequency of verification is reasonable.
- (b) As per the information given to us, the procedure of physical verification of the stocks followed by the management is generally reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) No material discrepancies have been noticed on physical verification of stocks as compared to book records. The discrepancies noticed have been properly dealt with in the books of accounts.
3. (a) The Company has granted unsecured loans to two parties listed in the register maintained under section 301 of the companies Act, 1956; the particulars of which are as follows:

[Rs. In Lacs]

No. of Parties	Total Amount of Loan Given	Maximum Balance Outstanding during the year	Amount outstanding at the end of year.
2	429.37	909.38	835.59

- (b) The rate of interest of such loans granted is prima facie not prejudicial to the interest of the Company. **However there are no covenants in regards to other terms and conditions of such loans.**
- (c) **In respect of loans and advances in the nature of loans given by the company and interest there on, no stipulations have been made regarding repayment.**
- (d) Since there is no stipulation made regarding receipt of principal amount, the question of there being an overdue amount of more than one lakh does not arise. **However based on the information available to us, we are unable to comment on any reasonable steps taken by the company for recovery of interest.**
- (e) The Company has taken unsecured loan from one party listed in the register maintained under section 301 of the Companies Act, 1956; the particulars of which are as follows:

[Rs. In Lacs]

No. of Parties	Total Amount of Loan Taken	Maximum Balance Outstanding during the year	Amount outstanding at the end of year.
1	3.41	18.15	18.15

- (f) Th/ rate of interest and other terms and conditions of such loans taken are prima facie not prejudicial to the interest of the company. **However there are no covenants in regards to other terms and conditions of such loans.**
- (g) **In respect of loans and advances in the nature of loans taken by the company and interest there on, no stipulations have been made regarding repayment.**
4. In our opinion, the company has an adequate internal control system commensurate with the size of the company and the nature of its business for purchase of inventory, fixed assets and also for the sale of goods and services.
5. (a) We are of the opinion that the transactions made in pursuance of contracts or arrangements, that needed to be entered in the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) We are of the opinion that the transactions of purchase and sale of goods, materials and services made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956 and aggregating during the year to Rs.7.8 lakhs have been generally made at prices which are reasonable having regard to prevailing market prices of such goods, materials and services, where such market prices are available with the company or the prices at which transactions for similar goods or services have been made with other parties.



TOKYO PLAST INTERNATIONAL LIMITED

6. The Company has not accepted any deposits from the public within the meaning of Section 58A and 58AA or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public.
7. **The company does not have a separate internal audit system.**
8. As per the information given to us, the Central Government has not prescribed the maintenance of the cost records under section 209(1)(d) of the Companies Act, 1956.
9. (a) The Company has been generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Wealth Tax, Sales Tax, Custom duty, Excise Duty, Service Tax, Cess and any other material statutory dues applicable to it. There are no Undisputed tax liabilities outstanding as at March 31, 2010, for a period of more than six months from the date they became payable.
(b) **According to the records of the company, there are no dues outstanding of sales tax, income tax, wealth tax, service tax, customs duty, excise duty, cess on account of any dispute as on March 31, 2010 other than the following:**

Nature of Statute	Nature of Dues	Assessment Year	Forum where the dispute is pending	Amount Involved
Income Tax Act, 1961	Income Tax Liability	2004-05	CIT (Appeal)	1181420

10. The Company has no accumulated losses and has not incurred any cash losses during the financial year covered by our audit, and in the immediately preceding financial year.
11. The Company has been generally regular in repayment of dues to financial institutions and banks during the current financial year.
12. According to the information and explanations given to us and based on the documents and records produced to us, the company has not granted loans and advances on the basis of security by way of pledge of shares or debentures or any other securities.
13. The provisions of any special statute applicable to chit funds, nidhi or mutual benefit fund/ society, do not apply to the Company.
14. During the year, the Company did not deal or trade in shares, securities, debentures and other investments.
15. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
16. Term Loans were applied for the purpose for which they were obtained.
17. Based on the information and explanations given to us and on an overall examination of the Balance sheet of the Company, in our opinion, there are no funds raised on a short term basis which have been used for long term investment.
18. The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956 during the year.
19. The Company has not issued any debentures during the year.
20. The Company has not raised any money through public issue during the year.
21. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

