CERTIFIED TRUE COPY.

For Mon Spe India Ind.

Company Secretary



MONOTYPE INDIA LIMITED

35TH ANNUAL REPORT 2009 - 2010 Directors
RAJESH JAIN
Chairman &
Executive Director

Auditors
PATNI & CO.

ASHOK KUMAR V. V. AGARWALLA

Bankers The Federal Bank Limited

Secretary S. P. GHOSH

Registered Office 27, AB Royd Street Kolkata - 700 016

Registrar and Share Transfer Agent Niche Technologies Pvt. Ltd. D – 511, Bagree Market, 5th Floor 71, B R B Basu Road Kolkata – 700 001

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Monotype India Limited

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NOTICE OF ANNUAL GENERAL MEETING

MOTICE is hereby given that the Thirty Fifth Annual General Meeting of the Company will be held at the Company's Workshop at 8 Waterloo Street, Kolkata 700 089 on Thursday, the 22rd July 2010 at

10 A.M. to transact the following business:

To receive, consider and adopt the accounts of the Company for the year angled 31* March.

2010 and the reports of the Directors and the Auditors thereon.

To appoint a Director in place of Sri Vivek Vardhan Agarwalia who retires by rotation, and

being eligible offers himself for reappointment.

3. To appoint Auditore and fix their remuneration and for this purpose to consider and if

thought fit, to pass the following Resolution as an Ordinary Resolution:

RESOLVED that M/s Patril & Co., Chartered Accountants be and are hereby appointed

Auditors of the Company and to hold office from the conclusion of this meeting until the

conclusion of the next Annual General Meeting of the Company at such remuneration plus

reimbursement of out of pocket expenses for conducting the Audit as may be agreed upon

between the Auditors and the Board of Directors of the Company.

By Order of the Board

Registered Office : 27 AB Royd Street,

Kokata: 700 016

8.P. Ghosh Company Secretary

Dated: 20° May 2010

†



NOTES -

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A
 PRIOXY TO ATTEND AND VOTE IN HIS/HER STEAD AND A PROXY NEED NOT BE A MEMBER OF
 THE COMPANY. Proxies to be effective must be deposited at the Registered Office of the
 Company not less than FORTY EIGHT hours before the time of the meeting.
- Members are requested to bring their copy of Annual Report and the Attendance Slip to the meeting.
- The Register of Members and Share Transfer Books of the Company will remain closed from 20th July 2010 to 22th July 2010 both days inclusive.
- Nomination facility is now available to the members in respect of the shares held by them as
 per provisions of the amended Companies Act, 1956. Members intending to avail the facility
 may obtain Form 2B from the Secretarial Department.
- 5. Pursuant to provisions of Section 20\$A read together with Section 205C of the Companies Act 1958 dividende etc for the financial year ended 31" March 2000 and thereafter which with remain unpaid or unclaimed for a period of seven years will be transferred to the credit of "The Investor's Education & Protection Fund" of the Central Government, it may be noted that under the Act, once the unclaimed dividend amount is transferred, no claim shall lie in respect of such amount. Our Company has not paid any dividend from the financial year ended 31" March 1999 and thereafter.
- Sri. Vivek Vardhan Agarwalla (Age 42 Years), who retires by rotation at this meeting, is an
 established Businessman and has wide knowledge and experience in business at various
 levels.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31" MARCH 2010

The Directors present herewith the Annual Report with the Audited Accounts of the Company for the Financial Year ended 31" March 2010.

Financial Result : (Rupees in Lakh)

Paristalora	Year to 31" Merch 2018	Year to 31" March 2009		
Profit(Loss) for the period Before Depreciation and Teparion	(1.59)	5.78		
tess Depreciation Provision for Income Tax	000	0.00 .58		
Net Profit(Loss)	(1.53)	5.19		
Barance of Profit / (Lose) brought forward from the previous year	(548.83)	[652 02]		
Balance Carried to Balance Sheet	(548.36)	(546-83)		

PERFORMANCE

The total income of the Company was Rs. 2.48 lacs as against Rs. 8.18 lacs for the previous year. The Company has made a net loss of Rs. 1.53 lacs as against net profit of Rs. 5.19 lacs for the previous financial year. The income during the year is mainly due to limited trading activities through agency and investment in shares/securities.

RISK MANAGEMENT

The company has identified the following areas for risk management:

- 1. Share trading/investments
- 2. Loans given to bodies corporate

investments in shares are mostly made through professional Portfolio Managers and have been yielding high returns since the beginning. The investments continued to give above average returns during the financial year.

Loans extended to various bodies corporate are monitored continuously by the management as to the receipt of interest and repayment of principal amount.

OMOENO

Due to accumulated loss in the books of accounts, the directors are not recommending any dividend on equity and preference shares of the Company.

OPERATIONS

The manufacturing operations of the Company remained closed during the period under review.

DIRECTORS RESPONSIBILITY STATEMENT

In compliance of Section 217(2AA) of the Compenies Act 1956 as amended, the Directors of your Company confirm:

- That in the preparation of the annual accounts, the applicable accounting standards have been followed;
- iii) That such accounting policies have been selected and applied consistently and such judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at 31" March 2009 and its Profit for the year ended on that date;
- III) That 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) That the annual accounts have been prepared on a going concern basis.

AUDIT COMMITTEE.

The Audit Committee, which was constituted pursuant to the provisions of Section 292A of the Companies Act. 1956 and the Listing Agreements has reviewed the Accounts for the year ended 31st Merch 2010.

MIL

MANAGEMENT DISCUSSION AND ANALYSIS

The manufacturing operations of the Company have remained closed during the period under review. The management have done investments / trading activities in Shares / Securities. In view of uncertainty of manufacturing business in near future, the Board is unable to comment on the subject.

CAPITAL EXPENDITURE

No capital expenditure during the year was incurred.

AUDITORS OBSERVATION

With regard to the observations of the Auditors in their reports, the details contained in the notes to the Balance Sheet, Profit & Loss Account and notes to the Accounts are self-explanatory and do not call for any further comments from the Directors.

