

**TWENTIETH  
ANNUAL  
REPORT**

**2011-2012**



**GUJARAT  
CONTAINERS  
LIMITED**

**GUJARAT CONTAINERS LIMITED**  
**NINETEENTH ANNUAL REPORT 2011-2012**

**BOARD OF DIRECTORS**

Chairman & Managing Director

Shri Kiran Shah

Whole-Time Director

Shri Pravin Shah  
Shri Abjee Patel

Independent Director

Shri Nitin J. Thakkar  
Shri Dinesh S. Kamdar  
Shri Udaybhai P. Madhwal

**AUDITORS**

V. K. Shastri & Co.  
Gayatri Krupa,  
9, Manisha Society,  
Old Padra Road, BARODA.

**BANKERS**

State Bank of India  
Specialised Commercial Branch  
2nd Floor, Trident Complex,  
Race Course,  
BARODA-390 023.

**CORPORATE OFFICE**

201-202, Alkapuri Arcade,  
'B' Wing,  
R. C. Dutt Road,  
Opp. Welcom Hotel,  
BARODA-390 007.

**REGISTERED OFFICE**

Plot No. 488 / 489-P,  
Baroda-Savli Highway,  
Village Tunday, Tal. Savli,  
Dist. Vadodara-391 775.

**GUJARAT CONTAINERS LIMITED**

**NOTICE**

NOTICE is hereby given that the TWENTIETH ANNUAL GENERAL MEETING OF GUJARAT CONTAINERS LIMITED will be held on Friday 28, September, 2012 at 11:30 a.m. at the registered office of the Company situated at Plot No.488/489-P,Savli Highway, Village : Tundav,Ta.Savli,Dist.Baroda to transact following business

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and the Profit and Loss Account for the year ended even date alongwith the Reports of Auditors' and Directors' thereon.
2. To appoint a Director in place of Shri. Pravin H. Shah who retires by rotation and being eligible offers himself for reappointment.
3. To pass the following resolution, with or without modification, as an Ordinary Resolution relating to appointment of the Auditors of the Company:

"RESOLVED THAT M/s V.K.Shatri & Co, Chartered Accountants, the retiring Auditors, be and they are hereby re-appointed as Auditors of the Company under Section 224 read with Section 224A and other applicable provisions, if any, of the Companies Act, 1956 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 pocket expenses at actual) as may be mutually agreed upon between the Auditors and the Chairman of the Company".

By Order of the Board of Directors  
For Gujarat Containers Limited

Date: 31st July, 2012  
Place: Vadodara

(Kiran Shah)  
Chairman

**NOTES**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY
2. In accordance with the provisions of Section 173 of the companies Act, 1956 and the Listing Agreement an Explanatory Statement in respect of item nos. 2 being items of ordinary business
3. The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, the 10th September 2012 to Wednesday, the 12th September 2012(both days inclusive).
4. Members/ Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting.

## GUJARAT CONTAINERS LIMITED

5. Members holding shares in physical form are requested to kindly notify the Company of any change in their addresses so as to enable the Company to address future communication to their correct addresses. Members holding shares in demat form are requested to notify their respective Depository Participant of any change in their addresses.
6. Pursuant to Clause 49 of the Listing Agreement, the particulars of Directors seeking re-appointment at the Meeting are annexed.
7. Members desiring any information as regards the Accounts are requested to write to the Company Secretary at an early date so as to enable the Management to reply at the Meeting.
8. Members are requested to kindly bring their copies of the Annual Report to the Meeting.
9. The Ministry of Corporate Affairs has undertaken a 'Green Initiative in Corporate Governance' by allowing paperless compliances by companies through electronic mode, vide its Circular Nos. 17/2011 & 18/2011 dated April 21, 2011 and April 29, 2011, respectively. A recent amendment to the Listing Agreement with Stock Exchanges permits Companies to send soft copies of the Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering/ updating their e-mail address for receiving electronic communication.

### EXPLANATORY STATEMENT UNDER SECTION 173(2) OF THE COMPANIES ACT, 1956

The following Explanatory Statements relating to Special Business of the accompanying Notice set out all material facts as required under Section 173 of the Companies Act, 1956 :

#### Item No.2 Brief resume of Shri. Pravin H. Shah

Shri Pravin H. Shah, was appointed as as Whole Time Director on 2nd November 1992. He has over 19 year experience in the container business. He is responsible for implementing the overall business strategy of the Company.

Your Directors recommend the passing of the resolution as item no.2 appointing Shri Pravin H Shah as Director of the Company. None of the Directors except Shri Pravin H Shah is in any manner interested or concerned in the said resolutions.

#### Details of Directors seeking re-appointment at the forthcoming Annual General Meeting of the Company

(Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges)

Name of Director	Mr. Pravin H Shah
Date of Birth	02/06/1952
Date of Appointment	02/11/1992
Expertise in specific functional areas	Overall business strategy
Qualification	Graduate
Details of shares held in the Company	49400.
List of the companies in which outside directorships held as on March 31, 2012 (excluding private & foreign companies)	Nil
Chairman/ Member of the Committees of other Companies on which he is a Director as on March 31, 2012:	Nil

\* The Committees include the Audit Committee and the Shareholders'/Investors' Grievance Committee.

**GUJARAT CONTAINERS LIMITED**  
**DIRECTORS' REPORT**

Dear Members,

Your Directors have pleasure in presenting their Annual Report together with the Audited Statement of Accounts for the Financial Year ended on 31st March, 2012.