**For Swamy & Chhabra
Chartered Accountants**

**C. Ayyaswamy
Partner**

**Membership No: 21754
Firm Registration No.113036W**

Mumbai, Dated : 31st May, 2010

ANNUAL REPORT 2009 - 2010

BALANCE SHEET

Schedule AS AT 31ST MARCH 2010 AS AT 31ST MARCH 2009

SOURCES OF FUNDS	No.	Rs.	Rs.	Rs.	Rs.
SHAREHOLDERS' FUNDS					
(a) Share Capital	1	95014000		95014000	
(b) Reserves & Surplus	2	<u>180041115</u>	275055115	<u>156717616</u>	251731616
LOAN FUNDS					
(a) Secured Loans	3	99605639		113583884	
(b) Unsecured Loan From Others		<u>1814663</u>	101420302	<u>1500000</u>	115083884
DEFERRED TAX LIABILITY (NET)			3496023		2945146
TOTAL FUNDS EMPLOYED			<u>379971440</u>		<u>369760646</u>
APPLICATION OF FUNDS					
FIXED ASSETS					
(a) Gross Block	4	250140475		239205917	
(b) Less: Depreciation		<u>123935763</u>		<u>115842354</u>	
(c) Net Block			126204712		123363563
INVESTMENTS	5		11400000		11400000
CURRENT ASSETS, LOANS AND ADVANCES					
(a) Inventories	6	72804443		85681010	
(b) Sundry Debtors	7	146656858		114751199	
(c) Cash & Bank Balances	8	13794825		5476824	
(d) Loans & Advances	9	98218319		87077215	
(e) Other Current Assets	10	12611260		9069071	
(f) Advances to Suppliers		<u>10871263</u>		<u>14006919</u>	
		354956969		316062238	
Less : CURRENT LIABILITIES AND PROVISIONS					
(a) Current Liabilities	11	101590241		62260805	
(b) Provision for Taxation and FBT		<u>11000000</u>		<u>18804350</u>	
		112590241		81065155	
NET CURRENT ASSETS			242366728		234997083
TOTAL ASSETS (NET)			<u>379971440</u>		<u>369760646</u>

Notes on accounts 18
As per our report of even date

For and on behalf of the Board of Directors

FOR SWAMY & CHHABRA
Chartered Accountants

VELJI L. SHAH - CHAIRMAN

HARESH V. SHAH - DIRECTOR

C.AYYASWAMY
(Partner)
Membership No-021754
Firm's Registration No - 113036W
Mumbai, Dated 31st May, 2010

Mumbai, Dated 31st May, 2010



PROFIT AND LOSS ACCOUNT

	Schedule	YEAR ENDED 31ST MARCH 2010 Rs.	YEAR ENDED 31ST MARCH 2009 Rs.
	No.		
INCOME			
Sales	12	405871032	278007056
Miscellaneous Income	13	13033179	7150735
Increase/Decrease in Stock	14	-13946803	-2376019
TOTAL :		<u>404957408</u>	<u>282781772</u>
EXPENDITURE			
Raw Material Consumed	15	213809525	170140938
Manufacturing & Other Expenses	16	98630952	76512440
Purchase of traded goods		31458328	-
Interest & Financial Charges	17	20905367	22822573
Depreciation		14611158	14445257
TOTAL :		<u>379415330</u>	<u>283921208</u>
Profit For The Year		25542078	-1139436
Provision For Taxation		3500000	-
Provision For deferred taxation		550877	910164
Prior years tax adjustments		-1832298	
Provision For Fringe benefit Tax		-	212667
Profit After Tax		23323499	-2262267
Earnings Per Share - Basic/Diluted (Rs)		2.45	-0.24
Nominal value of share		10	10

Notes on accounts

18

As per our report of even date

For and on behalf of the Board of Directors

FOR SWAMY & CHHABRA
Chartered Accountants

VELJI L SHAH - CHAIRMAN

HARESH V. SHAH - DIRECTOR

C.AYYASWAMY
(Partner)
Membership No-021754
Firm's Registration No - 113036W

Mumbai, Dated 31st May, 2010

Mumbai, Dated 31st May, 2010

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SCHEDULES FORMING PART OF THE BALANCE SHEET

SCHEDULE - 1	As At 31-Mar-10	As At 31-Mar-09
SHARE CAPITAL		
A. AUTHORIZED CAPITAL		
1,10,00,000 Equity Shares Of Rs.10 each	110000000	110000000
14,00,000 Preference Shares of Rs.100 each	140000000	140000000
Total :	<u><u>250000000</u></u>	<u><u>250000000</u></u>
B. ISSUED, SUBSCRIBED & FULLY PAID UP		
95,01,400 Equity Shares of Rs.10 each fully paid up	95014000	95014000
Total :	<u><u>95014000</u></u>	<u><u>95014000</u></u>

Notes :

