

**THACKER AND COMPANY LIMITED**

**ABRIDGED  
ANNUAL REPORT  
2009-2010**

**BOARD OF DIRECTORS**

Arun Kumar Jatia

Vandana Jatia

Surendra Kumar Bansal

Basant Kumar Khaitan

**BANKERS**

IDBI Bank Ltd.

Punjab National Bank

**AUDITORS**

M/s. Mittal & Associates

Chartered Accountants

**REGISTERED OFFICE**

Bhogilal Hargovindas Building,  
Mezzanine Floor,  
18/20, K. Dubash Marg,  
Mumbai 400 001.

## **THACKER AND COMPANY LIMITED**

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### **NOTICE**

NOTICE is hereby given that the One Hundred and Thirty second Annual General Meeting of the members of THACKER AND COMPANY LIMITED will be held at the Registered Office of the Company, at Bhogilal Hargovindas Building, 18/20, Kaikhushroo Dubash Marg, Mumbai 400 001. on Wednesday the 25th day of August, 2010 at 10.00 A.M. (ST) to transact the following business:-

1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2010, the Profit & Loss Account for the year ended on that date, and the Cash Flow statement together with the Reports of the Directors' and Auditors'.
2. To appoint a Director in place of Mr. S.K. Bansal who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mrs. Vandana Jatia who retires by rotation and, being eligible, offers herself for re-appointment.
4. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General meeting and to fix their remuneration.

#### **SPECIAL BUSINESS:**

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

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 1956 and subject to such approval(s), sanction(s) as may be necessary and subject to such modification(s) as may be required and which Mrs. Vandana Jatia may accept, Mrs. Vandana Jatia be and is hereby appointed as whole time director of the company for a period of five years with effect from 1<sup>st</sup> April, 2010 AND THAT consent be and hereby accorded to the following remuneration, payments, benefits and amenities and the terms of appointment of the said Mrs. Vandana Jatia with power to the Board of Directors to alter and vary from time to time at its discretion the remuneration and other terms so however that they do not exceed the permissible limits laid down under the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof for the time being in force, namely:

- a. She shall, subject to supervision and control of Board of Directors be in overall charge of the Company's activities and shall perform such other duties and services and exercise such other powers as shall, from time to time, be entrusted to her by the Board of Directors.
- b. Remuneration at the rate of Rs. 40,000/- per month including dearness allowance.
- c. Payment of commission of an amount computed at one percent of the net profits of the Company as determined in accordance with the Companies Act, 1956, so however that such remuneration and commission together with the value of perquisites does not exceed the limits prescribed under that Act.
- d. Rent free furnished residential accommodation, the Company paying or reimbursing all rents, rates, taxes and other expenses for the upkeep and maintenance of her residential accommodation or an allowance in lieu thereof.
- e. Expenses on electricity, gas, water and furnishing, of the residential accommodation.
- f. Actual medical expenses including hospitalization, nursing home charges, surgical charges, insurance premium and traveling expenses incurred for herself and family.

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- g. Leave Travel Assistance to cover air or first class air conditioned railway fare for herself, her husband and dependent children once in a year.
- h. Membership including entrance and other fees for clubs.
- i. Personal Accident insurance premium.
- j. Participation in the Provident Fund and Pension/superannuation Schemes.
- k. Gratuity as per company's Rules applicable to its Executive Staff Members.
- l. i) Annual leave with full pay and other benefits for a period of one month with benefit of encashment of unutilized leave.  
ii) Sick and Casual leave as per Company's Rules applicable to its Executive Staff Members.
- m. Maintenance of telephone at the entire cost of the company at her place of residence.
- n. Exclusive free use of motor car for the business of the company as well as for her personal use with full maintenance in respect thereof, such as Chauffeur's salary, garage rent, fuel, repairs, insurance, taxes, overhauling charges, etc. at the entire cost of the Company.

PROVIDED THAT in the event of absence or inadequacy of profits in any year the said remuneration as stated in clause (b) above together with the payments, benefits and amenities shall nevertheless be paid or allowed as minimum remuneration for such year".

### **NOTES :**

- (a) A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a Member of the Company. Proxies, in order to be effective, must be deposited at the Registered Office of the Company not less than 48 hours before commencement of the meeting.
- (b) Messrs. S. K. Bansal and Mrs. Vandana Jatia whose appointments are to be considered by the Annual General Meeting as mentioned above hold Nil and **4085** equity shares of Rs. 10 each of the Company respectively.
- (c) The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday 17<sup>th</sup> day of August 2010, to Wednesday 25<sup>th</sup> day of August 2010 (both days inclusive).
- (d) The Explanatory Statement pursuant to section 173 of the Companies Act, 1956, in respect of above mentioned item No. 5 is annexed hereto.
- (e) Members are requested to intimate immediately to the Company change of address, if any, by quoting their Folio Number.

By Order of the Board of Directors

**Arun Kumar Jatia**  
Director

Place : Mumbai  
Dated : May 25, 2010

**Registered Office :**  
Bhogilal Hargovindas Bldg.,  
Mezzanine Floor,  
18/20, K. Dubash Marg,  
Mumbai - 400 001.

## **THACKER AND COMPANY LIMITED**

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### **ANNEXURE TO THE NOTICE**

#### **Explanatory Statement under Section 173 of the Companies Act, 1956**

The following Explanatory statement sets out all the material facts relating to item No. 5 of the Special Business mentioned in the accompanying Notice dated 25<sup>th</sup> May, 2010, convening 132<sup>nd</sup> Annual General Meeting.

#### **RESOLUTION NO. 5:**

Mrs. Vandana Jatia was appointed as Whole Time director for a period of five years with effect from 1<sup>st</sup> April, 2005. Her term of office expired on 31<sup>st</sup> March, 2010. The management proposes to reappoint Mrs. Vandana Jatia as Whole Time Director for a period of five years with effect from 1<sup>st</sup> April, 2010 on the terms and conditions as contained in the accompanying resolution. Mrs. Vandana Jatia is a Bachelor of Commerce and associated with a industrialist family. The Board of Directors have recommended her appointment at their meeting held on 25<sup>th</sup> May, 2010. The Board of directors are of the opinion that it would be in the interest of the Company to re-appoint her as a Whole Time Director.

The directors commend the resolution for your approval.

Except Mrs. Vandana Jatia and Mr. A. K. Jatia, relative of Mrs. Vandana Jatia, no other director is interested in the proposed resolution.

By Order of the Board of Directors

**Arun Kumar Jatia**  
Director

Place : Mumbai  
Dated : May 25, 2010

#### **Registered Office:**

Bhogilal Hargovindas Bldg.,  
Mezzanine Floor,  
18/20, K. Dubash Marg,  
Mumbai 400 001.

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### DIRECTORS' REPORT

To  
The Members,

The Directors have pleasure in submitting their one hundred and thirty second Annual Report together with the audited accounts for the year ended 31<sup>st</sup> March, 2010.

#### FINANCIAL RESULTS

	<b>2009-2010 Rs. In Lacs</b>	<b>Previous Year Rs. In Lacs</b>
Gross profit before interest and depreciation	184.41	151.66
Adjusting therefrom interest of	51.37	43.98
And Depreciation of	0.72	0.73
The net profit comes to	<u>132.32</u>	<u>106.95</u>
The balance of profit brought forward from last year of	<u>297.94</u>	<u>216.81</u>
The total comes to	<u><u>430.26</u></u>	<u><u>323.76</u></u>
Adjusting against this amount the following namely:		
Provision for Taxation of	26.96	26.50
Provision for deferred tax expense/(saving) of	0.23	(0.68)
Income tax of earlier years of	6.74	---
Totalling to	<u>33.93</u>	<u>25.82</u>
There remains a balance of	396.33	297.94
Which the Directors propose to carry forward to next year's accounts.		

#### **Consolidated Financial Statements**

As required by Listing Agreement with the stock exchange, the Consolidated Financial Statements prepared in accordance with the applicable Accounting Standards issued by the Institute of Chartered Accountants of India are attached.

#### **Director's Responsibility Statement**

The Directors confirm that;

- i) In preparation of the annual accounts, the applicable accounting standards have been followed and there have not been any material departure;
- ii) We have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31<sup>st</sup> march 2010 and of the profit of the company for that period.

## **THACKER AND COMPANY LIMITED**

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- iii) We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and
- iv) We have prepared the annual accounts on a going concern basis.

### **Operations**

During the year under review the company showed a profit of Rs. 132.32 lacs as against Rs. 106.95 lacs in the previous year. The directors are hopeful for further improvement in the profits in the next year. The wholly owned subsidiary of the company, namely Fujisan Technologies Ltd. has been carrying out its activities successfully.

### **Dividend**

In order to strengthen the financial resources of the company, your Directors do not recommend any dividend on equity shares for the year ended 31<sup>st</sup> March 2010.