RESEARCH AND DEVELOPMENT

Not applicable at present as the Company is not engaged in manufacturing activities.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUT GO

- Not applicable at present as the company is not engaged in manufacturing activities.
- No foreign exchange earning and out go were there during the year under review.

LISTING AGREEMENT COMPLIANCE

In pursuance of clause 31 of the Listing Agreements, it is stated that the Company's Equity shares are listed at

- (a) i) The Calculta Stock Exchange Association Ltd., Kolkata.
 - The Bombay Stock Exchange Ltd., Mumbai.

(b) The Company has paid annual listing fee upto 2010-2011 to The Calcutta Stock Exchange Ltd. and The Bombay Stock Exchange Ltd.

PARTICULARS OF EMPLOYEES

Information about the particulars of Employees required under Section 217 (2A) of the Companies Act. 1956 read with the Companies (Particulars of Employees) Rules, 1975 is not given in the Annexure to the Director's Report as no employee's remuneration attracts the aforesald provisions.

DIRECTORS

Sri Vivek Vardhan Agarwalla retires from the Board by rotation and being eligible offers himself for reappointment.

INDUSTRIAL RELATIONS

The Company has closed down its manufacturing and other activities in 1999 and has no employee. Hence there is nothing to report on this subject.

CORPORATE GOVERNANCE

Corporate Governance Report as well as Corporate Governance Compliance Certificate are provided as separate Annexure to the report.

AUDITORS

M/s Pethi & Co., Chartered Accountants will retire at the ensuing Annual General Meeting and being eligible offer themselves for reappointment.

ACKNOWLEDGEMENT

The Directors wish to thenk Shareholders and others for the co-operation and support received from them throughout the year.

On behalf of the Board

Place : Kolkata Date : 20° May 2010 Rajesh Jain Chairman



ANNEXURE TO THE DIRECTORS' REPORT REPORT ON CORPORATE GOVERNANCE

Pursuant to clause 49 of the Listing Agreements with the Stock Exchanges and directions of SEBI, a Report on Corporate Governance is given below:

1. Company's Philosophy:

The Company strongly believes in the value of transparency, professionalism and accountability in its dealings with customers, shareholders and every body who comes in contact with the company.

2. Board of Directors

The Board consists of three Directors as on 31" March 2010, two of whom are independent. The details are given below:

Nam●	Category	Attendance Particulars		No of Directors & Committee Members / Chairmanship held in
	1	Board Meetings	Last AGM	other Public Companies in India
Sri Rejesh Jain (Chairman)	ED	Ĝ	YES	NIL
Sd. Ashok Kumar	& NED	6	YES	NIL
Sri. V V Agarwalla	L& NED	6 _	YES	NIL

Note: 1: Independent Director, NED : Non-Executive Director, ED : Executive Director.

Sri Rajesh Jain has became Executive Director as on 22.10.2009

The Board of Directors met alx times during the year on 09.04.2009, 18.06.2009, 16.07.2009, 20.08.2009, 22.10.2009 and 21.01.2010.

The Board of Directors is routinely presented with all information under clause 49 of the Listing Agreement wherever applicable and materially significant by way of mention by the Chairman in the Board Meeting

Code of Conduct :

The Company has laid down a code of conduct for all of its Board Members and Sanior Management Personnel for evoldance of conflict of interest. It has received from all of them the necessary declarations affirming compliance with it during the period.

Remuneration of Directors :

Sitting fees, salary 8, perquiette:

None of the Directors draw any sitting fee or salary & perquiates from the Company.

The Board has constituted two Committees - Audit Committee and Investors/Share holders Grievance Committee.



Audit Committee :

The Audit Committee comprises of Executive/Non-Executive and Independent Directors. Sri V V Agarwalla is the Chairman of the committee w.e.f 22.10.2009 after Sri Rajesh Jain, the Chairman of previous meetings of the committee became Executive Director. Sri Rajesh Jain and Sri Ashok Kumar are the other members of the Committee. The Statutory Auditors are invited to the meetings. The Company Secretary acts as the Secretary to the Committee.

The terms of reference of this Committee cover matters specified for Audit Committee under clause 49 of the Listing Agreement with the Stock Exchanges as well as Section 292 A of the Companies Act, 1956.

Ourling the year 2008-10, five meetings of the Audit Committee were held on 09.04.2009, 18.06.2009, 18.07.2009, 22.10.2009 and 21.01.2010. All the members of the Committee attended the said meetings.

4. Remuneration Committee:

The Company has not set up Remuneration Committee since the Directors do not draw any lee or remuneration from the Company for their services.

investors/Shareholders grievance Committee

The Committee functions under Chairmanship of Sri V.V. Agarwalia w.s.f 22.10.2009 after Sri Rajesh Jain, the Chairman of previous meetings of the committee became Executive Director. The other members of the committee are Sri Rajesh Jain and Sri Ashok Kumar.

The Committee inter-alia, approvas issue of duplicate share certificates, oversees and reviews all matters connected with transfer of securities. The Committee also looks after redressal of shareholders' complaints like transfer of shares, non receipt of balance sheet etc. Sn S. P. Ghosh is the Comptiance Officer of the Company.

Four meetings of the Committee were held on 18.06.2009, 16.07.2009, 22.10.2009 and 21.01.2010. All the members of the Committee attended the meetings.

During the year 2009-2010 three complaints, were received from shareholders, which were duly resolved and no complaint is pending.

The company had no transfer pending at the close of the financial year.

The Board of Directors has delegated the power for approving the transfer of securities to the Charman and the Company Secretary.

General Body Mosting.

Location and other details of last three AGMs:

Financial Year	Date	Location	Time	Special Resolution	Postal Ballof
2006-2007	27.09.07	Monotypa India Ltd., Workshop, 8 Waterioo Sireet, Kolkata – 700 089	10 AM	No	Yes
2007-2008 2006-2009	21.08.08 20.08.09	- Do - - Do -	10 AM 10 AM	No No	No No



Postal Ballot:

Presently there is no proposal for passing Resolution through Postal Ballot at the ensuing Annual General Meeting.