1. Out of the above 16,50,000 Equity Shares have been issued as fully paid up for consideration other than cash

SCHEDULE - 2

RESERVES & SURPLUS

CAPITAL RESERVE

Balance As Per Last Balance Sheet	5125038	5125038
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CAPITAL REDEMPTION RESERVE

Balance As Per Last Balance Sheet	21200000	21200000
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GENERAL RESERVE

Balance As Per Last Balance Sheet	10353112	10353112
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PROFIT & LOSS RESERVE ACCOUNT

Balance As Per Last Balance Sheet	120039466	122301733
Add : Profit During The Year	<u>23323499</u>	<u>143362965</u>
Total :	<u><u>180041115</u></u>	<u><u>156717616</u></u>

SCHEDULE - 3

SECURED LOANS

I. a) Overdraft with Cosmos Co-Op. Bank Ltd (Secured by Hypothecation of stock and/ Debtors)	16854635	22419916
b) Packing Credit Loan with Cosmos Co-Op. Bank Ltd (Secured by Hypothecation of Stock)	59904259	60657010
II. Term Loan : Cosmos Co-Op. Bank. Ltd	19635780	29576268
III. Vehicle Loan (Secured by hypothecation of Vehicles)	<u>3210965</u>	<u>930690</u>
Total :	<u><u>99605639</u></u>	<u><u>113583884</u></u>

Notes :

1. All loans from Cosmos Co-Op. Bank Ltd. are secured by Stock and Debtors and Collateral security of factory premises, Plant & Machinery and other Fixed Assets at Andheri & Daman.
2. All the Secured Loans from Cosmos Co-Op.Bank are also guaranteed by Mr.Velji L.Shah & Mr.Haresh V.Shah,Directors in their personal capacity.
3. Term Loan from Cosmos Co.op.Bank Ltd is secured by hypothecation of Machinery at Kandla .
4. Vehicle loans are secured by hypothecation of Motor Cars.



TOKYO PLAST INTERNATIONAL LIMITED

SCHEDULE - 4

FIXED ASSETS

Particulars	Gross Block				Depreciation				Net Block	
	Cost as on 1-Apr-2009	Additions	Deletions	Cost as on 31-Mar-2010	Upto 31-Mar-2009	Current Year	On deletions	As on 31-Mar-2010	As on 31-Mar-2010	As on 31-Mar-2009
Land at Daman	318068			318068					318068	318068
Factory Premises At Andheri	21000000			21000000	7245970	701400		7947370	13052630	13754030
Factory Building - At Daman	30201546			30201546	12258629	1008048		13266677	16934869	17942917
Factory Building - At Kandla	9814822			9814822	351752	327815		679567	9135255	9463070
Plant & Machinery	97825618	4367191	6517750	95675059	45634819	6546626	6517750	45663696	50011363	52190799
Electrical Installations	4763992			4763992	1284135	181747		1465882	3298110	3479857
Mould & Dies	61520771	9313442		70834213	42681797	4894237		47576034	23258179	18838974
Furniture	7063754			7063754	2720132	360257		3080389	3983365	4343622
Computers	1463750	171286		1635036	1052873	127824		1180697	454339	410877
Office Equipments	1144715	109588		1254303	708018	29505		737523	516780	436697
Motor Vehicles	4088881	3490801		7579682	1904229	433699		2337928	5241754	2184652
TOTAL	239205917	17452308	6517750	250140475	115842354	14611158	6517750	123935763	126204712	123363563

SCHEDULE - 5

INVESTMENT (At Cost)

LONG TERM TRADE INVESTMENTS

Quoted Investments in shares of companies under same Management:

11,20,000 Fully Paid up Equity Shares of Rs.10 each of Tokyo Finance Limited. **11200000** 11200000

UNQUOTED FULLY PAID UP NON TRADE INVESTMENT:

1. 1000 Shares in Marol Co-op Industrial Estate Society Ltd **100000** 100000
 2. 1000 Shares of Rs.100 each with Cosmos Co-Op. Bank Ltd. **100000** 100000

Total : **11400000** **11400000**

Market Value of quoted investment as on 31-03-2010 is Rs.4368000 (Previous Year Rs.3203200)

SCHEDULE - 6

INVENTORIES (Refer Note No.1(e) of Schedule 18)

Raw Materials **12159147** 13066584
 Semi-Finished Goods **31301722** 37443407
 Finished Goods **22131495** 29936613
 Packing Material **7212079** 5234406
Total : **72804443** **85681010**

SCHEDULE - 7

SUNDRY DEBTORS (Refer Note No.16 of Schedule 18)

Outstanding For More Than Six Months **93292380** 92526987
 Others **53364478** 22224212
Total : **146656858** **114751199**