### **Directors**

Mr. S.K. Bansal and Mrs. Vandana Jatia, Director of the company retire by rotation, and being eligible, offer themselves for re-appointment.

### **Auditors**

Members are requested to appoint Auditors to hold office from the conclusion of this Annual General meeting until the conclusion of the next Annual General meeting, and to fix their remuneration. M/s. Mittal & Associates, Chartered Accountants, Mumbai have confirmed that the appointment, if made, will be with in accordance with the limits prescribed under section 224 (1B) of the companies Act, 1956.

### **Auditor's Report**

The Notes to the Accounts as referred to by the Auditors in their Report are self-explanatory.

### **Audit Committee of Directors**

The Audit Committee comprises of Mr. A. K. Jatia (Chairman), Mr. S. K. Bansal and Mrs. Vandana Jatia. The Committee has powers similar to those stated in the listing agreements and shall exercise most of the functions stated there under.

### **Fixed Deposits**

The Company has not accepted any "Deposit" from the public during the year under review.

### **Statement of Particulars of Employees**

During the year under review no employees has drawn remuneration in excess of limits prescribed under Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules , 1975, as amended to date.

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Since no manufacturing activity was carried out the information pursuant to the provisions of Section 217(1)(e) of the Companies Act, 1956 is not applicable.

### **Listing**

The Equity Shares of the Company are listed on the Bombay Stock Exchange Ltd., Mumbai, and the necessary listing fees for the year 2010-11 has already been paid to the Stock Exchange.

### **Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:**

The Company being basically an investment and trading company the provisions of Section 217(1)(e) read with the provisions of Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 do not apply to the Company.

There is no foreign technology involved.

There are earnings of Rs. 12.82 lacs of foreign exchange during the year under review.

For and on behalf of the Board of Directors

**Arun Kumar Jatia**  
Director

**Vandana Jatia**  
Director

Place : Mumbai  
Dated : May 25, 2010

**Registered Office :**  
Bhogilal Hargovindas Bldg.,  
Mezzanine Floor,  
18/20, K. Dubash Marg,  
Mumbai - 400 001.



## **THACKER AND COMPANY LIMITED**

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**MITTAL & ASSOCIATES**  
CHARTERED ACCOUNTANTS

105, M. K. Bhavan,  
300, S. B. S. Marg, Fort,  
Mumbai - 400 001.  
© : 30287900 / 01 / 02 / 03

### **Auditor's Report on Abridged Financial Statements to the Members of Thacker And Company Limited**

We have examined the attached abridged Balance Sheet of **Thacker And Company Limited** ("the Company") as at 31<sup>st</sup> March, 2010 and the related abridged Profit and Loss Account for the year ended on that date annexed there to and the Cash Flow Statement for the year ended on that date, together with the notes thereon. These abridged financial statements have been prepared by the Company pursuant to Rule 7A of the Companies (Central Government's) General Rules and Forms, 1956 and are based on the financial statements of the Company for the year ended March 31, 2010 prepared in accordance with Schedule VI of the Companies Act, 1956 and is covered by our report of even date to the members of the Company which report is attached herewith.

**M. Mehta**  
**Partner**  
**M. No.42990**  
**For on the behalf of**  
**For Mittal & Associates**  
**Chartered Accountants**  
**Firm Registration No. 106456W**

Place : Mumbai  
Dated : May 25, 2010

**MITTAL & ASSOCIATES**  
CHARTERED ACCOUNTANTS

105, M. K. Bhavan,  
300, S. B. S. Marg, Fort,  
Mumbai - 400 001.  
© : 30287900 / 01 / 02 / 03

**Auditor's Report on the Abridged Consolidated Financial Statements of  
Thacker And Company Limited**

We have examined the attached abridged Consolidated Balance Sheet of **Thacker and Company Limited** ("the Company") as at 31<sup>st</sup> March, 2010 and the related consolidated abridged Profit and Loss Account for the year ended on that date annexed thereto and the consolidated Cash Flow Statement for the year ended on that date, together with the notes thereon. These abridged financial statements have been prepared by the Company pursuant to Rule 7A of the Companies (Central Government's) General Rules and Forms, 1956.

These abridged consolidated financial statements are based on the consolidated financial statements of the Company for the year ended March 31, 2010 prepared on the basis of separate financial statements of constituents, in accordance with the requirements of Accounting Standard 21- consolidated Financial Statements, Accounting Standard 23- Accounting for investments in Associates in Consolidated Financial Statements issued by the Institute of Chartered Accountants of India and is covered by our report of even date which report is attached herewith.

**M. Mehta**  
**Partner**  
**M. No.42990**  
**For on the behalf of**  
**For Mittal & Associates**  
**Chartered Accountants**  
**Firm Registration No. 106456W**

Place : Mumbai  
Dated : May 25, 2010

## **THACKER AND COMPANY LIMITED**

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**MITTAL & ASSOCIATES**  
CHARTERED ACCOUNTANTS

105, M. K. Bhavan,  
300, S. B. S. Marg, Fort,  
Mumbai - 400 001.  
© : 30287900 / 01 / 02 / 03

### **AUDITOR'S REPORT**

#### **REPORT TO THE MEMBERS OF THACKER AND COMPANY LIMITED.**

We have audited the attached Balance Sheet of, **THACKER AND COMPANY LIMITED** as at 31<sup>st</sup> March, 2010 and also the Profit and Loss Account for the year ended on that date annexed thereto and cash flow statement for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. 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.

As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government in terms of section 227(4A) of the Companies Act, 1956, as amended by Companies (Auditor's Report)(Amendment) Order,2004, and on the basis of such checks of the books and records of the company, as we considered appropriate, we enclosed in the annexure a statement on the matters specified in the said order to the extent applicable.

Further to our comments in the Annexure referred to above, we report that:

- i). We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
- ii). In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books.
- iii). The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account.
- iv). In our opinion, the Profit & Loss Account and Balance Sheet comply with the Accounting Standards referred in sub-section 3(c) of section 211 of the Companies Act, 1956.
- v). On the basis of written representations received from the directors, as on 31<sup>st</sup> March, 2010 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March 2010 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

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- vi). In our opinion and to the best of our information and according to the explanations given to us, the said accounts subject to notes appearing in schedule '13' read together with significant Accounting Policies and other notes appearing elsewhere, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- a). In the case of the Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2010;
  - b). In the case of the Profit and Loss Account, of the '**Profit**' for the year ended on that date; and
  - c). In the case of cash flow statement, of the cash flows for the year ended on that date.

**M. Mehta**  
**Partner**  
**M. No.42990**  
**For on the behalf of**  
**For Mittal & Associates**  
**Chartered Accountants**  
**Firm Registration No. 106456W**

Place : Mumbai,  
Dated : May 25, 2010

## **THACKER AND COMPANY LIMITED**

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### **ANNEXURE TO THE AUDITOR'S REPORT**

Annexure Referred to in paragraph 3 of the Auditors' Report to the members of **THACKER AND COMPANY LIMITED**, on the accounts for the year ended 31<sup>st</sup> March, 2010.

- 1) (a) The Company is maintaining proper records to show full particulars including quantitative details and situation of fixed assets.  
(b) As per information and explanations given to us, physical verification of fixed assets has been carried out in terms of the phased programme of verification of its fixed assets adopted by the company and no material discrepancies were noticed on such verification. In our opinion the frequency of verification is reasonable having regard to the size of the Company and nature of its business.  
(c) During the year, the Company has not disposed off any substantial / major part of fixed assets.
- 2) (a) The management has conducted physical verification of inventory at reasonable intervals.  
(b) In our opinion, the procedure followed by the management for such physical verification is reasonable and adequate in relation to the size of the Company and nature of its business.  
(c) The Company is maintaining proper records of Inventory. No discrepancies were noticed on verification between physical Inventory and the books records.
- 3) (a) The Company has granted loans to Two parties covered in the register maintained under section 301 of the Companies Act 1956 including its subsidiary company and maximum amount involved during the year was Rs. 546.33 Lacs and year end balance of loan granted to such parties was Rs. 330.81 Lacs.  
(b) In our opinion and according to the information and explanations given to us, the rate of interest, wherever applicable and other terms and conditions are not prima facie prejudicial to the interest of the company.  
(c) The company is regular in receipt of principal amount and interest wherever stipulated.  
(d) There is no overdue more than Rs.100000/- from such parties.  
(e) The Company has taken loans from Six parties covered in the register maintained u/s 301 of the Companies Act 1956 and maximum amount involved during the year was Rs. 1055.45 Lacs and the year end balance of loan taken from such parties was Rs. 456.18 Lacs.  
(f) The rate of interest and other terms and conditions of loans taken by the company from such parties are not prima-facie prejudicial to the interest of the company.  
(g) The Company is regular in payment of principal amount and interest wherever stipulated.