Disclosure regarding respectations of Directors

Sri Vivek Yardhan Agarwalla (Age 43 Years), who retires by rotation at this meeting, is an established Businessman and has wide knowledge and experience in business at various levels.

Disclosure:

There are no materially significant related party transactions other than as disclosed in Note 6 of Schedule 13 made by the Company of material nature with its Promoters, Directors of Management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the company at large.

There were no strictures or penalties imposed by either SEBI or the Stock Exchanges or any Statulory Authority for non-compliance of any matter related to the capital markets during the last three years.

Means of Communication:

- (a) Quarterly and Half yearly Financial Results are prepared and submitted to the Stock Exchanges in accordance with the Listing Agreements and also published in English and Bengall newspapers.
- (b) Annual Audited Résults are sent to the shareholders at their registered address along with the notice of the Annual General Meeting and also published in English and Bengali daity newspaper
- (c) The Company has no Website.
- (d) There is no necessity for the Company displaying office news release and making presentations to institutional investors or to analysts.
- (e) The report of the Directors forming part of the Peport and Accounts includes all aspects of the Management Discussion And Analysis Report.

General shareholder information:

AGM - Date, time & Venue	:	22" July 2010, Time 10 AM, (Company's workshop)

at 6, Waterloo Street, Ground Floor

Kolkata - 700 069

Financial Calendar : - Financial Year 1* April to 31* March.

- Result for the year ending 31" March -

Approximately in June.

Date of Book closure : 20th July to 22th July 2010 (both days inclusive)

Dividend Payment Date : Nil due to accumulated Loss

Listing on Stock Exchanges : Kolkete & Mumbel Stock Exchanges.

The Company has paid listing lees upto period

2010 - 2011 to CSE and to BSE

Stock Gode : 505343

ISIN Number for CDSL : INE 811001016

AIL

Stock Market Data

: Not Available (No transaction recorded in Listed

Stock Exchanges viz; Kolkata Stock Exchange (Regional Exchange) and Mumbai Stock Exchange.

 Registrer & Share Transfer Agent For Physical and Demat Shares Niche Technologies Pvt. Ltd. D – 511 Bagree Market, 5" Floor,

71, BRB Basu Road, Kolkata - 700 001

Share Transfer System

All share transfers received are processed, registered and returned within (30) days from the date of lodgments, if the documents are

complete in all respects

Dematerialization of shares

85.82% of equity shares have been Dematerialized

as on 31" March 2010

Digtribution Of Shareholding:

Distribution of Equity Shareholding as on 31" March 2010

(a) According to Category of Holding:

	Minutes of Suntain	- 44 60 60
1. Promoters	1,223,231	74.20
2. Mutual Fund & UTI	24,145	1.48
3. Nationalized Banks	14,000	0.85
4. Bodies Corporate	158,675	9 53
5. Indian Public	228,445	13 86
Total	1,648,498	100.00

(b) According to number of holding

Number of Sheres	Number of Shareholders	Number of Shares held	%of Shares
1 to 100	544	22,021	1.34
101 to 500	483	104,508	6.34
501 to 2000	101	85,079	5 16
2001 to 10000	â	25,512	1 55
10001 end above	6	1,411,376	65 61
Total	1,124	1,646,496	100.00

 Outstanding GDRs / ADRs /Warranty or any convertible investment, conversion date and likely impact on equity

NIL

Plant Location

NIL. Not applicable at present as the company is

not engaged in manufacturing activities.

Address for Correspondence

: The Company Secretary, Monotype India Ltd.

Registered office.

27 AB Royd Street, Kolkata - 700 016

Non Mandatory Requirements

The Company has not adopted non mandatory requirements as mentioned in Clause 49 of the

Listing Agreement.

On behalf of the Board

Place: Kolkata Date: 20h May 2010 Rejesh Jain

Chairman

DECLARATION BY THE CHAIRMAN

This is to certify that:

- In pursuance of the provisions of clause 49(I)(D) of the Listing Agreements, a Code of Conduct for the Company has been approved by the Board in its meeting held on 26" April 2007.
- The said Code of Conduct has been circulated to Board Members and Senior Management personnel of the Company.
- All of them have affirmed having complied with the said Code of Conduct for the year ended 31st March 2010.

Place : Kolkata

Cale 20th May 2010

Rejesh Jain Chairman Board of Directors



CERTIFICATION BY THE CHAIRMAN, BOARD OF DIRECTORS

We hereby certify that:

- a) We have reviewed financial statements and cash flow statement of M/s Monotype India Ltd, for the year ended 31* March, 2010 and that to the best of our knowledge and belief:
 - These statements do not contain any materially untrue statement or omit eny material fact or contain statement that might be misleading;
 - ii) These statements together present a true and fair view of the company's affairs and are in compliance with 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 violative of the company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the 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 they have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee.
 - There have been no significant changes in internal control over financial reporting during the year;
 - There have been no significant changes in accounting policies during the year, and
 - ili) There have been no matances of significant fraud of which we have become aware and that the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system.

Place : Kolkata

Date : 20th May 2010

Rajesh Jain Chairman Board of Directors



AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

TO THE MEMBERS OF MONOTYPE INDIA LIMITED

We have examined the compliance of conditions of Corporate Governance by Monotype India. Limited, for the year ended on 31" March 2010 as stipulated in clause 49 of Listing Agreement. of the said Company with the Stock Exchanges.

The compliance of condition of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the condition 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 explanation given to usand the representation made by the directors and the management, we certify that having regard to our observation as given in the Auditors report on the Annual Accounts of the company for the year ended 31st March. 2010 the company has complied with the condition of Corporate. Governmence as slipulated in the above-mentioned Listing Agreement except that;

The Shareholders / Investors Grievances Committee have been unable to meet furnightly during the year.