**(1) FINANCIAL AND WORKING RESULTS:**

PARTICULARS	2011-2012 (Rs.)	2010-2011 (Rs.)
Income from Operation	410556737	410772571
Other Income	793951	614127
<b>Total Income</b>	<b>411350688</b>	<b>411386698</b>
Operating & Administrative Expenses	379006001	360842157
<b>Operating Profit before Interest, Depreciation &amp; Tax</b>	<b>32344687</b>	<b>50744541</b>
Interest and Financial Charges	4658369	4464848
Depreciation and Amortisation	17813755	15271986
<b>Profit Before Extraordinary items Tax</b>	<b>9872563</b>	<b>31007707</b>
<b>Extraordinary items</b>	<b>(4491671)</b>	<b>(29762999)</b>
<b>Profit Before tax</b>	<b>5380892</b>	<b>1244708</b>
Tax	1096725	314000
Deferred Tax	(374681)	(373119)
<b>Profit-After Tax</b>	<b>4658848</b>	<b>1303827</b>
Surplus Brought Forward from Previous Year	(1400562)	(2704389)
Balance Carried to Balance Sheet	3258286	(1400562)

**DIVIDEND**

The company's is expanding its business because of that the company capex requirement is presently higher than the cash. Therefore, your directors do not recommend any dividend for the year ended March 31, 2012.

**(2) INVESTORS' RELATIONS AND GRIEVANCES**

The details regarding the investor complaints received and resolved during the year are mentioned in the Report on Corporate Governance annexed to this report.

**PARTICULARS RELATING TO CONSERVATION OF ENERGY**

**A. CONSERVATION OF ENERGY**

1. Energy Conservation Measure taken:
  - i) Maintained high power factor through the year.
2. Additional investment and proposal, if any, being implemented for reduction and consumption of energy:

3. Impact of measure at (1) and (2) above for reduction of Energy Consumption and consequent Impact on production of goods.
  - i) Reduction in power consumption

**B. FOREIGN EXCHANGE EARNING & OUTGO:**

During the year, the Company has neither earned nor spent any foreign exchange.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

A detailed analysis of the Company's performance is mentioned in the Management Discussion and Analysis Report, which form part of this Annual Report.

**REPORT ON CORPORATE GOVERNANCE**

Your company is committed to follow corporate governance practice in accordance with Clause 49 of the Listing Agreement and follows the same while conducting affairs of the Company. A Report on Corporate Governance along with a certificate from the Practicing Company Secretary of the Company regarding the compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement forms part of the Annual Report.

**FIXED DEPOSITS**

Your Directors report that the company has not accepted any deposits during the current financial year.

**INSURANCE**

Your directors confirm that all the properties and insurable interests of the Company, including buildings, plant & machinery and stocks have been adequately insured.

**DIRECTORS**

In accordance with the provision of the Companies Act, 1956 and the Article of Association of the Company, Shri Pravin Shah, Director retire by rotation at the forthcoming Annual General Meeting of the Company and being eligible offer themselves for reappointment.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956, with respect to Directors' Responsibility Statement, your Directors confirm that:

- (i) in the preparation of the accounts for the financial year ended March 31, 2012; the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (ii) the accounting policies selected have been applied consistently and judgments and estimates made 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 and of the profit or loss of the Company for the year under review;

## GUJARAT CONTAINERS LIMITED

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

### AUDITORS AND THEIR REPORT:

Comments of the auditors in their report and the notes forming part of the accounts are self explanatory and need no comments.

M/s V.K Shastri & Co., Chartered Accountants, Vadodara, the Company's auditors will retire at the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment.

The company has received a certificate from the auditors to the effect that their re-appointment if made, would be in accordance with the provisions of section 224(1B) of the Companies Act, 1956.

The directors recommend the re-appointment of M/s V.K Shastri & Co., Chartered Accountants and shall seek the approval of the members at the Annual General Meeting to authorize the Board to Directors to fix their remuneration.

### HUMAN RESOURCES

The strength of your Company lies in its team of its competent and motivated personnel. This has made possible for your Company to make significant improvements and progress in all areas of its working. The Company has continued its endeavor to impart appropriate and relevant training to its employees at various levels with a view to equip them to take up the challenges ahead and to enhance their performance in the overall interest of the Company. The industrial relations remained cordial during the year.

### PARTICULARS OF EMPLOYEES UNDER SECTION 217

There were no employees coming within the purview of the provisions of section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975.

### ACKNOWLEDGEMENT

Your Directors express their grateful appreciation for the assistance and cooperation received from the Banks, employees, shareholders and all concerned towards performance of the Company during the year under review.

FOR AND ON BEHALF OF THE BOARD

Sd/-

Kiran Shah  
Chairman

Place : Vadodara

Date : 31st July, 2012

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### OVERALL

Global Economy is going on a very difficult phase which would have shown in the fiscal year 2011-12. It was one of the most challenging years for the global economy. Global Economy is passing through volatile phase with great uncertainty. Even emerging economics witnessed reduction in growth. Naturally, the Indian economy has also slowed down. After achieving consistently high growth over the past 8 years, the Indian economy has also run into turbulent weather. It was one of the worst year in term of growth we have seen since 1991. All sectors including containers business didn't perform as per the expectation during the year. It was mainly due to the Eurozone Financial crisis which exacerbating the uncertain economic growth outlook globally. The global economic uncertainty coupled with the lack of political consensus in India for implementation of major economic reforms has contributed in compounding the problem. The challenges are many, yet, the Indian economy has inherent strengths to rise above these challenges and move towards accelerated growth in the medium to long term.