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SCHEDULE - 8

CASH AND BANK BALANCE

Cash On Hand	2200074	648282
Balance in Current Accounts with Scheduled Bank	-874695	-2329614
Fixed Deposit With Banks	<u>12469446</u>	<u>7158156</u>
Total :	<u><u>13794825</u></u>	<u><u>5476824</u></u>

SCHEDULE - 9

LOANS & ADVANCES (Unsecured , Considered Good)

Advances Recoverable in Cash or in kind or for value to be received	12839173	26799350
<u>Due From Companies under the same management</u>		
Tokyo Constructions Ltd (Maximum amount due during the year is Rs 31568928/-, P.Y. Rs. 15409162/-)	31568928	12925177
Tokyo Finance Ltd (Maximum amount due during the year is Rs 59369277/-, P.Y Rs.58530887/-)	<u>51989783</u>	<u>45382753</u>
Due From Others	<u>1820435</u>	<u>1969935</u>
Total :	<u><u>98218319</u></u>	<u><u>87077215</u></u>

SCHEDULE - 10

OTHER CURRENT ASSETS

Export Benefits Receivable	6659165	3674188
DEPB Receivable	2442964	1812350
Balance in RG 23 A Part II	106036	616165
Balance in RG 23 C Part II	111280	1097792
Prepaid Expenses	459021	214963
Service Tax Receivable	733315	397427
VAT Receivable	1449259	1195067
PLA Reg.	9068	70
Forward Contract deferred premium	<u>641152</u>	<u>61049</u>
Total :	<u><u>12611260</u></u>	<u><u>9069071</u></u>

SCHEDULE - 11

CURRENT LIABILITIES & PROVISIONS

CURRENT LIABILITIES

a) Sundry Creditors			
Small scale industrial undertakings (Refer Note No.19 of Schedt	24233906	6819047	
Others	24325291	26381447	
Bills Payable	<u>37857339</u>	<u>8213114</u>	41413608
b) Advance From Customers	6223939		17920053
c) Other Liabilities & Provisions	5436766		2927144
d) Advance against forward contract cancellation	3513000		
Total :	<u><u>101590241</u></u>		<u><u>62260805</u></u>

Note : The above information regarding small scale industrial undertaking has been determined to the extent such parties have been identified the basis of information available with the Company. This been relied upon by the Auditors.



TOKYO PLAST INTERNATIONAL LIMITED

SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT

SCHEDULE - 12	Year Ended	Year Ended
SALES	31-Mar-10	31-Mar-09
Export Sales	392286413	256011805
Local Sales	8609962	4596156
Export Benefits	8245724	3219244
Profit on Exchange Rate Fluctuations	-3271067	14179851
Total :	<u>405871032</u>	<u>278007056</u>
SCHEDULE - 13		
MISCELLANEOUS INCOME		
Dividend	15000	15000
Interest	7330486	7074686
Forward Contract	4542041	-
Premium on Forward Contract	641152	61049
Profit on Sale of Fixed Assets	504500	-
Total :	<u>13033179</u>	<u>7150735</u>
SCHEDULE - 14		
INCREASE/DECREASE IN STOCK		
Opening Stock :		
Finished Goods	29936613	21535239
Semi Finished Goods	37443407	67380020 48220800 69756039
Less : Closing Stock		
Finished Goods	22131495	29936613
Semi Finished Goods	31301722	53433217 37443407 67380020
Total :	<u>-13946803</u>	<u>-2376019</u>
SCHEDULE - 15		
RAW MATERIALS & STORES CONSUMED		
Opening Stock :		
Raw Materials	13066584	14971345
Packing Materials	5234406	18300990 7250657 22222002
Add : Purchase		
Raw Materials	183172127	147990369
Packing Materials	31707634	214879761 18229557 166219926
Less : Closing Stock		
Raw Materials	12159147	13066584
Packing Materials	7212079	19371226 5234406 18300990
Total :	<u>213809525</u>	<u>170140938</u>

SCHEDULE - 16

MANUFACTURING & OTHER EXPENSES

Employee Cost	28665681	19152241
Traveling & Conveyance	3856392	3251544
Power & Fuel	15732473	11153781
Postage, Telephone & Courier	2397424	2204722
Repairs & Maintenance	6575170	4861699
Freight, Delivery & Transport Charges, commission	26618595	20850934
Legal & Professional Fees	1066675	1875098
Exhibition & Fairs	1667182	1003672
Advertisements	518349	270668
Miscellaneous Expenses	3438017	1569019
Security Charges	944082	921812
Water Charges	395347	399655
Membership & Subscription	40468	60619
Rent, Rates & Taxes	3343270	2710371
Insurance Charges	403040	379826
Printing & Stationery	704043	549954
Directors Remuneration	840000	840000
Listing Fees	72472	60990
Motor Vehicle Expenses	1324637	1091789
Claim against Export	27636	1984463
Loss on Ex. Fluctuation - M/c	-	1198330
Lodging & Boarding Exp.	-	91465
Service Tax on Services	-	29788
Total :	<u>98630952</u>	<u>76512440</u>