As per the representation received from the company as on 31" March 2010 no investor grievance. is pending for a period exceeding one month against the company.

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

> For PATNLA CO. Chartered Accountants

> > Saahi Sureka

Parmer.

Membership No. 57918

Place : Kolkata

Date : 20th May 2010

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9AL ANCE SHEET AS AT 31ST MARCH 2010

		31st March 2010		31st March 2010			исh 2009
	Schedule	Ris	Rs.	Hs	Rs.		
SOURCES OF FUNDS	_						
Shareholders' Fund :			'				
Share Capital	1	41,484,960		41,484,960			
Reserve & Surplus	2	26,875	41,511,635	26.875	41,511.835		
Loen Funds :				D 145 DBA	3,416,886		
Unsecured Loan	3	2,846,886	2,846,886	3,416,886	3,416,666		
Total			44,358,721		44,928,721		
APPLICATION OF FUNDS:					697,068		
Investments	4	1	47,815		0.57,000		
Current Assets, Loans & Adva	rices :			!			
Cash & Bank balances	5	7,638		79,417			
Loane & Advances	6	491,874		641,394			
		499,512		720.811			
Less : Current Liabilities & Pro	rvision :	Г		1			
Liabilities	7	120,208		267,536			
Pravisions	8	371,512	_	3/1,512			
		491,720		639,048			
Net Current Assets			7,792	: - 	81,754		
Profit & Loss account	9		44,303.114	i	44,149,889		
		1	44,356,721	il	44,928.72		
Total				<u>'</u>			
	13						

The Schedule referred to above form an integral part of the Balance Sheet. This is the Balance Sheet referred to in our Report of even date.

For Pathi & Co Chartered Accountants	On behalf of th	e Board
Sashi Sureka Partner Membership No. 57918	Rajesh Jain Ashok Kumar Vivek V Agarwalis	Chabman Director Director
Place : Kolkela Date : 20th May 2010	S P Ghosh	Secretary

ЖIL

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010

	Schedula	31st Merch 2010 Rs	31st March 2009 (1s
INCOME:		1	
Commission		0	790
Profit on Sale of Shares		1 . 1	
8 Securities	12	0	134,919
Other Income	10	245,638	682.438
Total		245,838	818 14/
EXPENDITURE :		1	
Administrative & Other Expenses	- O	171,954	239,686
Loss on Sale of Shares & Securities	12	227,109	0
Total		399,063	239,688
Profit / (Loss) for the year		(163,225)	578,459
Provision for Income tax		0	(59,193)
Profit / (Loss) after Tax		(153,225)	519,267
Add Balance of Profit from Previou	s Year	(54,682,743)	(55,202,010)
Balance carried to Balance Sheet		(54,835,968)	(54,682,743)
Earning Per Shara (Basic & Diluted (Note No. 8 of Schedule 13))	(0.09)	0.91

NOTES TO ACCOUNTS

13

The schedule referred to above form an integral part of the Profit & Loss account. This is the Profit & Loss Account referred to in our report of even cale.

For Petril & Co Chentered Accountants	On behalf of the	e Board
Sashi Sureke Partner Membership No. 57818 Place Kolkata Data . 20th May 2010	Rajesh Jain Ashok Kumar Yiyek V Agarwalia S P Ghosh	Chairman Director Director Socretary

SHOHEDULES FORMING PART OF THE BALANCE SHEET

	31st March 2010 Re	31st March 2009 As
SCHEDULE -1	1	
Share Capital Authorised :	1 1	
25,00,000 Equity Sheres of Rs.107- each	25,000,000	25,000,000
2.50,000 Preference Shares of Rs.100/- each	25,000,000	25,000,000
	50,000,000	50,000.000
lasued, Subscribed & Paid up :		
16,46,498 Equity Shares of Rs.107 each		
fully pald-up (Previous Year - 16,48,498	15,454,960	16,484,960
Equity Share)		
2,50,000 1% Non-Cumulative Redeemable		
Preference Shares of Rs.100/- each.	25,000,000	25,000,000
fully paid-up (Pravious Year - 2,50,000)		
• • • • • • • • • • • • • • • • • • • •	41,484,960	41,484,960

Note of the above -

- 1,98,720 Equity Shares of Rs.10 each were allotted as fully paid-up pursuant to a contract without payment being received in cash, and
- (ii) 54,000 Equity Shares of Rs.10 each were allotted as fully paid-up bonus shares by way of capitalisation of General Reserve
- (iii) The Preference Shares shall be redeemed at per at the end of 20 years from the date of allotment, i.e. 30 03:2018. The Company has the option to however, redeem the shares at par at any time after the expiry of an Indial period of 60 months from the date of allottment, i.e. after 30.03:2003 by giving the shareholders three month notice of its intention to do so.

SCHEDULE-2

44		1
Reserve & Surplus Surplus on relesue of forfeited shares	26,875 26,875	26.875 26,875
SCHEDULE - 3		
Unsecured Loan: Intercorporate Deposits (Repayable within 1 Year Rs. 28,46,886/ Previous Year Rs. 34,16,886/-)	2,846,886	3, 416,88 6
1101003 100 110 01,10,000)	2,646,886	3,416,886

SCHEDULE FORWING PART OF THE BALANCE SHEET

SCHEDULE-4

INVESTMENTS:

A. INVESTMENTS - LONG TERM (At cost)

		As on 3	1.03.2009			As on	31.03.2010			
Name of the Company	Face Value	Ope	Opening		Purchasea		Sales		Closing	
	(Ha)	Nos.	Amount	Nos.	Amount	NDS.	Amount	Nos.	Amount	
Other than Trade				[_			
Quoted		1	!			ļ				
GKM FPI .	1	9500	398455	٥	D	0	0	950	47815	
Graphile India Limited **	į	0	٥	3168	350605	3166	212283	o	5	
Plethico Pharmacauticals Ltd	10	750	298813	0	0	750	209826	0	0	
Total (A)			697068		350805		422109		47815	

Aggregate Book Value of Crucked Investments Aggregate Book Value of Unquoted Investments Aggregate Market Value of Quoted Investments

47815

418380

^{*} Share Capital of GKW was reduced from 9500 to 960 shares due to reorganisation of face value of shares from Rs. 10/- to Re. 1/-

[&]quot; As per scheme of arrangement between GKW Ltd and Graphite India Ltd, one share of GIL was issued for every 3 shares of GKW.