### INDUSTRY STRUCTURES, DEVELOPMENTS, OPPORTUNITIES AND OUTLOOK

India offers a very good opportunity for container operations as it is the second fastest growing economy in the world. Globally the container business historically grows 3-4 times higher than the GDP growth.

The port of logistic infrastructure in the country has reached a saturation point and there is tremendous scope for adding capacity. The opening of the Indian economy has invited in a rapid growth of the container trade in the country. Moreover, the growing demand for natural resources & commodities to sustain the higher levels of growth in china & India has led to increase in Asian African trade.

The container trade has also increased with improved container rail networks connecting major Indian cities. Creating regional hubs for transshipments will facilitate foreign trade. There has been a strong growth in container movement globally in the last 50 years.

The forecast is that by 2020, the total number of containers handled in sports throughout the world will be one billion TEU. Given this scenario, the container businesses in India remains bullish.

### COMPANY OVERVIEW

GCL is one of the leading and the only manufacturer in India that manufactures all variety of specialized Barrels such as Galvanized, Composite, Epoxy, R-11 and Plain, an important product in the packaging industry, used in the packaging of a plethora of industries like chemicals, dyestuffs, pharmaceuticals, resins, petrochemicals, petroleum and its by products.

GCL also have also diversified into HM-HDPE Carboys of Capacity ranging from 20 to 100 Ltrs. At present, GCL is the only company in India which has all the facilities of manufacturing all specialized MS Barrels in-house.

### FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the fiscal year 2011-12, the Company has performed moderately well by considering the factor that company is still in the rehabilitation process and looking at the overall weak market. In spite of no increase in total income, net profit for the year under review has increased to Rs. 4658848 from Rs 1303827 of the previous year, posting a robust increase of 257.32%.



## GUJARAT CONTAINERS LIMITED

### **THREATS, RISK AND CONCERN**

Timely availability of its main raw materials from Indian sources continues to be a major constraint for the company to improve its capacity utilization as demand of containers is growing faster than the production capacity. To overcome, the company has reduced its dependence on domestic manufactures by continuing import to meet its part of requirement.

Volatility in the price of input & currency coupled with shorter business cycles.

Continues to be a high risk & the same are being managed prudently by experts. The Board of Directors is being informed periodically in repeat of risk assessment & steps are being taken by the company to mitigate the same.

### **INTERNAL CONTROL SYSTEM AND THEIR EFFICACY**

The internal control systems are commensurate to the size of its operations & nature of its business. Further, on periodic basis audit of major items are carried out. The internal control procedures are periodically reviewed by internal auditors and amendments are made if necessary.

### **INTERNAL CONTROL SYSTEM AND THEIR EFFICACY**

The Company has adequate internal control system in various operational areas of the Company to ensure that the system is being properly observed for better results.

### **QUALITY**

The Company has been focusing on up gradation of quality and innovation.

### **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS**

Industrial Relations remained cordial throughout the year under review.

### **CAUTIONARY STATEMENT**

Statement in this management analysis detailing the Company's objectives, projections, estimates, expectations, or predictions may be "forward looking" statements within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that may influence your Company's operations include Global and domestic supply and demand conditions affecting selling prices, input availability and prices, changes in Government policies, regulations, tax regimes, economic development within and outside the country and other allied factors. The Company assumes no responsibility to publicly amend, modify or revise the forward looking statement on the basis of subsequent developments, information or events.

## CORPORATE GOVERNANCE REPORT

### I VISION AND PHILOSOPHY

Corporate Governance to Gujarat Containers Limited means to carry on the business in a manner conducive to all its stakeholders i.e. shareholders, suppliers, customers, service providers and society at large with an aim to enhance their stake value and retain their trust within the legal framework of various regulations, procedures, implicit rules and voluntary practices and law of land.

### II BOARD OF DIRECTORS

The Board is at the core of the Company's Corporate Governance; It oversees the management and ensures the achievement of long-term objectives of the Company. The Company has an active, independent and participative Board to achieve and maintain the desired level of Corporate Governance. The Board is provided with all relevant operational information to maintain a transparent decision making process.

#### Composition

The Board of the Company consists of optimal blend of Executive and independent Directors having in depth knowledge of the business. At present there are six directors on the Board including three executive directors. The Company has an Executive Chairman and one half Board comprises of independent Directors. Specialization in respective fields, experience and leadership skills are some of the attributes of Board members and are competent enough to provide strategic guidance, objective judgment and control over the Company, while remaining accountable to shareholders.

#### Meeting and Attendance

The Board functions as full Board and through Committee and meets at regular intervals. The notice of the meeting specifying the day, time and full address of the venue of the meeting along with agenda is given well in advance before the meeting to all directors at the address provided by them. The Board also deliberates and approves the budget for each financial year and review the same at each subsequent meeting of the Board. During the financial year 2011-12, seven On 28.04.2011, 28.7.2011, 25.08.2011, 17.09.2011, 31.10.2011, 27.01.2012, and 19.3.2012 Board meeting were held and the time gap between any two Board meetings was not more than four months. The minimum quorum requirements for Boards Meetings were met for all meetings during the year.