SCHEDULE - 17

INTEREST & FINANCE CHARGES

Interest	18383129	20840153
Other Finance Charges	2522238	1982420
Total :	<u>20905367</u>	<u>22822573</u>



SCHEDULE - 18
NOTES FORMING PART OF THE ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES:

a) Basis of Accounting:

The financial statements are prepared under historical cost convention, on a going concern basis, in accordance with Generally Accepted Accounting Principles in India and are in accordance with the requirements of the Companies Act, 1956 and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India.

b) Fixed Assets:

Fixed Assets are stated at cost. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use and also comprises of borrowing costs attributable to acquisition and construction of assets up to the date when such asset is ready for its intended use.

c) Depreciation:

Depreciation on fixed assets is provided for on the "Straight Line Method" as per the rates and in the manner prescribed by Schedule XIV of the Companies Act, 1956.

d) Impairment of Asset :

In accordance with AS 28 on 'Impairment of Assets' issued by the Institute of Chartered Accountants of India, where there is an indication of impairment of the companies assets, the carrying amounts of the companies assets are reviewed at each balance sheet date to determine whether there is any impairment. The recoverable amount of the assets (or where applicable that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. An impairment loss is recognized whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. Impairment loss if any, is recognized in the Profit & loss account.

e) Valuation of Inventories:

Inventories are valued as under:

- (i) Raw Materials - At Cost
- (ii) Semi-Finished Goods - Valued at material cost plus estimated conversion cost.
- (iii) Finished Goods - Valued at Material cost plus estimated conversion cost

Revenue Recognition

Sales

Sales are accounted on despatch of products to customers

Export Benefits

Benefit on account of entitlement to import goods free of duty under the "Duty Entitlement Pass Book under Duty Exemption Scheme" is accounted in the year of export.

f) Retirement Benefits

i) Gratuity:

Gratuity is accounted on cash basis.

ii) Bonus:

Bonus is accounted on accrual basis.

iii) Provident fund :

Provident Fund is charged to the profit & loss account when the contributions to the respective funds are due.

g) Investments:

Long Term and unquoted investments are valued at cost. No depreciation is provided in respect of diminution in the market value of shares held as long term investment as the diminution is considered temporary.

h) Foreign Exchange Transactions:

Transactions made in foreign currency during the year are translated at rates closely approximating those ruling at the transaction date. Gains and losses arising out of subsequent fluctuations are accounted for on actual payment or realizations. Current assets and liabilities denominated in foreign currency as at the Balance Sheet date are converted at the exchange rates prevailing on the 31st March of the financial year. Exchange differences are recognized in the Profit and Loss Account. Pursuant to the adoption of Companies(Accounting Standard) Rule, 2006, with effect from April 1, 2007.

Monetary items covered by forward contracts are valued at the spot rate at the inception of the transaction. The premium or discount arising at the inception of such forward contract is amortised as expense or income over the life of the contract.

i) Taxation:

Current Tax Provision has been made in accordance with the Income Tax Act, 1961.

Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing difference that result between the profit offered for income tax and the profit as per the financial statements. Deferred tax assets and liabilities are measured as per the tax rates / laws that have been enacted or substantively enacted by the Balance Sheet date and are reviewed for appropriateness of their respective carrying values at each Balance sheet date. The major Component is Depreciation

j) Provisions and Contingent Liabilities :

Provisions are recognized when the company has a legal and constructive obligation as a result of past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are disclosed when a company has possible obligation or a present obligation and it is uncertain as to whether a cash outflow will be required to settle the obligation.