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- 4) In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the Size of the Company and the nature of its business for purchases of inventory and fixed assets and for the sale of goods and services. During the course of our audit we have not observed any continuing failure to correct major weakness in the internal Control system.
- 5) (a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956 have been entered in the register required to be maintained under that section.
- (b) In our opinion and according to the information and explanations given to us, the transaction made in pursuance of contracts or arrangements entered in the register maintained under Section 301 of the companies Act, 1956 and exceeding the value of Rs. Five Lakhs in respect of any party during the period, have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- 6) 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 Section 58A and 58AA or any other relevant provisions of the Companies Act 1956 and the rules framed there under. Hence clause (vi) of the order is not applicable.
- 7) **No formal audit carried out during the year.** However, there are effective internal controls exercised departmentally, commensurate with size and nature of its business.
- 8) As informed to us, the maintenance of cost records has not been prescribed by the Central Government u/s. 209(1)(d) of the Companies Act 1956, in respect of the activities carried on by the Company.
- 9) (a) According to the information and explanations given to us and the records examined by us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, cess and other statutory dues wherever applicable. According to the information and explanations given to us, no undisputed arrears of statutory dues were outstanding as at 31<sup>st</sup> March 2010 for a period of more than six months from the date they became payable.
- (b) There are no dues in respect of Sales tax, wealth tax, service tax, custom duty, excise duty and cess as at last day of the Financial Year. According to information and explanation given to us the disputed amount in respect of Income Tax are as under:

Nature of Statue	Assessment Year	Amount (Rs.)	Forum where dispute is pending
Income Tax Act, 1961	# 2006-07	2733868	CIT Appeal
	2007-08	478303	CIT Appeal
	2008-09	330820	ACIT

# Against these – the company has paid Rs. 13,67,000 as part payment.

## **THACKER AND COMPANY LIMITED**

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- 10) The Company has no accumulated losses at the end of the financial year and it has not incurred any cash losses in the current and immediately preceding financial year.
- 11) According to the information and explanations given to us and the records examined by us, the company has not defaulted in repayment of dues to financial institutions or banks or debenture holders.
- 12) In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of Shares, Debentures and other securities.
- 13) In our opinion the Company is not a Chit fund or a nidhi / mutual benefit fund / Society. Therefore clause 4(XIII) of the Companies (Auditor's Report) order 2003 is not applicable to the Company.
- 14) The Company has maintained proper records of transactions and contracts in respect of trading in securities, debentures and other investments and timely entries have been made therein. All shares, debentures and other investments have been held by the company in its own name.
- 15) According to the information and explanations given to us and the records examined by us the company has not given any guarantees for loan taken by others from banks or financial institutions, the terms and conditions whereof are prima-facie prejudicial to the interest of the company.
- 16) In our opinion, the term loans have been applied for the purposes for which they were obtained.
- 17) On the basis of an overall examination of the balance sheet and cash flow of the Company and the information and explanations given to us, we report that the company has not utilised any funds raised on short-term basis for long-term investments.
- 18) The Company has not made any preferential allotment of shares during the year.
- 19) The Company has not issued any debentures.
- 20) The Company has not raised any money by way of public issue during the year.
- 21) In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year that causes the financial statements to be materially misstated.

As required by the Non Banking Financial Companies Auditors Report (Reserve Bank) Directions, 1998. We further state that we have submitted a Report to the Board of Directors of the Company containing a statement on the matters as specified in the said directions namely the followings:

- (i) The Company incorporated prior to January 9, 1997 had applied for registration as provided in section 45 IA of the Reserve Bank of India Act, 1934 (2 of 1934) and has been granted Registration Certificate No. 13.00292 dated 09.03.1998.

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- (ii) The Board of Directors has passed a Resolution for non-acceptance of any Public Deposits on 01-04-2006.
- (iii) The Company has not accepted any Public Deposits during the year under reference.
- (iv) The Company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it.
- (v) The company is engaged in the business of non- banking financial institution in the year under reference requiring it to hold a Certificate of Registration under section 45-IA of the RBI Act, 1934.

**M. Mehta**  
**Partner**  
**M. No.42990**  
**For on the behalf of**  
**For Mittal & Associates**  
**Chartered Accountants**  
**Firm Registration No. 106456W**

Place : Mumbai,  
Dated : May 25, 2010



## THACKER AND COMPANY LIMITED

### ABRIDGED BALANCE SHEET AS AT 31ST MARCH, 2010

(Statement containing salient features of Balance Sheet as per Section 219(1)(b)(iv) of the Companies Act, 1956)

	Amount as at 31st March 2010 (Rs.in'000)		Amount as at 31st March 2009 (Rs.in'000)	
<b>SOURCES OF FUNDS</b>				
<b>Shareholders' Funds</b>				
(a) Capital - Equity		787.88		787.88
(b) Reserves and surplus				
Capital Redemption Reserve	0.05		0.05	
Capital Reserve	7.95		7.95	
Revenue Reserve	48,041.72		48,041.72	
Surplus in Profit and Loss	39,632.65	87,682.37	29,793.97	77,843.69
		<b>88,470.24</b>		<b>78,631.57</b>
<b>Loan Funds</b>				
Secured Loans (Other than debentures)		0		0
Unsecured Loans		45,618.21		38,530.82
		<b>45,618.21</b>		<b>38,530.82</b>
<b>Deferred tax liability</b>		187.03		163.94
		<b>1,34,275.49</b>		<b>1,17,326.33</b>
<b>APPLICATION OF FUNDS</b>				
<b>Fixed Assets</b>				
<b>(1) Fixed Assets</b>				
Net Block - (Original cost less depreciation)		25,068.49		1,076.15
<b>(2) Investments</b>				
(a) Investment in subsidiary companies-unquoted				
(i) Equity	1000.00		1000.00	
(ii) Preference	4000.00	5000.00	4000.00	5000.00
(b) Others				
(a) Quoted	17,230.65		36.75	
(b) Unquoted	16,225.10	33,455.75	9,775.28	9,812.03
(c) Share Application Money (Allotment pending)		0		2,500.00
		<b>38,455.75</b>		<b>17,312.03</b>
<b>(3) (i) Current Assets, Loans &amp; Advances :</b>				
a) Inventories		28,392.12		28,392.12
b) Sundry Debtors		24,076.32		51,243.52
c) Cash and Bank Balances		15,508.08		13,127.02
d) Loans and Advances				
(i) To subsidiary companies	9900.00		11,600.00	
(ii) To Others	40,161.05	50,061.05	57,103.28	68,703.28
		<b>1,18,037.57</b>		<b>1,61,465.94</b>
<b>Less : Current Liabilities &amp; Provisions</b>				
(a) Liabilities	34,469.02		52,406.79	
(b) Provisions	12,817.31	47,286.33	10121.00	62,527.79
<b>Net Current Assets</b>		<b>70,751.24</b>		<b>98,938.15</b>
		<b>1,34,275.49</b>		<b>1,17,326.33</b>

#### Notes as per Schedule - "2"

Compiled from the Audited Accounts of the Company referred to in our Report dated May 25,2010

**M. Mehta**  
Partner  
Membership No.42990  
For Mittal & Associates  
Chartered Accountants  
Place : Mumbai  
Dated : May 25, 2010

On behalf of the Board of Directors  
**Arun Kumar Jatia**  
Director  
**Vandana Jatia**  
Director

## ANNUAL REPORT 2009-2010

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

(Statement containing salient features of Balance Sheet as per Section 219(1)(b)(iv) of the Companies Act, 1956)

	2009-10 (Rs. in'000)	2008-09 (Rs. in'000)
<b>1) INCOME</b>		
Sales - Goods	2,90,990.78	99,740.10
- Shares	-	-
Dividend	1,041.68	727.89
Interest	8,156.03	9,455.93
License Fees	6,483.43	4,788.83
Exchange Rate Difference	1,281.50	0.00
Other Income	3,559.39	19.31
Increase in Stock	0.00	6,046.66
<b>TOTAL</b>	<b>3,11,512.82</b>	<b>1,20,778.71</b>
<b>2) EXPENDITURE</b>		
Trading Purchases - Goods	2,87,744.81	1,02,198.57
Selling expenses	12.59	132.72
Salaries, Wages & Other Employee	437.68	453.68
Director's remuneration	523.08	480.00
Interest	5,136.90	4,398.30
Bank Charges	2,076.92	1,517.48
Depreciation	71.83	73.21
Auditor's remuneration	50.00	50.00
Legal & Profesional Charges	1,435.35	415.72
Loss on sale of investment	0.00	0.00
Other Expenses	791.73	364.47
Prior period Expenses		
<b>TOTAL</b>	<b>2,98,280.88</b>	<b>1,10,084.16</b>
<b>Profit/Loss before tax</b>	<b>13,231.93</b>	<b>10,694.55</b>
Provision for Taxation	2,719.40	2,581.18
Income tax adjustment for earlier years	673.86	0.00
<b>Profit after Taxation</b>	<b>9,838.68</b>	<b>8,113.37</b>
Balance brought forward from last year	29,793.98	21,680.61
<b>Transfer to Reserves and surplus</b>	<b>39,632.66</b>	<b>29,793.98</b>