Category	Name of Directors	No. of Board Meeting attended	Attendance at last AGM held on 17.9.2011
Executive Directors :			
-Managing Director	Shri Kiran A.Shah	7	YES
-Whole-Time Director	Shri Pravin H. Shah	7	YES

**GUJARAT CONTAINERS LIMITED**

-Whole-Time Director	Shri Abjee V.Patel	7	YES
-Independent Director	Shri Nitin J.Thakkar	7	YES
-Independent Director	Shri Dinesh S.Kamdar	7	YES
-Independent Director	Shri Udaybjai P. Madhwani	7	YES

**Information placed before the Board of Directors**

The Board has direct access to any information within the Company and to any employee of the Company. The Board also invites the presence of departmental heads who can provide the insight into the items being considered. The following information is placed before the Board alongwith the specific items of agenda :

1. Quarterly results of the Company and its operating result per business segments;
2. Minutes of meetings of Audit Committee, Investors' Grievance Committee as well as abstracts of circular resolution passed;
3. General notice of disclosure of interest from Directors;
4. Materially Important show cause, demand, prosecution and penalty and /or litigation notices including, compliance with pollution control norms, non-compliance of regulatory, statutory nature or listing requirements, etc;
5. Any materially relevant default in financial obligation to and by the Company or substantial non-payment for goods sold by the Company;
6. Any issue which involves possible public or product liability claims of a substantial nature;
7. Transaction/developments, if any which is materially significant and /or not in the normal course of business,

**Committees of Board**

The Board of Directors has constituted three committees in compliance of the Corporate Governance Norms, viz.-the Audit Committee, the Share holders'/Investors' Grievance Committee and Remuneration Committee. Gist of the proceedings of these committee meeting is circulated with the Agenda papers and subsequently approved / noted by the Board.

**III Audit Committee**

The Audit Committee has been constituted with an objective of monitoring and maintaining the Standard of financial accuracy, adequate transparency and full disclosure of facts to various stakeholders. The Committee also oversees the effectiveness of the audit and internal audit systems and assists the Board In providing supervision of the overall financial process. During the year, the Committee met five times i.e. on 28/04/2011, 28/07/2011, 25/08/2011, 30/10/2011 & 27/01/2012. The Audit Committee is comprising of three Non-Executive Independent Directors with Shri. Nitin J. Thakkar as a Chairman of the committee as detailed below :

**GUJARAT CONTAINERS LIMITED**

Members :	No. of Meetings attended
Shri Nitin J. Thakkar-	5
Shri Dinesh S. Kamdar-	5
Shri Udaybhai J. Madhwani-	5
Whether the Chairman attended AGM to answer shareholders queries (YES/NO)	Yes
Details of the invitees who were invited to attend the Audit Committee meetings and attended	Representative of Statutory Auditors and internal Auditors
<p>All the members of the Audit Committee possess financial and accounting knowledge .The Audit Committee invites such of the executives as it considers appropriate to be present at meetings. The Audit Committee meetings are also attended by Managing Director (Finance).The Compliance Officer acts as the Secretary to the Audit Committee.</p> <p><b>Terms of reference of Audit Committee</b></p> <p>a) Review of quarterly and annual financial statements and Auditors' Report with the management before submission to the Board.</p> <p>b) To oversee the Company's financial reporting process and the disclosure of its financial information to ensure that financial statement is correct, sufficient and reliable.</p> <p>c) Recommendation to the Board regarding the appointment and re-appointment of the Statutory Auditors/Internal Auditors.</p> <p>d) Review of performance of the Statutory and Internal Auditors and assess the adequacy of the internal control systems with the management.</p> <p>e) Discussion with Internal Auditors about significant findings and follow-up action thereon.</p> <p>f) Review of Financial and Risk Management policies.</p> <p>g) Review of status of repayment of dues of Banks, FI's, and other creditors and to looking up the reasons for substantial defaults, if any.</p> <p><b>IV Remuneration Committee</b></p> <p>The remuneration committee of the Company is aims at rewarding based on performance, systematic and periodical review of achievements. The remuneration policy is in consonance with the prevailing industrial practices and laws. The overall philosophy is to keep employees motivated to exhibit better performance within the overall targets. During the year, no meeting of committee was held. The Remuneration Committee is comprised of three independent directors under the Chairmanship of Shri. Udaybhai J.Madhvani as detailed below :</p>	

**GUJARAT CONTAINERS LIMITED**

**Composition**

Category	Name of Directors	No.Meeting attended during 2011-12
Non-Executive Director	Shri Nitin J.Thakkar	No meeting was held
Non-Executive Director	Shri Dinesh S.Kamdar	No meeting was held
Non-Executive Director	Shri Udaybhai P. Madhwani	No meeting was held

**Remuneration Policy**

The Company follows a market linked remuneration policy, which is aimed at enabling the Company to attract and retain the best talent. The Company does not have an Employee Stock Option Policy.

**Board Terms of reference of the Remuneration Committee**

- a) To recommend and review remuneration package of Managing Director/Executive Directors.
- b) To present Report to the Board of Remuneration package of Directors.