2 Related Party Transactions:

The company has transactions with the following related parties:

Associates : Tokyo finance Limited, Tokyo Constructions Limited, Siddh International Mahavir Houseware Distributors Inc., Tokyo Exim Limited and Trishla distributors Inc.
Director : Hareesh V. Shah

The summary of the transactions with the above related parties is as follows:

Nature of Transactions	Rupees in lakhs			
	Associates		Key management personnel	
	2009-10	2008-09	2009-10	2008-09
Purchases	-	3.69	-	-
Sales	-	-	-	-
Investments	-	-	-	-
Loans/Advances Taken	3.15	15.00	-	-
Loans/Advances Given *	251.31	-127.38	-	-
Remuneration to Director	-	-	8.40	8.40
Others	9.00	5.94	-	-

* Negative balance represents repayment of loans

Amount Outstanding on 31 st march,2010

Loans/Advances Given	835.59	583.08	-	-
Loans/Advances Taken	18.15	15.00	-	-
Amount Receivable	502.97	509.13	-	-
Investments	112.00	112.00	-	-



TOKYO PLAST INTERNATIONAL LIMITED

Earnings Per Share		Year Ended	Year Ended
Particulars		31-Mar-10	31-Mar-09
	Number of Equity Shares at the beginning of the year (In Lacs)	95.01	95.01
	Number of Equity Shares at the end of the year (In Lacs)	95.01	95.01
	Weighted Average number of shares at the end of the year (In Lacs) (A)	95.01	95.01
	Net Profit after Tax available for Equity share holders (B)	233.23	(22.62)
	Earning per share (C = B / A)	2.45	-0.24
3	Segment Reporting		
	Product wise Sales		
	Thermoware Products	3757.18	2780.07
	Stainless Steel Products	283.53	-
	Moulds	18.00	-
	Total	4058.71	2780.07
	Segmentwise results and capital employed cannot be bifurcated since the Company has a common resource pool for executing the defferent type of products		
4	Contingent liabilities not provided for :-		
	a. Claims made by the party not acknowledged as debts as on 31st March 2010 amounting to Rs.25.67 (Previous year Rs.25.67)		
	b. Guarantee given by the bank on behalf of the company to third parties aggregating to Rs. 6.50 Lacs (Previous Year 6.50 lacs)		
	c. Income Tax matters - Matters decided against the Company in respect of which the Company has preferred an appeal for AY 2004-05 Rs.11.81 lakhs		
5	Remuneration to M.D and Whole time Director :		
		Year Ended	Year Ended
		31-Mar-10	31-Mar-09
	Remuneration paid to Whole time Director - Salary	840000	840000
	Computation of Net Profit U/s 198 read with Sec.309 (5) of Companies Act 1956		
	Profit as per Profit and Loss Account	25542078	-1139436
	Add: Managerial Remuneration paid to Haresh V Shah	840000	840000
	Total	26382078	-299436
	Maximum remuneration payable to whole - time directors at the rate of 10% of net profits (@ 5% for each Director) or as per Schedule XIII to the Companies Act, 1956 in case of no profits or profits are inadequate	1800000	1800000
6	Auditors Remuneration		
	As Audit Fees	300000	200000
	Taxation Services	40000	40000
	Other Services	10000	10000
	Service Tax and Education Cess	36050	25750
	Total	386050	275750

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7	Break up of Materials and Stores & Spare Parts Consumed :	Value (Rs.)	Percentage	Value (Rs.)	Percentage
	Materials				
	Imported at landed cost	21866907	10	39111154	23
	Indigenously Procured	191942618	90	131029784	77

ADDITIONAL INFORMATION AS REQUIRED UNDER PARA 3,4C & 4D OF PART II OF SCHEDULE VI OF THE COMPANIES ACT, 1956.

8 Capacities, Production/Purchase, Turnover of Sales and Closing Stock Of Finished Goods:

	Particulars	U/M	Year	Installed Capacity	Production Qty	Turnover Qty	Value (Rs.)
a.	Plastic Moulded Articles	Pcs.	31-Mar-2010	N.A	2557502	2634061	346137180
		Pcs.	31-Mar-2009	N.A	1942988	1844738	255891325
b.	Trading Exports	Pcs.	31-Mar-2010	N.A	953615	964134	54759195
		Pcs.	31-Mar-2009	N.A	158392	270931	4230526

9	Raw Material and Packing Material Consumed:		Year Ended 31/03/2010		Year Ended 31/03/2009
	Material Description	Unit	Qty.	Value (Rs.)	Qty. Value (Rs.)
a.	Polypropylene	Kgs.	910500	57070901	658002 50624419
b.	HDPE	Kgs.	473005	32564325	359700 25908735
c.	Isocyanate	Kgs.	115750	9904246	73500 8290089
d.	Polyol	Kgs.	104120	10013164	76267 7639463
e.	Stainless Steel			49818215	33294103
f.	Others			54438674	44384129
				----- 213809525 =====	----- 170140938 =====