#### Notes as per Schedule - "2"

Compiled from the Audited Accounts of the Company referred to in our Report dated 25th May, 2010

**M. Mehta**  
Partner  
Membership No.42990  
For Mittal & Associates  
Chartered Accountants  
Place : Mumbai  
Dated : May 25, 2010

On behalf of the Board of Directors  
**Arun Kumar Jatia**  
Director  
**Vandana Jatia**  
Director

## THACKER AND COMPANY LIMITED

### SCHEDULE - 1

1 Schedule to the Balance Sheet of a non-deposit taking non-banking financial Company (as required in terms of Paragraph 13 of Non-Banking Financial (non-deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007

(Rs. in Lakhs)

Particulars <b>Liabilities side:</b>	Year Ending 31.03.2010	
	Amount Outstanding	Amount Overdue
(1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:		
(a) Debentures : Secured	— NIL —	— NIL —
: Unsecured (other than falling within the meaning of Public Deposits)	— NIL —	— NIL —
(b) Deferred Credits	— NIL —	— NIL —
(c) Terms Loans	— NIL —	— NIL —
(d) Inter-corporate loans and borrowing	456.18	— NIL —
(e) Commercial Paper	— NIL —	— NIL —
(f) Other Loans (Specify Nature)	— NIL —	— NIL —

(Rs. in Lakhs)

<b>Assets side :</b>	Amount Outstanding
(2) Break-up of Loans and Advances including Bills Receivables [other than those included in (3) below] :	
(a) Secured	— NIL —
(b) Unsecured (Including Interest Accrued and Due)	330.81
(3) Break-up of Leased Assets and stock on hire and other assets counting towards AFC activities	
(I) Lease assets including lease rentals under Sundry Debtors	— NIL —
(a) Financial lease	
(b) Operating lease	
(II) Stock on hire including hire charges under Sundry Debtors	— NIL —
(a) Assets on hire	
(b) Repossessed Assets	
(III) Other Loans counting towards AFC activities	— NIL —
(a) Loans where assets have been repossessed	
(b) Loans other than (a) above	

## ANNUAL REPORT 2009-2010

**(4) Break-up of Investments:**

(Rs. in Lakhs)

<b>Current Investments :</b>		
<b>1. Quoted :</b>		
(i) Shares : (a) Equity		— NIL —
(b) Preference		— NIL —
(ii) Debentures and Bonds		— NIL —
(iii) Units of Mutual Funds		— NIL —
(iv) Government Securities		— NIL —
(v) Others (please specify)		— NIL —
<b>2. Unquoted :</b>		
(i) Shares : (a) Equity		— NIL —
(b) Preference		— NIL —
(ii) Debentures and Bonds		— NIL —
(iii) Units of Mutual Funds		— NIL —
(iv) Government Securities		— NIL —
(v) Others (please specify)		— NIL —
<b>Long Term Investments :</b>		
<b>1. Quoted :</b>		
(i) Shares : (a) Equity		172.24
(b) Preference		0.01
(ii) Debentures and Bonds		— NIL —
(iii) Units of Mutual Funds		— NIL —
(iv) Government Securities		— NIL —
(v) Others (please specify)		— NIL —
<b>2. Unquoted :</b>		
(i) Shares : (a) Equity		100.75
(b) Preference		111.50
(ii) Debentures and Bonds		— NIL —
(iii) Units of Mutual Funds		— NIL —
(iv) Government Securities		— NIL —
(v) Others (please specify)		0.00

**(5) Borrower group-wise classification of assets financed as in (2) and (3) above :**

(Rs. in Lakhs)

Category	Amount of Net of Provisions		
	Secured	Unsecured	Total
1. Related Parties **	/		
(a) Subsidiaries		114.00	114.00
(b) Companies in the same group		—NIL—	—NIL—
(c) Other related parties		216.81	216.81
2. Other than related parties		—NIL—	—NIL—
<b>Total</b>	<b>—NIL—</b>	<b>330.81</b>	<b>330.81</b>

## **THACKER AND COMPANY LIMITED**

**(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :**

(Rs. in Lakhs)

<b>Category</b>	<b>Market Value Break-up or fair Value or NAV</b>	<b>Book Value (Net of Provisions)</b>
1. Related Parties ** (a) Subsidiaries (b) Companies in the same group (c) Other related parties	—NIL—	50.00 330.58 —NIL—
2 Other than related parties		3.98
<b>Total</b>	<b>0.00</b>	<b>384.56</b>

**\*\* As per Accounting Standard of ICAI**

**(7) Other information**

<b>Particulars</b>	<b>Amount</b>
(i) Gross Non-Performing Assets (a) Related Parties (b) Other than related parties	—NIL— —NIL—
(ii) Net Non-Performing Assets (a) Related Parties (b) Other than related parties	—NIL— —NIL—
(iii) Assets acquired in satisfaction of debt	—NIL—

**Note: In respect of unquoted Investments cost price has been considered in absence of break up/ fair value/ NAV and impact thereof is unascertainable.**

**SCHEDULE 13 :**

**NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2010**

**I) SIGNIFICANT ACCOUNTING POLICIES:**

**1) Accounting Convention:**

- a) The accompanying financial statements have been prepared in accordance with the historical cost convention.
- b) The company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis

**2) Fixed Assets:**

Fixed Assets are carried at cost of acquisition less depreciation.

**3) Depreciation:**

Depreciation on Fixed Assets has been provided on written Down Value method at rates specified in Schedule XIV to the Companies Act, 1956. Depreciation in respect of assets acquired during the year has been provided on pro-rata basis.

**4) Inventories:**

- a) Inventories are valued on FIFO at cost or market value whichever is less.
- b) Materials lying at Port and with third party are recognized upon receipt of commercial invoice from the supplier.

**5) Investments:**

- a) Long Term Investments are stated at cost. Provision for diminution in the value of long term investments is made only if, such a decline in the opinion of the management is other than temporary.
- b) Investments include shares and securities purchased with the intention of holding them as investments as per Board resolutions.

**6) Sales:**

Sales are exclusive of Vat and recognized when goods are supplied in accordance with the terms of sale. Export Sales is recognized only when the Bills of Lading is received by the company.

**7) Purchase:**

Purchases are recognized as per terms of purchase with buyer and exclusive of VAT.

## **THACKER AND COMPANY LIMITED**

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**8) Rent:**

Income from rent is accounted as per the terms of agreements on accrual basis.

**9) Interest and Dividend:**

Interest income is accounted on accrual basis. Dividend is accounted on receipt basis

**10) Employees Benefits:**

Company's contributions to Provident Fund Pension Scheme for the year are charged to Profit & Loss account. Provision for Leave encashment to employees is made on payment basis.

**11) Taxation:**

a) Provision for current tax is made and retained in the accounts on the basis of estimated tax liability as per the applicable provisions of the Income Tax Act, 1961 and considering assessment orders and decisions of appellate authorities in Company's case.

b) Deferred tax for timing differences between tax profits and book profits is accounted by using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets in respect of unabsorbed Losses are recognized to the extent there is reasonable certainty that these assets can be realized in future.

**12)** Accounting policies not specifically referred to above are consistent with earlier years and in consonance with generally accepted accounting principles.

**13) Segment Reporting:**

The accounting policies adopted for Segment reporting are on line with the accounting policy of the Company. Revenue and Expenditure have been identified to Segments on the basis of their relationship to operating activities of the segment. Revenue and Expenditure which relate to the enterprises as a whole and are not allocable to segments on a reasonable basis have been included under "Un-allocated Expenses"

**14) Foreign currency Transactions:**

Foreign currency transactions entered during the year are recorded at the prevailing exchange rate on the date of transaction. Gain / Loss arising on all transactions settled during the year are recognized in profit and loss account. Unsettled foreign currency transactions at the year end are translated at year – end rates.