Details of Remuneration paid to the Managing Director and Executive Director during the year ended 31st March, 2011

Name of Director	Salary (Rs.)	Perquisites(Rs.)	Total(Rs.)
Shri Kiran Shah	13,50,000	6,00,275	19,50,275
Shri Pravin Shah	3,99,024	1,15,591	5,14,615
Shri Abjee Patel	6,00,000	-	6,00,000

The above Managing Director and Executive Director have not been given any package of stock option, pension etc

**V Shareholders/Investors' grievances Committee**

This committee, comprises of the following Directors with Shri Dinesh S. Kamdar reviewing shareholders' complaints redressal and ensures cordial investor relations.

Name of Director	Category
Shri Pravin Shah	Executive Director
Shri Abjee Patel	Executive Director
Shri Dinesh S. Kamdar	Independent Non Executive Director

**Disclosures on Materially significant related party transactions.**

Full disclosure of related party transactions as per the Accounting Standard-18 issued by the Institute of Chartered Accountants of India is given elsewhere in the Annual Report.

## GUJARAT CONTAINERS LIMITED

### Code of Conduct

**i) For prevention of Insider Trading**

The Company has a comprehensive code of conduct for its employees and directors for prevention of insider trading. The Code lays down guidelines and procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautioning them on the consequence of non-compliances. The Company Secretary has been appointed as a Compliance Officer and is responsible for adherence to Code For Prevention of Insider Trading.

**ii) For Board of Directors and Employees**

The Board of Directors of the Company has laid down a " Code of Conduct" for all Board Members and employees of the Company. The Code of Conduct is posted on the website of the Company, [www.gujaratcontainers.com](http://www.gujaratcontainers.com). The Board members and employees have affirmed compliance with the " Code of Conduct" for the year ended March 31, 2012

### General Board Meeting

Last three Annual General Meetings of the Company were held on the following dates and time at Plot No.488,Baroda-Savli Highway,Village-Tundav ,Taluka –Savli, Dist-Vadodara

AGM	DATE	TIME
17th	30th September,2009	5:30 P.M.
18th	30th September,2010	5:30 P.M.
19th	17th September,2011	11:30 A.M.

B) Whether special resolution were put through postal ballot last year? NO

### General Shareholder information

#### Annual General Meeting

- a) The 20th Annual General Meeting of the Company is scheduled to be held on:
- |             |   |  |
|-------------|---|--|
| Date & time | : | Friday 26th September, 2012 at 11:30a.m.   |
| Venue       | : | Plot No.488,Baroda-Savli Highway,<br>Village-Tundav ,Taluka –Savli,<br>Dist-Vadodara |
- b) Financial Calendar : 1st April to 31st March
- c) Registered office : Plot No.488,Baroda-Savli Highway,  
Village-Tundav ,Taluka –Savli,  
Dist-Vadodara
- d) Book Closure Date : 26th September 2012 to 28th September 2012
- d) Listing of Stock Exchange : 1. Bombay Stock Exchange Limited  
2. Vadodara Stock Exchange, Vadodara

The Company has already applied for delisting of its shares at Ahmedabad Stock Exchange in 1998.However the same has not been delisted by the Ahmedabad Stock Exchange.

**GUJARAT CONTAINERS LIMITED**

e) Stock Code : 513507

Registrar and Share Transfer Agent (RTA)

MCS Ltd.

Neelam Apartment, 88, Sampatrao Colony, Behind Standard Chartered Bank, Alkapuri, Baroda-390007

**Distribution of Share Holding as at 31ST March, 2011**

No. of shares	Shareholders		Shares	
	Number	% to Total	Number	% to Total
1-500	10159	97.1224	2052400	97.1224
501-1000	235	2.2467	195200	2.2467
1001-2000	46	0.4388	70800	1.5226
2001-3000	3	0.0287	7200	0.1548
3001-4000	1	0.096	3400	.0731
4001-5000	3	0.0287	14500	0.3118
5001-10000	1	0.096	10000	0.2151
10001-50000	6	0.0574	199200	4.2839
50001-100000	2	0.0191	135300	2.9097
100000 and Above	4	0.0382	1962000	42.1935
<b>TOTAL</b>	<b>10460</b>	<b>100.000</b>	<b>4650000</b>	<b>100.0000</b>

Category	No. of Shares held	% of total shares
Promoters	1535200	33.0164
Non-Resident Individuals/OCBs	36600	0.7893
Bank	NIL	NIL
Bodies Corporate	48100	1.0345
Others	3030100	65.16
<b>Total</b>	<b>4650000</b>	<b>100.00</b>

**Dematerialization of Shares**

As on 31st March 2012, 15700 shares were in dematerialised form representing 0.34% of total shares. Trading of Company Shares was suspended at Bombay Stock Exchange Limited same was revoked by the Bombay Stock Exchange vide its notice dtd 23/07/2012 w.e.f. 27/07/2012.

**Plant Location**

Existing Plant : Plot No.488, Baroda-Savli Highway,  
Village-Tundav, Taluka -Savli, Dist-Vadodara

New Plant : 2/5 GIDC Phase 1, Narmada Nagar, Bharuch

Address of Correspondence : 201-202, Alkapuri Arcade, R. C. Dutt Road,  
Opp. Welcome Hotel, Baroda-390007

## GUJARAT CONTAINERS LIMITED

### I. CEO and CFO Certification

We Kiran Shah, Managing Director and Pravin Shah, Executive Director, responsible for the finance function, certify that:

- a) We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2012 and that to the best of our knowledge and belief:
  - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements 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 ended 31st March, 2012, which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and that we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of which such internal controls, if any, of which we are aware, and the steps we have taken or proposed to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee -
  - (i) Significant changes in internal control over the financial reporting during the year ended 31st March, 2012;
  - (ii) Significant changes in accounting policies during the year ended 31st March, 2012 and that the same have been disclosed in the notes to the financial statements; and
  - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

For Gujarat Containers Limited

Vadodara  
30/07/2012

Kiran Shah  
Managing Director

Pravin Shah  
Executive Director

### II. Disclosures

- a. The Company has not entered into any other transaction of a material nature with the Promoters, Directors or the Management, their subsidiaries or relatives, etc. that may have a potential conflict with the interests of the Company at large.
- b. Disclosures have also been received from the senior managerial personnel relating to the financial and commercial transactions in which they or their relatives may have a



**GUJARAT CONTAINERS LIMITED**

personal interest. However, none of these transactions have potential conflict with the interests of the Company at large.