SHCHEDULES FORMING PART OF THE RALANCE SHEET

	An at 31at March 2010 Rs.	As at 31st March 2009 Pts
SCHEDULE-5		
Cash & Bank Salances		
Balances with scheduled banks		
- In Current Account	7,636	79.417
	7,636	79,417
SCHEDULE - 8	<u> </u>	
Loans & Advances		
(Unsecured & Considered good)	1 1	
Deposits	f11,780	111,780
T.D.S	380.094	529,614
	491,874	641,394
SCHEOULE - 7	 	
Liabilities		
Sundry Creditors	120,208	116,857
Other liabilities	0	150,679
	120,208	267,536
SCHEDULE - 8		
Provisions		
Provision for Taxabon	371,512	371,512
	371,512	371 512
SCHEOULE -9		
Profit & Lose Account		
Debil balance in Profit & Loss A/c	54,835,968	54,6H2 743
Less: General Reserve	10,532,854	10.532,854
	44,303,114	44,149,889

SCHEDULES FORMING PART OF THE PROFIT & LOSS ACCOUNT

SCHEDULE - 10 Other Income	As at 31st March 2010 Ps.	As at 31st March 2009 Fls.
Interest (Gross) (TDS Rs.Nr: PY-Rs.122720)	19,440	616,416
Liability no tonger required written back	150,679	010,410
Dividend income- On Long ferm investments	13.073	3,775
Income from Mutual Fund	62,646	0.1.40
Rill Discounting Charges (TDS Rs Nil; PY Rs 12822)	D	62.247
COMEDIA E 14	245,838	682 438
SCHEDULE - 11 Administrative and Other Expenses		
Auditor's Remuneration (including Service Tax)	11,030	11,030
Auditor's Remuneration in other capacity	5,557	3,372
Depository Charges	6,616	4,495
Legal & Protessional tee	5,830	29,970
Miscellaneous expenses	112,574	128.884
Rates & Taxes	9,225	6,725
Rent	21,120	21,120
Travelling Expenses	0	34,092
	171,954	239,688
SCHEDULE - 12		
Profit on Sale of Shares & Securities	1 1	
a. (Current Investments — Trade)	1 1	
Opening Stock of Securities		
- Shares 0 - Mutual Funds 0	0	184,535
Add : Purchase of Securities		,
- Sheres 0		
- Mutual Funds D	0	16,100,000
	<u> </u>	16,284,535
Less : Sale of Securities		
- Shares 0	.	
- Mutual Funds0		16.419,454
Less Closina	0	134 919
Less Closing - Shares 0		
Mutual Funds 0	0	G
Sub total - a	<u> </u>	134,919
b. + Long term Investments)		
Profit on sale of long term investments - Shares - Mutual Funds	(227,109) 0	c c
Sub total - b	(227,109)	<u></u>
Total - a + b	1 1	
10tal - 8 + 0	(227,109)	134,919

SCHEDULE - 13

NOTES TO ACCOUNTS.

A. The Significant accounting policies are summerized below:

BASIS OF ACCOUNTING

The company prepares its accounts on accrual basis, except otherwise stated, in accordance with the generally accepted accounting policies.

b. INVESTMENTS

Long-term investments are stated at cost less provision for diminution other than temporary, if any. Current investments are stated at cost or market / fair value whichever is lower.

INCOMETAX

Provision for tax is made for current, deferred and fringe benefit laxes. Current tax is provided on the taxable income using the approable tax rates and tax taws. Deterred tax assets and tabilities arising on account of timing differences, which are capable of reversal in subsequent periods and recognised using tax rates and tax laws, which have been enacted or substantively enacted. Deferred tax assets are only to be recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets will be realised in case of the carry forward of unabsorbed depreciation and tax losses, deterred tax assets are recognised only if there is "virtual certainty" that deterred tax assets can be realised against future taxable profits.

PROVISION, CONTINGENT LIABILITIES AND ASSETS.

Liabilities which are material and whose tuture outcome cannot be ascertained with reasonable certainty are treated as contingent and disclosed by way of note on the accounts. Contingent assets are not recognized or disclosed in the financial statements. A provision is recognized when an enterprise has a present obligation as a result of past event(s) and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation(s), in respect of which a reliable estimate can be made for the amount of obligation.

B. Notes On Accounts :

I.	 Contingent (isbilities in respect of: 	As at	As at
		31.03.10	31.03.09
	Excise tiability under dispute	16.34.397	16 34 397

The above figures represent the amount as on 31.03 1999, since the updated figures as on 31.03 2010 are not available.



- 2. The operations of the manufacturing units of the Company at Bangalore had been suspended from 01.08.1999 subsequently closed and disposed off. Further, the marketing and other Offices of the Company have also been closed and have become non operational. Earlier The various credit balances details retrieved prior to the suspension of operations and such other educations as considered necessary by the management are taken on the basis of available records. The balances compiled was not recorded with the primary and secondary records since various supporting and other related details were not accessible and these records could not be made available for verification.
- There are no dues due to the small scale and ancillary industrial uncertakings.
- 4. As the manufacturing units of the company at Bangalore had been closed, the management is exploring possibilities of other business activities. Pending utilization of funds in other business activities, these have been deployed temporarily in Shares & Securities / Loans and advances. In the opinion of the management, the company as such has not undertaken any activity meant for Non-Banking Financial Companies as its business operations, requiring adherence to the requirement of various directions issued by Reserve Bank Of India for Non-Banking Financial Companies.
- The accumulated losses of the company are in excess of its net worth. The management is exploring possibility of other business activities for the company, and accordingly, the accounts have been prepared on the basis that the Company is a going concern.
- Related party disclosure in accordance with Accounting Standard 18 issued by the Institute
 of Chartered Accountants of India;
 - Names of Related parties and description of relationship
 Associate Company Jalan Chemical Industries Private Limited
 - b. Nature of fransaction with the related party Associate Company:

Payment of Unsecured Loan — Rs 12.50,000/Unsecured Loan Taken — Rs 80,000/Amount outstanding at year-end — Rs 22.46.886/-

The above related party information has been disclosed to the extent such parties have been identified by the management on the basis of information available. This has been relied upon by the Auditors.