**15) Provisions and Contingent Liabilities:**

The company recognizes a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

## ANNUAL REPORT 2009-2010

### II) NOTES ON ACCOUNTS & CONTINGENT LIABILITIES:

#### 1) Contingent Liabilities not Provided for in respect of :

	31/03/2010	31/03/2009
a) Income Tax demands under dispute	3542991	3407728
b) Letter of credit issued by the bank	NIL	NIL

#### 2) Payments made to auditors :

	31/03/2010	31/03/2009
	Rupees	Rupees
Audit Fees	33090	33090
For Tax Audit	16545	16545
For Other Taxation matters	5515	5515
<b>TOTAL</b>	<b>55150</b>	<b>55150</b>

#### 3) Licensed Capacity/Installed Capacity - N.A.

#### 4) Quantitative details in respect of items dealt in by the Company are given below :

	AS ON 31/03/2010		AS ON 31/03/2009	
	Quantity	Value Rupees	Quantity	Value Rupees
<b>A) Shares(Qty in Nos) :</b>				
Opening Stock	3150117	28392123	987817	22345467
Spilt of shares	2668520	-	1537548	-
Purchases	-	-	6247520	60466560
Sales	-	-	-	-
Closing Stock	5818637	28392123	3150117	28392123
<b>B) Trade Goods – Iron &amp; Steel ( Qty IN M. T.) :</b>				
Opening Stock	NIL	NIL	NIL	NIL
Purchases	568.349	19229196.20	2619.937	96151909
Sales	568.349	20175684.47	2619.937	96151909
Closing Stock	NIL	NIL	NIL	NIL
<b>C) Trade Goods – Fabrics ( Qty IN Mtrs.) :</b>				
Opening Stock	NIL	NIL	NIL	NIL
Purchases	2025900	154143531	NIL	NIL
Sales	2025900	154143531	NIL	NIL
Closing Stock	NIL	NIL	NIL	NIL
<b>D) Other (Pulp) – (Qty IN M.T.) :</b>				
Opening Stock	NIL	NIL	NIL	NIL
Purchases	5250.849	114319956.05	NIL	NIL
Sales	5250.849	116195232.07	NIL	NIL
Closing Stock	NIL	NIL	NIL	NIL



## THACKER AND COMPANY LIMITED

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5) As on the date of the Balance Sheet, the Company was holding the following Shares :

No. of Shares	Name of the Company
3335650	Pudumjee Pulp & Paper Mills Ltd. { Equity Shares }
2482987	Pudumjee Industries Ltd. { Equity Shares }
<b>5818637</b>	<b>TOTAL</b>

6) Earning in Foreign Exchange:

FOB Value of exports Rs. NIL (Previous Year Rs. NIL)

7) Expenditure in foreign currency:

Travelling Rs. NIL (Previous Year Rs. 132074)  
Import Rs. 114313206 (Previous Year Rs. 57448973.95)

8) Deferred tax :

a) Deferred tax has been provided at the end of the year in accordance with Accounting Standard 22 - Accounting for Taxes on income issued by the Institute of Chartered Accountants of India.

9) Earning Per Share:

	31/03/2010	31/03/2009
a) Net Profit after tax available for Equity shareholders	9838678	8113370
b) Weighted average number of Equity shares of Rs.10/-each	78765	78765
c) Basic/Diluted Earnings Per Share (Rs.) (a/b)	124.91	103.01

10) On the basis of information available with the company regarding the status of suppliers as defined under the "Micro small & medium Enterprises Act 2006" there are no suppliers covered under the above mentioned act & hence the question of provision or payment of interest and related disclosure under the said act does not arise.

11) Market value of Quoted Investment as on 31<sup>st</sup> March, 2010 is Rs. 189.83 Lacs (Previous Year Rs. 0.60 Lacs)

12) Figures have been rounded off to nearest rupee.

13) Previous year's figures have been regrouped or recast in order to make them comparable with current year's figures.

14) Disclosure of Related Party transactions as required by para 23 of Accounting Standard 18 issued by ICAI Related Party Disclosure (as identified by the management)

a) Related Party

(A) Subsidiary Company :

(i) Fujisan Technologies Ltd.

(B) Associate Companies :

- (i) Apposite Trading Pvt. Ltd.
- (ii) Chem Mach Pvt. Ltd.
- (iii) Cheerful Commercial Pvt. Ltd.
- (iv) Gelid Commercial Pvt. Ltd.
- (v) Winterpark Investment & Finance Pvt. Ltd.
- (vi) Suma Commercial Pvt. Ltd.
- (vii) Ubiquitous Trading Pvt. Ltd.
- (viii) Pudumjee Pulp & Paper Mills Ltd.

## ANNUAL REPORT 2009-2010

**(C) Partnership Firms**

- (i) Suma & Sons
- (ii) Prime Developers

**(D) Key Management Personnel:**

- (i) Mrs. Vandana Jatia

**(E) Relatives of Key Management Personnel:**

- (i) Mr. M. P. Jatia
- (ii) Mr. Shyam M. Jatia
- (iii) Mr. A. K. Jatia

**b) Transactions during the year with Related Parties:**

Particulars	Subsidiary Rupees	Associates Rupees	Key Managerial personnel Rupees	Total Rupees
Sale of Shares	-	-	481491 (NIL)	481491 (NIL)
Purchase of Shares	-	-	1704533 (NIL)	1704533 (NIL)
Managerial Remuneration	-	-	446500 (480000)	446500 (480000)
Director sitting fee			1500 (1000)	1500 (1000)
Interest Paid	-	3688477 (4384307)	-	3688477 (4384307)
Interest Received	1666747 (948733)	5797842 (5178384)	-	7464589 (6127117)
<b>Finance &amp; Investments</b>				
Unsecured Loans Received	-	46195796 (14828000)	-	46195796 (14828000)
Unsecured Loans Repaid	-	52490796 (14774000)	-	52490796 (14774000)
Loan Advanced	32300000 (9500000)	4875604 (44320000)	-	37175604 (53820000)
Loan Advanced Refund	34000000 (7900000)	16200000 (35470000)	-	50200000 (43370000)
Amount Invested		23332913 (NIL)		23332913 (NIL)
Amount redeemed		47296 (NIL)		47296 (NIL)
<b>Outstandings</b>				
Interest Payables	-	3319629 (3390824)	-	3319629 (3390824)
Interest Receivables	1500072 (733750)		-	1500072 (733750)
Loan Advanced	9900000 (11600000)	21680566 (33004962)	-	31580566 (44604962)
Unsecured Loans	-	28845000 (35140000)	-	28845000 (35140000)
Investments	5000000 (5000000)	23982953 (12272397)	-	28982953 (17272397)
Stock-in-Trade	-	20349700 (20349700)	-	20349700 (20349700)

## **THACKER AND COMPANY LIMITED**

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### **15) Disclosure of Segmentwise Revenue, Results and Capital Employed:**

- a) Segmentwise Revenue, Results and Capital Employed.
- b) The Company operates in three segments i.e. Investment and Finance, Business Centre and Trading Business the summary of which is as under:

	<b>Investment &amp; Finance Rupees</b>	<b>Business Centre Rupees</b>	<b>Trading Business Rupees</b>	<b>Un- Allocated Rupees</b>	<b>Total Rupees</b>
<b>1. SEGMENT REVENUE</b>					
Income from Operations	12065662	6483432	292963723	-	311512817
Less: Intersegment Revenue	-	-	-	-	-
Net Income from Operations	12065662	6483432	292963723	-	311512817
<b>2. SEGMENT RESULTS</b>					
Profit/(Loss) before Interest and Tax	6672053	5102189	1977972	(520277)	13231937
Less: Interest from each segment	-	-	-	-	-
Less: Other Un-allocable Expenses	-	-	-	-	-
Total Profit/(Loss) before Tax	6672053	5102189	1977972	(520277)	13231937
<b>3. CAPITAL EMPLOYED (Segment Assets – Segment Liabilities)</b>	55182713	(8940874)	42228402	-	88470241

### **16) Important Ratios :**

- a) Profit Before Tax to Sales 4.55%
- b) Fixed Assets to Sales 0.37%

**On Behalf of the Board of Directors**

**Arun Kumar Jatia**  
Director

**Vandana Jatia**  
Director

Place : Mumbai  
Dated : May 25, 2010

## ANNUAL REPORT 2009-2010

### CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2010

A. CASH FLOW FROM OPERATING ACTIVITIES :	2009-10	2008-09
	Rs.	Rs.
Net profit before tax and extraordinary items	13,231,934	10,694,551
<b>Adjustments for:</b>		
Add: Depreciation	71,833	73,206
Less: Rental income & Licence Fee	(6,483,432)	(4,788,828)
<b>Operating profit before working capital changes</b>	<b>6,820,334</b>	<b>5,978,929</b>
<b>Adjustments for:</b>		
(Increase) / decrease in current asset	50,316,880	(21,641,179)
Inventories	-	(6,046,656)
Increase / (decrease) in current Liabilities	(18,611,631)	50,644,117
<b>Cash Generated from Operation</b>	<b>38,525,583</b>	<b>28,935,211</b>
Direct Taxes Paid/Refund	(4,507,446)	(3,332,296)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>34,018,137</b>	<b>25,602,915</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Fixed Assets	(24,064,170)	-
Purchase/(Sale) of Investment	(21,143,725)	(2,500,000)
Rental Income	6,483,432	4,788,828
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(38,724,463)</b>	<b>(2,288,282)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Proceeds from Borrowings	7,087,386	(20,647,165)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>7,087,386</b>	<b>(20,647,165)</b>
Net increase in cash and cash equivalents	2,381,062	7,244,579
Opening Balance of Cash and cash equivalents	13,127,021	5,882,442
Closing Balance of Cash and cash equivalents	15,508,083	13,127,021

Notes:1. The above Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard 3 on 'Cash Flow Statement' issued by the Institute of Chartered Accountants of India.