- c. The Company has complied with all mandatory requirement laid down by clause 49 of the Listing Agreement

Place :Baroda  
Date :31/07/2011

For and on behalf of the Board  
(KIRAN SHAH)  
CHAIRMAN AND MANAGING DIRECTOR

**CERTIFICATE ON CORPORATE GOVERNANCE**

To the Members of GUJARAT CONTAINERS LIMITED

We have examined the compliance of the conditions of Corporate Governance by GUJARAT CONTAINERS LIMITED for the year ended 31st March, 2012 as stipulated in clause 49 of the Listing Agreement of the said company with stock exchange in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management, Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Governance. It is neither an audit nor an expression of an opinion on the financial statement of the Company. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that in respect of investor grievance received during the year ended 31st March 2012, no investor grievances are pending against the Company, as per the records maintained by the Company and presented to the investors/Shareholders Grievance Committee.

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

**For V. K. SHASTRI & CO.**  
Chartered Accountants  
Firm number: 113325W

**(V. K. SHASTRI.)**  
Sole Proprietor

Date:31/07/2012  
Place:Vadodara

## GUJARAT CONTAINERS LIMITED

### AUDITOR'S REPORT

To,  
The Members,  
GUJARAT CONTAINERS LIMITED

We have audited the attached Balance Sheet of GUJARAT CONTAINERS LIMITED as at 31<sup>st</sup> March, 2012, the Profit and Loss Account and also the Cash Flow Statement of the Company for the year ended on that date, annexed thereto, read with the notes 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 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 from material misstatement. An audit also 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 and we report that:-

- a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b. In our opinion, proper books of accounts as required by law have been kept by the Company, so far as it appears from our examination of the books.
- c. The Balance Sheet, Profit and Loss Account and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the Balance Sheet and Profit and Loss Account dealt with by Report, comply with the accounting standards referred to in Section 211 (3C) of the Companies Act, 1956 except as referred to in para (f) below and Notes to accounts.
- e. On the basis of written representation received from the directors, as on 31<sup>st</sup> March, 2012 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, 2012 from being appointed as a director in terms of clause(g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f. In our opinion and to the best of our information and according to the explanations to us the said accounts, read together with Significant Accounting Policies and Notes thereon, and in particular the following mentioned notes :-
  - i) *Note No. (J) in other notes on Accounts Regarding non provision of gratuity as The liability on this account as on 31<sup>st</sup> March, 2012 as evaluated by the company is Rs.38,49,350/- and liability up to previous Year was Rs. 35,98,489/-.*
  - ii) *Note No. (K) Regarding provision of Arrears depreciation of Rs. 52,59,816/- of past years has been provided in current year*

give the information as 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 :-

- (1) In the case of Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2012.
  - (2) In the case of Profit and Loss Account, of the "**PROFIT**" of the Company for the year ended on that date.
  - (3) In the case of Cash Flow Statement, of the Cash Flows for the year ended on that date
- f.** As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956 and on the basis of such checks of and records of the as were considered appropriate and as per the information and explanations given to us during the course of our audit, we further report on the matters specified in Para 4 & 5 of the said order as under:-

## GUJARAT CONTAINERS LIMITED

1. In respect of its fixed assets:-
  - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. Fixed assets Register has been maintained in computer
  - b) The management has physically verified fixed assets of the Company during the year. No material discrepancies were noticed on such physical verification.
  - c) As a substantial part of fixed assets has not been disposed off during the year, the question of sale of substantial part of fixed assets affecting going concern does not arise.
2. In respect of its inventories:
  - a) The inventory of the Company has been physically verified by the management at the year end. In our opinion, the frequency of verification is reasonable.
  - b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventory and there were no material discrepancies noticed on physical verification having regard to the size of the operations of the Company and the company has made proper entries to write off the unusable, defective and obsolete stocks.
3. In respect of loans, secured or unsecured, granted or taken by the Company, to or from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act 1956, according to the information and explanations given to us:
  - a) The Company has not granted any loans, secured or unsecured to companies, firms or other parties listed in the register maintained U/s 301 of the Companies Act, 1956. However, the company has taken unsecured loans from Four Directors amounting to Rs. 2,32,71,630 and repaid loan amounting Rs. 2,28,93,551 during current financial year, whose outstanding is aggregating to Rs. 2,68,72,818 /- (STATEMENT IN LIEU OF ADVT.)
  - b) The rates of interest and other terms and conditions of the unsecured loans from the Directors are not prejudicial to the interests of the Company. The repayment of the loans and interest payment schedule is not stipulated by the Company, in respect of loans from Directors, hence the question of overdue does not arise. However, in respect of Unsecured Deposits from Directors, aggregating to Rs. 8.37 lacs, an interest of Rs. 2.17 lacs is provided and accrued in books, to be paid on maturity date as per terms of Deposit.
4. In our opinion and according to the information and explanation given to us there is adequate internal control procedure commensurate with the size of the Company and nature of its business for the purchase of inventory and fixed assets and for the sale of goods.
5. In our opinion and according to the explanations given to us the Company has entered the transaction that needs to be entered in the register maintained U/s 301 of the Companies Act, 1956 and these transactions have been made at prices which are reasonable having regard to the prevailing market prices at time of the transaction.
6. The Company has accepted deposits from public within the meaning of Section 58A of the Companies Act, 1956 and rules framed there under. In our opinion and according to the explanations given to us, the company has complied with the directives issued by the Reserve Bank of India and the provisions of Section 58A of the Companies Act, 1956 and the rules made there under in respect of the Fixed Deposit accepted.
7. The internal audit of the Company has been conducted by company's own staff. In our opinion, the internal audit system is commensurate with the size and nature of its business, but the system requires to be strengthened.
8. The Central Government has not prescribed maintenance of cost records, under section 209 (1) (d) of the Companies Act, 1956 in respect of the industry to which the company belongs. Hence, the Company has not maintained such records.
9. According to the information and explanations given to us in respect of statutory dues:

## GUJARAT CONTAINERS LIMITED

- a) The Company has been depositing the undisputed statutory dues including provident fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and any other statutory dues (which are applicable) with the appropriate authorities during the year. However, there is no undisputed statutory dues outstanding for a period of more than six months as at 31<sup>st</sup> March, 2012 from the date they became payable. In case of Investor Education and Protection Fund due, for which the company was liable in respect of depositing the Excess Share Application money of Rs. 3,16,149/- lying in separate bank account of the Company with the Banker who have not yet submitted the reconciled list of outstanding due to refund holders.
- b) There are no disputed dues that have not been deposited in respect of Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess or any other matters which is disputed and pending with the relevant forum:
10. In our opinion, the company has no accumulated loss as at the year-end; and that the company has not incurred Cash Loss in the current financial year as well in the immediately past financial year.
  11. On the basis of the information and explanations given to us, by the management, the Company has not defaulted in repayment of dues to banks during the year. The Company has no dues to any financial institutions or debenture holders during the year.
  12. On the basis of information and explanations given to us, the Company has not granted loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
  13. The nature of the Company's activities during the year is such that clauses (xiii) and (xiv) of paragraph 4 of the Companies (Auditors Report) Order, 2003 are not applicable to the Company for the year.
  14. According to information and explanation given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
  15. On the basis of examination of books of accounts, we would like to state that the Company has not availed any Term Loans during the year.
  16. On the basis of information and explanations given to us and on an overall examination of the Balance Sheet and the Cash Flow Statement of the Company, we report that the Company has not *prima facie*, used the funds raised on short term basis during the year, for long term investment and as explained, Long term funds have been partly utilized to finance core working capital.
  17. The Company has not made any preferential allotment of shares during the year.
  18. The Company has not issued any debentures during the year.
  19. The Company has not raised any money by public issue during the year.
  20. To the best of our knowledge and belief according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

For V. K. SHASTRI & CO.  
Chartered Accountants

Place : VADODARA  
Date : 22/05/2012

(V.K. Shastri)  
Sole Proprietor

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
BALANCE SHEET AS AT MARCH 31, 2012**

Particulars	Note	As at 31st March, 2012	As at 31st March, 2011
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	2.1	49,300,000	49,300,000
(b) Reserves and Surplus	2.2	6,958,286	2,289,438
		<u>56,258,286</u>	<u>51,589,438</u>
<b>(2) Non-current liabilities</b>			
(a) Long term borrowings	2.3	28,872,818	31,940,850
(b) Other long term liabilities	2.4	15,956	15,956
		<u>28,888,774</u>	<u>31,956,806</u>
<b>(3) Current Liabilities</b>			
(a) Short term borrowings	2.5	47,726,145	27,101,916
(b) Trade payables	2.6	38,975,654	60,930,658
(c) Other current liabilities	2.7	6,918,720	9,845,762
(d) Short term provisions	2.8	3,494,499	2,879,384
		<u>97,115,018</u>	<u>100,757,660</u>
<b>TOTAL</b>		<u><b>180,262,078</b></u>	<u><b>184,313,904</b></u>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Fixed Assets	2.9		
(i) Tangible assets		37,067,768	42,541,867
(ii) Intangible assets		470,000	743,333
		<u>37,537,768</u>	<u>43,285,200</u>
(b) Deferred tax assets (Net)	2.10	1,877,257	1,302,576
(c) Long term loans and advances	2.11	8,769,137	6,804,622
		<u>47,884,162</u>	<u>51,392,398</u>
<b>(2) Current Assets</b>			
(a) Inventories	2.12	30,508,852	37,674,041
(b) Trade receivables	2.13	88,221,070	87,181,181
(c) Cash and cash equivalents	2.14	6,842,822	3,740,626
(d) Short term loans and advances	2.15	5,704,172	4,325,658
		<u>132,277,916</u>	<u>132,921,506</u>
<b>TOTAL</b>		<u><b>180,262,078</b></u>	<u><b>184,313,904</b></u>
Significant accounting Policies	1		
Notes on Financial Statements	2		

In Accordance with our Report of even date

For and on behalf of the Board

For **V. K. SHASTRI & CO.**  
Chartered Accountants  
Firm number 113325W

**(KIRAN SHAH)**  
Chairman &  
Managing Director

**(PRAVIN SHAH)**  
Whole-Time Director

**(V. K. SHASTRI)**  
Sole Proprietor

Date : 22/05/2012  
Place : Vadodara.