ÆiL

- 7. The operation of the company had treen closed since 01-06-1999 (Refer Note No. 2 of Notes on Accounts), therefore the surplus funds are deployed in deposits and investments and that is the only reportable segment as specified in Accounting Standard 17 issued by The Institute of Chartered Accountants of India.
- 8. Earnings Per Share (EPS):

		Year ended Mar 31,2010	Year ended Mar 31,2009
-	Profit / (Loes) efter tex (Rs.)	(1,53,225/-)	5.19,267/-
-	Profit attributable to Equity Shareholders (Rs.) - (A)	(1,53,225/-)	5,19, 767 /-
-	Basic/Weighted average number of Equity Shares outstanding during the year - (B)	1648495	164 849 6
_	Nominal value of Equity Shares (Rs.)	10.00	10.00
-	Basic / Diluted Earnings per Shares (Rs.) - (A) / (B)	(a.aa)	0 31

Preference shares being non cumulative the Earning per share has been computed without considering the dividend on preference shares. Accordingly the Earning Per Share of previous yeer has been shown on the same basis.

- a Provision for current tax has been made as per the provisions of the income Tax. Act, 1961.
 - b The Company has significant amount of carry forward losses and depreciation under the Income Tax Act. However as a matter of prudence determed tex assets arising on account of the same has not been created by the management.

For Patni & Co.
Chartered Accountants

On behalf of the Board

Sashi Sureks	Rajesh Jain	Chairman
Pariner	Ashok Kumar	Director
Place : Kolkata	Yivek V Agarwalia	Director
Oate : 20th May 2010	S P Ghosh	Socretary

10. BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE:

	REGISTRATION DETAILS:				
	Corporate Identity Number	L 7 2 9 0 0 WB 1	9 7 4 P T C 0 :	2]9[6[7]9	
	State Gode	21			
	Balanca Sheet as at	31032010			
2.	CAPITAL RAISED DURING	THE YEAR (Amount In I	Rs. Thousands):		
	Public Issue	NIL	Right Issue	N N	
	Bonus issue	N I L	Private Placements	N N	<u> </u>
3 .	POSITION OF MOBILISAT (Amount in Rs. Thousand		OF FUNDS		
	Total Liabilities	4 4 8 5 0	Tota Assets	4	4 8 5 0
	SOURCES OF FUNDS:				
	Paid up Capital	41485	Reserves and Surplus	ППП	27
	Secured Loan	NILL	Unsecured Loan		2846
	APPLICATION OF FUNDS				
	Nat Fixed Assets	∏ N] I [L∐]	Investments		4 8
	Deferred Tax assets	NIL	Net Current Assets		7
	Misc Expenditure	NIL	Accumulated Losses	5 4	4[3]0[3
4.	PERFORMANCE OF THE	COMPANY (Amount in F	is. Thousands) :		
	Tumover	2 4 6	Total Expenditura		3 9 9
	Profil/(Loss) Before Tex	([1[5[3])	Profit/(Loss) After Tax		1 5 3)
	Earning por Share (in Rs.)	0.09	Dividenc	N N	1 L
5.	GENERIC NAME OF THRE	EE PRINCIPAL PRODUCT	S/SERVICES OF THE	COMPANY:	
	Item Code No.	NA			
	Product .	Limited trading activities			
	Description :	Through agency and	nvesiment in shares	/ securities	
			On	behalf of the	e Board
			Rajesh J	ein	Chairman
			Ashok K	-	Director
	sce : Kolkate			Agarwella .b	Orector Secretary
Da	ite 20th May 2010		\$ P Ghoi	ın	Secretary

AUDITORS' REPORT TO THE MEMBERS

TO THE MEMBERS OF MONOTYPE INDIALTD.

We have sucited the attached Balance Sheet of Monotype India Limited (The Company) as at 31° March, 2010 and the Profit and Loss account and Cash Flow of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the auditing standards generally accepted in Indio Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are tree of material infestatement. An audit includes examining, on a test basis, evidence support the financial statements, the amounts and disclosures in the tinancial statements. An audit also includes examining on a test basis, evidence supporting the amount and disclosures in the tinancial 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) (Amendment) Order, 2003 (the Order) issued by the Central Government of India in terms of section 227(4A) of the Companies Act, 1956 (the Act), and on the basis of such checks as we considered appropriate and according to the information and explanations given to us and subject to non availability of the relevant details / information / records due to the reasons given in Note 2 of Schedule 13, we arrive hersto a statement on the matters specified in the said order to the extent applicable to the company.
- Due to reasons given in Note 5 of Schedule 13, the accounts of the company have been prepared on the basis that it is a going concern though the accumulated losses of the company as on 31 03:2010 have exceeded its entire not worth on that date.
- 3. As indicated in Note 2 of Schedule 13, relevant records in respect of factory, and other offices were not available for our verification. Consequently, the figures compiled by the company for the purpose of these accounts including the quantitative details / information as given under Schedules to the accounts could not be verified by us with respect to the primary and secondary records and supplementary documents and details. Accordingly, in the absence of relevant details / records and or full information reconcillation / confirmation, we are unable to express any opinion on the amounts of various assets and liabilities, expenses and income (including adjustments made during the year to such assets and liabilities), the adequacy and compliance thereof with the relevant Accounting Standards Issued by the Institute of Chargered Accountants of India and impact thereof on the profit and accumulated losses of the company.
- Attention is invited to the following notes of Schedule 13.
 - Note 1 regarding non ascertainment of liabilities in respect of items disclosed under contingent liabilities and adequacy of the disclosure / provision in these respect.
 - b Note 4 and 5 regarding non ascertainment / confirmation / reconciliation and consequential adjustments in respect of certain statutory dues and other balances and non ascertainment of the impact on the profit for the year and the accumulated losses at the year and.
- 5. The overall impact of adjustments to be carried out including with regard to various legal and other implication arising with respect to our remarks under paras 2 to 4 above or otherwise has not been ascertained and therefore cannot be commented upon by us.