2. Figures of the previous year have been regrouped/ reclassified, wherever necessary.

As per our report of even date attached

M. Mehta  
Partner  
Membership No.42990  
For Mittal & Associates  
Chartered Accountants  
Place : Mumbai  
Dated : May 25, 2010

On behalf of the Board of Directors  
Arun Kumar Jatia  
Director  
Vandana Jatia  
Director

## THACKER AND COMPANY LIMITED

<b>ABRIDGED CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2010</b>				
(Statement containing salient features of Balance Sheet as per Section 219(1)(b)(iv) of the Companies Act, 1956)				
	Amount as at 31st March 2010 (Rs.in'000)		Amount as at 31st March 2009 (Rs.in'000)	
<b>SOURCES OF FUNDS</b>				
<b>(1) Shareholders' Funds</b>				
(a) Capital - Equity		787.88		787.88
(b) Reserves and surplus				
Capital Redemption Reserve	0.05		0.05	
Capital Reserve	7.95		7.95	
Revenue Reserve	48,041.72		48,041.72	
Surplus in Profit and Loss	42,908.61	90,958.33	28,150.39	76,200.11
		<b>91,746.20</b>		<b>76,987.98</b>
<b>(2) Loan Funds</b>				
Secured Loans (Other than debentures)		5,224.08		7,480.99
Unsecured Loans		45,618.21		38,530.82
		<b>50,842.29</b>		<b>46,011.81</b>
<b>Deferred tax liability</b>		101.77		107.51
		<b>1,42,690.26</b>		<b>1,23,107.30</b>
<b>APPLICATION OF FUNDS</b>				
<b>Fixed Assets</b>				
<b>(1) Fixed Assets</b>				
Net Block - (Original cost less depreciation)		27,505.76		4,057.44
<b>(2) Investments</b>				
Others				
(a) Quoted	17,230.70		36.75	
(b) Unquoted	16,225.10		9,775.28	
(c) Share Application money	0	33,455.75	2,500.00	12,312.03
		<b>33,455.75</b>		<b>12,312.03</b>
<b>(3) (i) Current Assets, Loans &amp; Advances:</b>				
(a) Inventories		39,090.28		44,677.20
(b) Sundry Debtors		47,854.92		58,653.83
(c) Cash and Bank Balances		15,841.66		13,388.83
(d) Loans and Advances		42,492.46		57,902.91
		1,45,279.31		174,622.79
<b>Less : (ii) Current Liabilities &amp; Provisions</b>				
(a) Liabilities	49,282.60		57,322.96	
(b) Provisions	14,267.98	63,550.56	10,562.00	67,884.96
<b>Net Current Assets</b>		<b>81,728.75</b>		<b>106,737.83</b>
Preliminary Expenses		0		0.00
Deferred Tax Assets				
		<b>142,690.26</b>		<b>123,107.30</b>

**Notes as per Schedule - "2"**

Compiled from the Audited Accounts of the Company referred to in our Report dated May 25,2010

**M. Mehta**  
Partner  
Membership No.42990  
For Mittal & Associates  
Chartered Accountants  
Place : Mumbai  
Dated : May 25, 2010

On behalf of the Board of Directors  
**Arun Kumar Jatia**  
Director  
**Vandana Jatia**  
Director

## ANNUAL REPORT 2009-2010

### ABRIDGED CONSOLIDATED PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2010 (Statement containing salient features of Balance Sheet as per Section 219(1)(b)(iv) of the Companies Act, 1956)

	2009-10 (Rs.in'000)	2008-09 (Rs.in'000)
<b>(1) INCOME</b>		
Sales - Goods	360,466.98	144,067.96
- Shares	-	-
Dividend	1,041.68	727.89
Interest	6,579.81	9,499.86
License Fees	6,483.43	4,788.83
Other Income	3,755.70	145.57
Service Charges	1,528.14	3,672.65
Exchange Rate Difference	1,281.50	0.00
Increase in stock	(5,586.92)	9,283.21
<b>TOTAL</b>	<b>375,550.32</b>	<b>172,185.97</b>
<b>(2) EXPENDITURE</b>		
Trading Purchases - Goods	333,088.10	139,286.77
Interest	5,137.54	5,347.04
Administrative & other expenses	18,633.50	14,472.17
Depreciation	658.36	684.59
Prior period expenses	5.40	-
Preliminary expenses	0.00	7.74
Exchange rate difference	(1,264.91)	380.98
<b>TOTAL</b>	<b>356,257.99</b>	<b>160,179.28</b>
<b>Profit/Loss before tax</b>	<b>19,292.33</b>	<b>12,006.69</b>
Provision for Taxation	3,860.25	2,707.51
Income tax adjustment for earlier years	673.86	0.00
<b>Profit / Loss after Tax</b>	<b>14,758.22</b>	<b>9,299.18</b>
Balance brought forward from earlier year	28,150.42	18,851.24
<b>Transfer to Reserves and surplus</b>	<b>42,908.63</b>	<b>28,150.42</b>

#### Notes as per Schedule - "2"

Compiled from the Audited Accounts of the Company referred to in our Report dated 25th May, 2010

**M. Mehta**  
Partner  
Membership No.42990  
For Mittal & Associates  
Chartered Accountants  
Place : Mumbai  
Dated : May 25, 2010

On behalf of the Board of Directors  
**Arun Kumar Jatia**  
Director  
**Vandana Jatia**  
Director

## **THACKER AND COMPANY LIMITED**

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### **SCHEDULE 1**

**1 Schedule to the Balance Sheet of a non-deposit taking non-banking financial Company (as required in terms of Paragraph 13 of Non-Banking Financial (non-deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007**

(Rs. in Lakhs)

<b>Particulars</b> <b>Liabilities side:</b>	<b>Year Ending 31.03.2010</b>	
	<b>Amount Outstanding</b>	<b>Amount Overdue</b>
<b>(1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:</b>		
(a) Debentures : Secured	— NIL —	— NIL —
: Unsecured	— NIL —	— NIL —
(other than falling within the meaning of Public Deposits)		
(b) Deferred Credits	— NIL —	— NIL —
(c) Terms Loans	— NIL —	— NIL —
(d) Inter-corporate loans and borrowing	456.18	— NIL —
(e) Commercial Paper	— NIL —	— NIL —
(f) Other Loans (Specify Nature)	— NIL —	— NIL —

<b>Assets side:</b>	<b>Amount Outstanding</b>
<b>(2) Break-up of Loans and Advances including Bills Receivables [other than those included in (3) below] :</b>	
(a) Secured	— NIL —
(b) Unsecured (Including Interest Accrued and Due)	216.81
<b>(3) Break-up of Leased Assets and stock on hire and other assets counting towards AFC activities</b>	
(I) Lease assets including lease rentals under Sundry Debtors	
(a) Financial lease	— NIL —
(b) Operating lease	— NIL —
(II) Stock on hire including hire charges under Sundry Debtors	
(a) Assets on hire	— NIL —
(b) Repossessed Assets	— NIL —
(III) Other Loans counting towards AFC activities	
(a) Loans where assets have been repossessed	— NIL —
(b) Loans other than (a) above	— NIL —

## ANNUAL REPORT 2009-2010

**(4) Break-up of Investments:**

<b>Current Investments:</b>		
<b>1. Quoted:</b>		
(i) Shares : (a) Equity		— NIL —
(b) Preference		— NIL —
(ii) Debentures and Bonds		— NIL —
(iii) Units of Mutual Funds		— NIL —
(iv) Government Securities		— NIL —
(v) Others (please specify)		— NIL —
<b>2. Unquoted:</b>		
(i) Shares : (a) Equity		— NIL —
(b) Preference		— NIL —
(ii) Debentures and Bonds		— NIL —
(iii) Units of Mutual Funds		— NIL —
(iv) Government Securities		— NIL —
(v) Others (please specify)		— NIL —
<b>Long Term Investments:</b>		
<b>1. Quoted:</b>		
(i) Shares : (a) Equity		172.24
(b) Preference		0.01
(ii) Debentures and Bonds		— NIL —
(iii) Units of Mutual Funds		— NIL —
(iv) Government Securities		— NIL —
(v) Others (please specify)		— NIL —
<b>2. Unquoted:</b>		
(i) Shares : (a) Equity		90.75
(b) Preference		71.56
(ii) Debentures and Bonds		— NIL —
(iii) Units of Mutual Funds		— NIL —
(iv) Government Securities		— NIL —
(v) Others (please specify)		— NIL —
Share application money (pending allotment)		