10	Stock		Opening Stock		Closing Stock
			Qty.	Value	Qty. Value
	Finished Goods and Trading goods				
	For year Ended 31/03/2010		1052023	29936613	964945 22131495
	For year Ended 31/03/2009		1066312	21535239	1052023 29936613

11	Value of Imports On C.I.F. Basis		Year Ended 31/03/2010		Year Ended 31/03/2009
	Raw Materials			22272536	40185006
	Machinery			-	11599107
				----- 22272536 =====	----- 51784114 =====

12	Expenditure in Foreign Currency:				
	a. On Foreign Travel			1198148	511160
	b. Others			1818554	883562
				----- 3016702 =====	----- 1394722 =====

13	Earnings In Foreign Exchange:				
	Exports Of Goods On F.O.B Basis			377475104	251661154



TOKYO PLAST INTERNATIONAL LIMITED

14 The Amount Remitted During The Year In Foreign

Currencies on account of dividends :	Nil	Nil
Number Of Non-Resident Shareholders	232	239
Number of Shares Held By Them	788756	828846

15 Particulars of Employees under section 217(2A) of the Company Act 1956:

Number of Employees who are employed throughout the year and were in receipt of remuneration of Rs.2400000 or more per year.

	Nil	Nil
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Number Of Employees who are employed for a part of the year and who were in receipt of Rs.200000 or more per month

	Nil	Nil
--	------------	-----

16 Details of Sundry Debtors :

A. Debts outstanding for a period exceeding six months	93292380	92526987
B. Other Debts	53364478	22224212
C. Debts considered good and in respect of which the company is fully secured.	Nil	Nil
D. Debts considered good for which the company holds no security, and	93486570	73554371
E. Debts considered doubtful or bad	53170288	41196828

The Company has not provided for doubtful debts as it is making efforts to recover the same to the extent possible. In the event of the efforts not fructifying the provisions would be made in the ensuing year after due approval from the authorities.

17 Advances due from Directors :

i. Amounts due by directors or other officers of the Company.	Nil	Nil
ii. The maximum amount due by Directors or other officers of the Company at any time during the year	Nil	Nil

18 Expenditure on Repairs & Maintenance

Repairs to Machinery and Mould	3605327	3275987
Repairs to Building	1988371	771657
Others	981473	814055
	6575171	4861699

19 Name of the small scale industrial undertakings to whom the Company owed any sum which was outstanding for more than 30 days at the end of the financial year are as follows (to the extent such parties have been identified from the available documents/information) :-

Asian Narrow fabrics Co, Deev Engineers, Deo Surgical & Scientific Co., Divine Tool Engineers, Dowell Aerosols, Expo Packaging, Fame Enterprises, Glasso Pack, Heena Appliances, M Colour Concentrates, Mahavir Chemo Plast Pigments, Makers Polyfilm Pvt. Ltd., Matchwel Colourants, Mixwel Polymers, Milak Plastic Enterprises, Procam Graphics, S.S.Mould Works, Sabari Poly Pack, Sneha Industries, Vahid Paper Convertors, Vaibhav Enterprises, V. Milak Enterprises, Yes Plastics.

20 Comparable figures have been regrouped/reclassified wherever necessary :

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21 Balance Sheet Abstract and Company's General Business Profile :

i. Registration Details

a. State Code	:	11
b. Registration No.	:	69617
c. Balance Sheet Date	:	31-03-2010

ii. Capital raised during the year (Amount in Rs. Thousands)

a. Public Issue	:	Nil
b. Right Issue	:	Nil
c. Bonus Issue	:	Nil
d. Private Placement	:	Nil

iii. Position of mobilisation and deployment of funds (Amount in Rs. Thousands)

a. Total Liabilities	:	379971
b. Total Assets	:	379971

Sources of Funds

a. Paid Up Capital	:	95014
b. Reserve & Surplus	:	180041
c. Secured Loans	:	99606
d. Deferred Tax Liability (Net)	:	3496

Application of Funds

a. Net Fixed Assets	:	126205
b. Investments	:	11400
c. Net Current Assets	:	242367
d. Misc. Expenditure	:	Nil
e. Accumulated Losses	:	Nil

iv. Performance of Company

a. Turnover	:	405871
b. Total Expenditure	:	380329
c. Profit Before Tax	:	25542
d. Profit After Tax	:	23323
e. Earning Per Share	:	2.45
f. Dividend Rate (Proposed)	:	Nil

v. Generic Names of Three Principal Products of The Company (as per Monetary Terms)

a. Item Code No. (ITC Code)	:	3924.10
Product Description	:	Plastic Insulatedware
b. Item Code No. (ITC Code)	:	3924.90
Product Description	:	Household Articles