Place: Kolkata

- 8 According to the information and explanation given to us and on the basis of test check carried out by us during the course of the audit of the company, our report on the matters specified under Pars 3A and 3C of Non Banking Financia: Companies Auditor's Report (Reserve bank) Direction, 1998 is as follows:
 - The company has been incorporated poor to Junuary 9, 1997 and has not applied for registration as provided in Section 45 (1A) of the Reserve Bank of India Act, 1934. (2 of 1934).
 - The Board of directors has passed the resolution for non-acceptance of the public deposits.
 - III. The Company has not accepted any public deposits during the year
 - M. The company has complied with the prudential norms on income recognilion, accounting stendard, asset classification and provisioning for bad and doubtful dobts as specified in the direction (saued by the Reserve Bank of India in terms of the Nor Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.
- 7 For the reasons given in Note 4 of Schedule 13 various directions as applicable to a Non-Banking Financial Company, issued by the Reserve Bank of India, inter also with regard to disclosures of information in the financial statements have not been adhered to.
- Further to the above and subject to our comments in paragraph 1 and the annexure referred therein and subject to and except as given in Paragraphs 2 to 4 above, we report that:
 - We have obtained all the information and explanation, which to the best of our knowledge and betief were necessary for the purpose of our auod
 - b. In our opinion, the said accounts give in the prescribed manner the information required by the Companies Act, 1956 and proper books of accounts as required by taws have been kept by the Company so far as appears from our examination of the books.
 - c. In our opinion, the Balance Sheet, the Profit and Loss Account and Cash Flow Statement comply with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956;
 - d. On the basis of written representations received from the directors and taken on record by the board of directors, we report that none of the directors is disqualified as on 31° March 2010 from being appointed as directors in terms of Clause (g) of Sub-Section (1) of Section 274 of the Companies Act, 1958;
 - e. In our opinion and to the best of our information and according to the explanations given to us and in view of our observation in Para 2 to 4 above and our inability to ascertain and comment on the overall impact as per Para 5 with respect to para 7, we are unable to express our opinion on whether the said Belance Shoot and Profit and Loss Account are in agreement with the books of account and whether the said accounts give a true and fair view in conformity with the accounting principles generally accepted in India:
 - In case of the Balance Sheet, of the State of Affeirs of the company as at 31,03 2010;
 - In the case of the Profit and Loss Account, of the Loss for the year ended on that date; and
 - In case of the Cash Flow Statement, of the Cash Flow for the year ended on that date.

For Patril & Co. Chartered Accountants

(Sashi Suraka)

Parfner

Date: 20th May 2010 Membership No-57918

ANNEXURE REFERRED TO IN PARAGRAPH 1 OF AUDITORS' REPORT OF EVEN DATE TO THE MEMBERS OF MONOTYPE WICHA LIMITED FOR THE YEAR ENDED 31° MARCH 2010

- It The Company does not have any fixed assets. Accordingly, the provisions of clause 4 (i) of the Order are not applicable to the Company.
- II. The Company does not have any inventory. Accordingly, the provisions of clause 4 (s) of the Order are not applicable to the Company.
- (a) The Company has obtained interest free unsecured loan from promoter Company listed in the register maintained under section 301 of the Companies Act, 1956. The number of parties involved was one and the maximum amount involved during the year is Rs. 34.16,886.00 and amount outstanding as at the year end is Rs.22,46.886.00.
 - (b) According to the information given to us, the ferms and conditions on which such toans were obtained, are prima facile not prejudicia; to the interest of the Company.
 - (c) The terms of repayment have not been specified
 - (d) In absence of terms of repayment, we are unable to express any opinion that the Company is regular in repayment of the loan.
 - (a) No loan has been granted to any Company listed in register maintained under section 301. Consequently, the provisions of clause 4 (iii) (b) to (d) of the order are not applicable to the Company.
- M. According to the information and explanations given to us, during the year there was no purchase of inventory, fixed essets and sale of goods and as such clause 4 (IV) of the order is not applicable to the Company.
- V. In our opinion and according to the information and explanations given to us, there is no transaction that needs to be entered into the register maintained under section 301 of the Act. 1956.
 - In view of remarks given in Para v (a) requirements of clause v (b) of the order are not applicable to the Company.
- VI. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and the provisions of Section 58A of the Companies Act, 1956 and rules framed there under.
- Vii. As explained to us, due to the situation prevailing in the company on account of suspension of operation, Internal audit of the Company could not be carried out during the year.
- Viii. As informed to us the Central Government has not prescribed for the maintenance of cost records under section 209(1) (d) for any of the products of the Company.
- In the absence of relevant records and documents it is not possible for us to state whether the Company is not regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund Employee's State Insurance. Income Tax. Sales Tax, Wealth Tax, Service Tax. Excise duty, Custom Duty, Cess and other relevant material statutory dues wherever applicable with the appropriate authorities.