**(5) Borrower group-wise classification of assets financed as in (2) and (3) above :**

Category	Amount of Net of Provisions		
	Secured	Unsecured	Total
1. Related Parties **	/		
(a) Subsidiaries		—NIL—	—NIL—
(b) Companies in the same group		—NIL—	—NIL—
(c) Other related parties		216.81	216.81
2. Other than related parties		—NIL—	—NIL—
<b>Total</b>	<b>—NIL—</b>	<b>216.81</b>	<b>216.81</b>



## **THACKER AND COMPANY LIMITED**

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- (6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted including shares held in stock) :

<b>Category</b>	<b>Market Value Break-up or fair Value or NAV</b>	<b>Book Value (Net of Provisions)</b>
1. Related Parties ** (a) Subsidiaries (b) Companies in the same group (c) Other related parties	/	—NIL— 330.58 —NIL—
2. Other than related parties	/	3.98
<b>Total</b>	<b>—NIL—</b>	<b>334.56</b>

\*\* As per Accounting Standard of ICAI

- (7) Other information

<b>Particulars</b>	<b>Amount</b>
(i) Gross Non-Performing Assets (a) Related Parties (b) Other than related parties	—NIL— —NIL—
(ii) Net Non-Performing Assets (a) Related Parties (b) Other than related parties	—NIL— —NIL—
(iii) Assets acquired in satisfaction of debt	—NIL—

**Note: In respect of unquoted Investments cost price has been considered in absence of break up/ fair value / NAV and impact thereof is unascertainable.**

**SCHEDULE 13:  
NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2010**

**I) SIGNIFICANT ACCOUNTING POLICIES:**

**1) Accounting Convention:**

- a) The accompanying financial statements have been prepared in accordance with the historical cost convention.
- b) The company generally follows mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis.

**2) Basis of consolidation:**

The Financial Statements of the company and its wholly owned subsidiary ("The Group") have been consolidated on line-by-line after eliminating all significant inter-company transactions in accordance with the Accounting Standard '21' 'Consolidated Financial Statement' issued by The Institute of Chartered Accountants of India (ICAI).

**3) Fixed Assets:**

Fixed Assets are carried at cost of acquisition less depreciation.

**4) Depreciation:**

Depreciation on Fixed Assets has been provided on written Down Value method at rates specified in Schedule XIV to the Companies Act, 1956. Depreciation in respect of assets acquired during the year has been provided on pro-rata basis.

**5) Inventories:**

- a) Inventories are valued on FIFO at cost or market value whichever is less.
- b) Materials lying at Port and with third party are recognized upon receipt of commercial invoice from the supplier.

**6) Investments:**

- a) Long Term Investments are stated at cost. Provision for diminution in the value of long term investments is made only if, such a decline in the opinion of the management is other than temporary.
- b) Investments include shares and securities purchased with the intention of holding them as investments as per Board resolutions.

**7) Sales:**

Sales are exclusive of Vat and recognized when goods are supplied in accordance with the terms of sale. Export Sales is recognized only when the Bills of Lading is received by the company.

**8) Purchase:**

Purchases are recognized as per terms of purchase with buyer and exclusive of VAT.

**9) Rent:**

Income from rent is accounted as per the terms of agreements on accrual basis.

## **THACKER AND COMPANY LIMITED**

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**10) Interest and Dividend:**

Interest income is accounted on accrual basis. Dividend is accounted on receipt basis

**11) Employees Benefits:**

Company's contributions to Provident Fund Pension Scheme for the year are charged to Profit & Loss account. Provision for Leave encashment to employees is made on payment basis.

**12) Taxation:**

a) Provision for current tax is made and retained in the accounts on the basis of estimated tax liability as per the applicable provisions of the Income Tax Act, 1961 and considering assessment orders and decisions of appellate authorities in Company's case.

b) Deferred tax for timing differences between tax profits and book profits is accounted by using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets in respect of unabsorbed Losses are recognized to the extent there is reasonable certainty that these assets can be realized in future.

**13)** Accounting policies not specifically referred to above are consistent with earlier years and in consonance with generally accepted accounting principles.

**14) Segment Reporting:**

The accounting policies adopted for Segment reporting are on line with the accounting policy of the Company. Revenue and Expenditure have been identified to Segments on the basis of their relationship to operating activities of the segment. Revenue and Expenditure which relate to the enterprises as a whole and are not allocable to segments on a reasonable basis have been included under "Un-allocated Expenses"

**15) Foreign currency Transactions:**

Foreign currency transactions entered during the year are recorded at the prevailing exchange rate on the date of transaction. Gain / Loss arising on all transactions settled during the year are recognized in profit and loss account. Unsettled foreign currency transactions at the year end are translated at year – end rates.

**16) Provisions and Contingent Liabilities:**

The company recognizes a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

**II) NOTES ON ACCOUNTS & CONTINGENT LIABILITIES:**

**1) Contingent Liabilities not Provided for in respect of:**

	<b>31/03/2010</b>	<b>31/03/2009</b>
a) Income Tax demands under dispute	3542991	3407728
b) Letter of credit issued by the bank	Nil	Nil

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2) Sundry Debtors, creditors, loans and advances, un-secured loans are subject to confirmation.

3) **Payments made to auditors:**

	31/03/2010	31/03/2009
	Rupees	Rupees
Audit Fees	66180	66180
For Tax Audit	33090	33090
For Other Taxation matters	11030	11030
<b>TOTAL</b>	<b>110300</b>	<b>110300</b>

4) **Deferred tax :**

a) Deferred tax has been provided at the end of the year in accordance with Accounting Standard 22 - Accounting for Taxes on income issued by the Institute of Chartered Accountants of India.

5) **Quantitative details in respect of items dealt in by the Company are given below :**

	AS ON 31/03/2010		AS ON 31/03/2009	
	Quantity	Value	Quantity	Value
		Rupees		Rupees
<b>A) Shares(Qty in Nos) :</b>				
Opening Stock	3150117	28392123	987817	22345467
Spilt of shares	2668520	NIL	1537548	NIL
Purchases	NIL	NIL	624752	6046656
Sales	NIL	NIL	NIL	NIL
Closing Stock	5818637	28392123	3150117	28392123
<b>B) Trade Goods – Iron &amp; Steel ( Qty IN M. T.) :</b>				
Opening Stock	NIL	NIL	NIL	NIL
Purchases	568.349	19229196.20	2619.937	96151909
Sales	568.349	20175684.47	2619.937	96151909
Closing Stock	NIL	NIL	NIL	NIL
<b>C) Trade Goods - Fabric (Qty IN Mtrs.) :</b>				
Opening Stock	NIL	NIL	NIL	NIL
Purchases	2025900	154143531	NIL	NIL
Sales	2025900	154143531	NIL	NIL
Closing Stock	NIL	NIL	NIL	NIL
<b>D) Other (Pulp) – (Qty IN Mtrs.) :</b>				
Opening Stock	NIL	NIL	NIL	NIL
Purchases	5250.849	114319956.05	NIL	NIL
Sales	5250.849	116195232.07	NIL	NIL
Closing Stock	NIL	NIL	NIL	NIL

## THACKER AND COMPANY LIMITED

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### E) Life Book

#### (Qty in Nos) :

Opening Stock	25	562995	84	2891507
Purchases	1	NIL	19	4113598
Sales	2	25000	70	3109992
Closing Stock	24	170000	25	562995

### F) Scanners (Qty in Nos) :

Opening Stock	1114	11257211	103	5873022
Purchases	1202	44015089	1116	27456251
Sales	1374	65068084	829	38768384
Closing Stock	942	9643565	1114	11257211

### G) Plasma (Qty in Nos) :

Opening Stock	2	151227	2	265813
Purchases	NIL	NIL	NIL	NIL
Sales	NIL	NIL	NIL	NIL
Closing Stock	2	50000	2	151227

### H) Accesories :

Opening Stock	NIL	859106	NIL	1850548
Purchases	NIL	124495	NIL	1962373
Sales	NIL	584647	NIL	2446687
Closing Stock	NIL	72716	NIL	859106

### I) Spare Parts :

Opening Stock	NIL	478545	NIL	2026827
Purchases	NIL	57131	NIL	1061725
Sales	NIL	253603	NIL	NIL
Closing Stock	NIL	193523	NIL	478545

### J) Others :

Opening Stock	NIL	2975993	NIL	140803
Purchases	NIL	1149696	NIL	2416728
Sales	NIL	3545406	NIL	NIL
Closing Stock	NIL	830780	NIL	2975993

Note : The figures have been rerouped wherever necessary :

### 6) Earning Per Share:

	31/03/2010	31/03/2009
a) Net Profit after tax available for Equity shareholders	14358218	9299175
b) Weighted average number of Equity shares of Rs. 10/-each	78765	78765
c) Basic/Diluted Earnings Per Share (Rs.) (a/b)	182.29	118.06

- 7) On the basis of information available with the company regarding the status of suppliers as defined under the “Micro Small & Medium Enterprises Act 2006”, there are no suppliers covered under the above mentioned act and hence the question of provision or payment of interest and related disclosure under the said act does not arise.
- 8) Figures have been rounded off to nearest rupee.
- 9) Previous year’s figures have been regrouped or recast in order to make them comparable with current year’s figures.
- 10) Disclosure of Related Party transactions as required by para 23 of Accounting Standard 18 issued by ICAI Related Party Disclosure (as identified by the management)

a) **Related Party**

**(A) Associate Companies:**

- (i) Apposite Trading Pvt. Ltd.
- (ii) Chem Mach Pvt. Ltd.
- (iii) Cheerful Commercial Pvt. Ltd.
- (iv) Gelid Commercial Pvt. Ltd
- (v) Winterpark Investment & Finance Pvt. Ltd.
- (vi) Suma Commercial Pvt. Ltd.
- (vii) Ubiquitous Trading Pvt. Ltd.
- (viii) Pudumjee Pulp & Paper Mills Ltd.