Signature to Schedule 'I' to '18'
As per our report of even date

For and on behalf of the Board of Directors

FOR SWAMY & CHHABRA
Chartered Accountants

VELJIL. SHAH - CHAIRMAN

HARESH V. SHAH - DIRECTOR

C.AYYASWAMY
(Partner)
Membership No-021754
Firm's Registration No - 113036W

Mumbai, Dated 31st May, 2010

Mumbai, Dated 31st May, 2010



TOKYO PLAST INTERNATIONAL LIMITED

CASH FLOW STATEMENT AS AT 31ST MARCH 2010

	As at 31st March, 2010		As at 31st March, 2009	
	Rupees in Lakhs	Rupees in Lakhs	Rupees in Lakhs	Rupees in Lakhs
A. Cash flow from operating activity:				
Net Profit before tax and extraordinary items		255.42		-11.39
Adjustments for :				
Depreciation	146.11		144.45	
Interest Paid	209.05		228.23	
Profit/Loss on sale of Fixed Assets	-5.05		-0.11	
Interest,dividend and Premium	-79.87	270.24	-71.51	301.06
Operating profit before working capital changes		525.66		289.67
Adjustments for:				
Trade and other Receivables	-511.65		141.54	
Inventories	128.77		62.97	
Other Current Assets	-35.42		15.88	
Trade Payables	393.29	-25.01	-36.34	184.05
Cash generated from operations		500.65		473.71
Direct tax		-17.82		3.36
Cash flow before extraordinary items		518.47		470.35
Extraordinary items		-		-
Net cash from operating activities		518.47		470.35
B. Cash flow from investing activities:				
Purchase of fixed assets	-174.52		-371.82	
Sale of fixed assets	5.05		5.15	
Interest,dividend and Premium	79.87		71.51	
Net cash used in investing activities		-89.60		-295.16
C. Cash flow from financing activities				
Interest Paid	-209.05		-228.23	
Proceeds from long term borrowings	-136.64		19.24	
Net cash used in financing activities		-345.69		-208.99
Net increase in cash and cash equivalents		83.18		-33.80
Cash and Cash equivalents as at the beginning of the year		54.77		88.57
Cash and Cash equivalents as at the end of the year		137.95		54.77
(Schedule No 8. of the Schedule forming part of the Balance Sheet)				

This is cash Flow Statement referred to in our report of even date.

FOR SWAMY & CHHABRA
Chartered Accountants

C.AYYASWAMY
(Partner)
Membership No-021754
Firm's Registration No - 113036W
Mumbai, Dated 31st May, 2010

For and on behalf of the Board of Directors

VELJI L. SHAH - CHAIRMAN
HARESH V. SHAH - DIRECTOR

Mumbai, Dated 31st May, 2010



ATTENDANCE SLIP

TOKYO PLAST INTERNATIONAL LTD.

Registered Off : 102, Thosar House, Hanuman Cross Road No.1,
Vile Parle (East), Mumbai - 400 057.

Please complete the Attendance Slip and hand it over at the entrance of the Meeting Hall. Please also bring your copy of the enclosed Annual Report.

I hereby record my presence at the SEVENTEENTH ANNUAL GENERAL MEETING of the Company held on 29th September, 2010 at Utkarsh Mandal Hall, Ground Floor, Malviya Road, Vile Parle (E), Mumbai - 400 057. at 4.00 p.m.

REGD. FOLIO NO. _____ NO. OF SHARES _____

NAME OF THE SHAREHOLDERS (IN BLOCK LETTERS)



PROXY FORM

TOKYO PLAST INTERNATIONAL LIMITED

Registered Off : 102, Thosar House, Hanuman Cross Road No.1,
Vile Parle (East), Mumbai - 400 057.

REGD. FOLIO NO. _____ NO. OF SHARES _____

I/We _____

of _____

hereby appoint _____ of _____

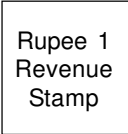
or falling him _____ of _____

or falling him _____ of _____

as my/our Proxy to attend and vote for me/us and on my/our behalf at the Seventeenth Annual General Meeting of the Company to be held on 29th September, 2010 and at any adjournment thereof.

AS WITNESS my/our hand this _____ day of _____ 2010

Signed by the said _____



Note : The Proxy must be deposited at the Registered Office of the Company not less then 48 hours before the time of holding the Meeting.

BOOK - POST

To,

if undelivered, please return to :

TOKYO PLAST INTERNATIONAL LIMITED

Registered Off :

102, Thosar House,

Hanuman Cross Road No.1,

Vile Parle (East),

Mumbai - 400 057.