- (b) In absence of relevant records it is not possible for us to state that there were no disputed amounts payable in respect of Income Tax, Service tax. Cess, Wealth tax. Sales Tax. Customs Duty and Excese Duty which are outs; anding as at Merch 2010 except to the extent as stated in Note 1 of schedule 13.
- X. The accumulated loss of the Company as at the end of the year is more than the fifty percent of its not worth. The company has incurred cash loss amounting to Rs. 3,03,964,00 during the current year and has not incurred any cash loss in the immediately preceding financial year.
- XI. In our opinion, on the basis of audit procedures and according to the information and explanations given to us, the Company has not defaulted as on 31.03.2010 in repayment of dues to financial institution and Debenture-holders.
- XII. We have been informed and explained that the Company has not granted any loans and advances on the basis of security by way of the pledge of shares, debentures and other securities.
- XIII. In our opinion, the Company is not a chit fund or midhily mutual fund / society. Accordingly, the provision of the clause 4(xiii) of the Order is not applicable to the Company.
- XIV. The Company is dealing or trading in shares, securities, depontures and other investments and on the basis of the information and documents provided to us, the company has maintained the proper records of the transactions and contracts and timely entries have been made therein.
- XV. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial Institutions.
- XVI. Doring the year the Company has not taken any torrilloan. In respect of such loan taken in earlier years uthization of such amount, in absence of the relevant records are not available and such cannot be commented upon by us.
- XVII. According to the Information and explanations given to us, we report that no funds raised on short-term basis have been used for long term investment by the company.
- XVIII. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act. 1956
- XIX. The Company has not ssued any debentures during the year and no debentures were outstanding as at 31th March 2010. Accordingly, requirements of clause 4 (xix) of the order are not applicable to the Company.
- XX. The Company has not made any public issue during the year.
- During the course of our examination of the books of account carried out in accordance with generally accepted auditing practices in India, and according to the information and explanations given to us, we have relither come across any incidence of fraud on or by the Company on have we been informed of any such case by the Management.

For Patril & Co. Charlered Accountaints

(Sashi Sureka) Partner

Membership No. 57918

Place Kolkata Date : 20th May 2010

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2010

CROWLED IN STRUCTURE TEXT CASE	JOIGI MAIN			
	Year Ended 31st March, 2010 Amount in Rupees		Year Ended 31st March, 2009 Amount in Plupees	
A. CASH FLOW FROM OPERATING ACTIVITIES:				
NET PROPIT / (LOSS) BEFORE TAX		(163,225)		578,459
Adjusted for:				
Interest Income	0	1	676. 66 3	
Dividend Received	13,073		3,775	
Income from Mutual Fund	62,646		D	
Profit/ (loss) on sale of investments	(227,109)		112.513	
		(151,390)		794,951
OPERATING PROFIT(LOSS) BEFORE				
WORKING CAPITAL CHANGES		(1,835)		(218,492)
Adjustment for :				
Sundry Debtors			a	
Loans & Advances	149,520		4.439.846	
Current Liabilities	(147,326)	2,192	(168 085)	4 271 761
Cash Generaled from / (Applied to) Operations		3.57		4,055.269
Desert Tex Peid (Tax Deducted & Source)		a		72,775
NET CASH FLOW FROM OPERATING ACTIVITIES	1	357		4,128.045
B. CASH FLOW FROM INVESTMENT ACTIVITIES:				
(Purchase)/Sale of Investments(Net)	422,144		297,048	
Income from Mutual Fund	82,64E		0	
Interest Received			678, 66 3	
Dividend income	19,079		3,775	
		497,864		979,486
NET CASH FLOW FROM INVESTMENT ACTIVITIES		498,221		5,107,531

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2010 (Contd.)

	Year Ended 31st March, 2010 Amount in Rupees	Year Ended 31st March, 2009 Amount in Rupees
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Receipts/ (payment) Of Unsecured Luans	(570,000)	(14,100,000)
NET CASH FLOW FROM FRIANCING ACTIVITIES	(570,000)	(14,100,000)
NET INCREASE IN CASH &		
CASH EQUIVALENTS (A+B+C)	(71,779)	8.992,469
Cash & Cash Equivalents — Opening		
Cash & Cheques in hand	٥	ø
With Scheduled Banks in Current Accounts	78,417	9.071,885
	79,417	9 071.885
Cath & Cash Equivalents · Closing		
With Scheduled Banks in Current Accoums	7,630	79.417

Note: Previous Year's Rigures have been re-arranged/re-grouped wherever necessary.

As per our report of even date

For Patri) & Co Chartered Accountants	On behalf of the Sound		
Sashi Sureka (Mem No. 57918)	Rejech Jain	Chairman	
Partner	Ashok Kumar	Director	
Place : Kolketa	Vivek V Agarwalia	Director	
Date 20th May 2010	S P Ghosh	Secretary	

	NOTES
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Monotype India Limited
Registered Office: 27 AB Royd Street, Kolkata 700 016

PROXY FORM	Regd Follo No
VWe	
of in the district of	being a member / members
of MONOTYPE INDIA LIMITED, hereby appoint	
of	
or failing him / her	of
in the district of	
him / her	-
as my / our proxy to attend and vote for me / us and or	
General Meeting of the Company to be held on Thurs adjournment thereof.	•
IN WITNESS whereof my / our hand(s) This	day of2010.
Signed	AFFIX 1 Rupee AEVENUE STAMP
Note: The Proxy must be returned so as to reach the No. 27 A8, Royd Street, Kolkata – 700 016 not less time for holding the aforesaid meeting.	_
CUTHERE -	
Monotype India Li	mited
Registered Office : 27 AB Royd Street	et, Kołkata 700 016
ATTENDANCE SLIF	
Thirty Fifth Annual General Meeting held of Premises of the Company Workshop at 8, Water	
Name of the attending Member / Proxy (in block letter	
Member's Folio No	
Thereby record my presence at Thirty Fifth Annual General July, 2010.	al Meeting held on Thursday the 22nd
Member's / Proxy's Signature	
PLEASE BRING THIS ATTENDANCE SLIP TO THE MENTRANCE DULY FILLED IN.	EETING AND HANDOVER AT THE

Book Post



If undelivered please return to:

Monotype India Limited 27, AB Royd Street Kokata - 700 016