**(B) Partnership Firms**

- (i) Suma & Sons
- (ii) Prime Developers

**(C) Key Management Personnel:**

- (i) Mrs. Vandana Jatia
- (ii) Mr. Paresh H. Gathani
- (iii) Mr. Shyam M. Jatia
- (iv) Mr. Arun K. Jatia

**(D) Relatives of Key Management Personnel:**

- (i) Mr. M. P. Jatia
- (ii) Mrs. Poonam Jatia

b) **Transactions during the year with Related Parties:**

## THACKER AND COMPANY LIMITED

Particulars	Subsidiary	Associates	Key Managerial personnel	Total
	Rupees	Rupees	Rupees	Rupees
Sale of Shares -	-	-	481491	481491
		(NIL)	(NIL)	(NIL)
Purchase of Shares	-	-	1704533	1704533
			(NIL)	(NIL)
Managerial Remuneration	-	-	446500	446500
			(480000)	(480000)
Director sitting fee			1500	1500
			(1000)	(1000)
Interest Paid	-	3688477	-	3688477
		(4384307)		(4384307)
Interest Received	-	5797842	-	5797842
		(6891911)		(6891911)
Professional Fees			1560000	1560000
			(1560000)	(1560000)
<b>Finance &amp; Investments</b>				
Unsecured Loans Received	-	46195796	-	46195796
		(14828000)		(14828000)
Unsecured Loans Repaid	-	52490796	-	52490796
		(14774000)		(14774000)
Loan Advanced		4975604	-	4975604
		(44320000)		(44320000)
Loan Advanced Refund		16200000	-	16200000
		(35470000)		(35470000)
Amount Invested		23332913		23332913
		(NIL)		(NIL)
Amount redeemed		47296		47296
		(NIL)		(NIL)
<b>Outstandings</b>				
Interest Payables	-	3319629	-	3319629
		(2791034)		(2791034)
Interest Receivables		-	-	-
		(5330204)		(5330204)
Loan Advanced		21780566	-	21780566
		(33004962)		(33004962)
Unsecured Loans		28845000	-	28845000
		(35140000)		(35140000)
Investments		33058013	-	33058013
		(29832953)		(29832953)
Stock-in-Trade	-	20349700	-	20349700
		(20349700)		(20349700)

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### 11 1) Disclosure of Segmentwise Revenue, Results and Capital Employed:

- a) Segmentwise Revenue, Results and Capital Employed.
- b) The Company operates in three segments i.e. Investment and Finance, Business Centre and Trading Business the summary of which is as under:

	Investment & Finance Rupees	Business Centre Rupees	Trading Busines Rupees	Un- Allocated Rupees	Total Rupees
<b>1. SEGMENT REVENUE</b>					
Income from Operations	12065662	6483432	292963723	-	311512817
Less: Intersegment Revenue	-	-	-	-	-
Net Income from Operations	12065662	6483432	292963723	-	311512817
<b>2. SEGMENT RESULTS</b>					
Profit/(Loss) before Interest and Tax	6672053	5102189	1977972	(520277)	13231937
Less: Interest from each segment	-	-	-	-	-
Less: Other Un-allocable	-	-	-	-	-
Total Profit/(Loss) before Tax	6672053	5102189	1977972	(520277)	13231937
<b>3. CAPITAL EMPLOYED (Segment Assets – Segment Liabilities)</b>	55182713	(8940874)	42228402	-	88470241

### 12 Important Ratios :

- a) Profit Before Tax to Sales 4.55%
- b) Fixed Assets to Sales 0.37%

Note : Subsidiary Company does not have any reportable segment hence not consolidated.

**For Mittal & Associates  
Chartered Accountants**

**M. Mehta**  
Partner  
Membership No.42990  
Mumbai,  
Dated : May 25, 2010.

**On behalf of the Board of Directors**

**Arun Kumar Jatia**  
Director  
**Vandana Jatia**  
Director



## THACKER AND COMPANY LIMITED

### CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED March 31, 2010

	2009-10 Rs.	2008-09 Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net profit before tax and extraordinary items	19,292,327	12,006,688
<b>Adjustments for:</b>		
Depreciation	658,356	684,594
Rental Income	(6,483,432)	4,788,828
Preliminary Expenses	-	7,738
<b>Operating profit before working capital changes</b>	<b>13,467,250</b>	<b>17,487,848</b>
<b>Adjustments for:</b>		
Trade and other receivables	21,906,277	(23,238,144)
Inventories	5,586,922	(9,283,213)
Trade and other Payables	(8,714,237)	49,033,285
<b>Cash Generated from Operation</b>	<b>32,246,212</b>	<b>33,999,776</b>
Direct Taxes Paid/Refund	(6,323,298)	(3,551,254)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>25,922,914</b>	<b>30,448,522</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
(Purchase)/Sales of Fixed Assets	(24,106,670)	(349,246)
(Purchase)/Sales of Investments	(21,143,725)	(2,500,000)
Rental Income	6,483,432	(4,788,828)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(38,766,963)</b>	<b>(7,638,074)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Proceeds from Borrowings	15,296,873	(15,600,015)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>15,296,873</b>	<b>(15,600,015)</b>
Net increase in cash and cash equivalents	2,452,825	7,210,433
Opening Balance of Cash and cash equivalents	13,388,831	6,178,398
<b>Closing Balance of Cash and cash equivalents</b>	<b>15,841,656</b>	<b>13,388,831</b>

Compiled from the Audited Accounts of the Company referred to in our Report dated May 25, 2010.

**For Mittal & Associates**  
Chartered Accountants

**M. Mehta**  
Partner  
Membership No.42990

Mumbai,  
Dated : May 25, 2010.

**For and on Behalf of the Board**

**Arun Kumar Jatia**  
Director

**Vandana Jatia**  
Director

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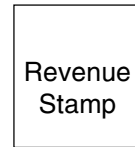
**PROXY FORM**

**THACKER AND COMPANY LIMITED**

Registered Office: Bhogilal Hargovindas Building, Mezzanine Floor,  
18/20, K. Dubash Marg, Mumbai 400 001.

I/We ..... of ..... in the district of ..... being a member/  
members of the above named Company hereby appoint ..... of ..... in the  
district of ..... or failing him ..... of ..... in the district of .....  
as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be  
held on Wednesday, the 25th day of August 2010 and at any adjournment thereof.

Signed at ..... this ..... day of 2010.



Signature

This form must be deposited at the Company's Registered Office not less than 48 hours before the  
holding of the Meeting. Please affix Revenue Stamp of 15 paise.

**THACKER AND COMPANY LIMITED**

Registered Office: Bhogilal Hargovindas Building, Mezzanine Floor,  
18/20, K. Dubash Marg, Mumbai 400 001.

**ATTENDANCE SLIP**

Please complete and sign this attendance slip and hand over at the entrance of the meeting hall.

I hereby record my presence at the One Hundred and Thirtieth Annual General Meeting of the Company  
at its Registered Office at Bhogilal Hargovindas Building, Mezzanine Floor, 18/20, K. Dubash Marg,  
Mumbai 400 001 at 10.00 a.m. on Wednesday, the 25th day of August 2010.

Name of Shareholder.....

Folio No./Depository A/c No. ....

Name of Proxy (If any) .....

No. of Shares held .....

Signature of Member / Proxy .....

**BOOK-POST**

**Under Certificate of Posting**

*If undelivered, please return to :*

**THACKER AND COMPANY LIMITED**

Registered Office : Bhogilal Hargovindas Building,  
Mezzanine Floor, 18/20, K. Dubash Marg,  
Mumbai 400 001.