Date : 22/05/2012  
Place : Vadodara.

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2012**

Particulars	Note No.	2011-12 Rs.	2010-11 Rs.
I. Revenue from Operations (Gross)	2.16	449,675,011	450,171,549
Less : Excise Duty		38,118,274	39,386,977
II Other Income	2.57	793,951	614,127
III Total revenue (I + II)		<u>411,350,688</u>	<u>411,388,699</u>
IV Expenses			
a Cost of materials consumed	2.15	915,407,248	298,566,519
b Changes in inventories of finished goods, work in progress and stock in trade	2.18	(4,826,763)	(204,997)
c Employee benefits expense	2.20	21,656,937	19,321,385
d Finance costs	2.21	17,513,755	15,271,985
e Depreciation and amortization expense	2.9	4,658,269	4,464,848
f Other expense	2.22	46,769,581	42,637,250
Total Expenses		<u>401,478,125</u>	<u>380,378,991</u>
V Profit/(Loss) before extraordinary items and tax (III-IV)		9,872,563	31,037,707
VI Extraordinary Items	2.23	(4,491,671)	(29,762,999)
VII Profit before tax (V-VI)		5,380,892	1,244,708
VIII Tax expense:			
(1) Current tax		1,096,725	314,000
(2) Deferred tax		(374,681)	(373,119)
IX Profit/(Loss) for the period (VII-VIII)		<u>4,658,648</u>	<u>1,303,827</u>
X Earning per equity share:			
(1) Basic		1.00	0.26
(2) Diluted		-	-
Significant accounting Policies	1		
Notes on Financial Statements	2		

In Accordance with our Report of even date

**For V. K. SHASTRI & CO.**  
Chartered Accountants  
Firm number: 113395W

**(V. K. SHASTRI.)**  
Sole Proprietor

Date : 22/05/2012  
Place : Vadodara.

For and on behalf of the Board

**(KIRAN SHAH)**  
Chairman &  
Managing Director

**(PRAVIN SHAH)**  
Whole-Time Director

Date : 22/05/2012  
Place : Vadodara.

## GUJARAT CONTAINERS LIMITED

## SIGNIFICANT ACCOUNTING POLICIES:-

NOTE:1

1. **ACCOUNTING CONVENTION :-**  
Financial statements are prepared in accordance with the generally accepted accounting principles in India, under historical cost conventions on accrual basis. Except gratuity and Leave encashment, which are accounted on cash basis.
2. **FIXED ASSETS AND DEPRECIATION :-**
  - a) Fixed assets are stated at cost less accumulated depreciation. The cost of an asset comprises of purchase price and directly attributable cost of bringing the asset to its present condition for intended use and pre-operative expenditure allocated to its respected assets less CENVAT credit taken.
  - b) Depreciation on fixed assets is related to the period of use of the assets and is provided on the Straight line method at the rates prescribed in Schedule XIV to the Companies Act, 1956 as amended till date. Pro-rata depreciation is provided on all addition to fixed assets.
3. **INVENTORIES :-**  
Inventories are Valued at cost or net realizable value whichever is lower; Cost includes taxes and duties and is net of credit under CENVAT schemes. Valuation is ascertained on following basis:
  - RAW MATERIAL:  
Raw materials, stores, spares and consumables on FIFO basis.
  - SEMI-FINISHED GOODS/FINISHED GOODS  
Lower of cost or net realizable value.
4. **REVENUE RECOGNITION :-**
  - 4.1 Sales of products and services are recognized when risk and rewards of ownership of the products are passed on to the customers, which is generally on dispatch of goods. Sales are inclusive of Excise Duty but excluding sales tax / Value Added Tax.
  - 4.2 Interest income is recognized on time proportion basis.
5. **EXCISE DUTY :-**  
The Company has followed a system whereby the Excise Duty is included in the Sales Value and the Value of Closing Stock as required by the Guidance Note of the Institute of Chartered Accountants of India. The actual excise duty paid is shown as expenditure and the excise duty unpaid and included in finished goods is shown as liability payable under the head other current liabilities.
6. **GRATUITY AND LEAVE ENCASHMENT :-**  
Gratuity payable as per Payment of Gratuity Act is not provided for in books of accounts, but shown separately in notes to accounts. The Company has taken a Policy from LIC of India in respect Gratuity liability and premiums thereof are paid by the Company. As regards Leave Encashment, the company has made a policy that all employees should avail the leave he or she is entitled and hence no provision is made for Leave Encashment. As regards Provident Fund, it is paid by the Company to the Employees Provident Fund Department as per rules and debited to Profit and Loss account on accrual basis.
7. **TAXATION :-**  
Provision for taxation comprises of Current Tax and Deferred Tax. Current tax has provision has been made the basis of reliefs and deduction available under Income Tax Act, 1961. Deferred tax resulting from "timing differences" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax assets is recognized and carried forward only to the extent the assets can be realized in future. However, where there is unabsorbed depreciation or carry forward losses under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reviewed as at each Balance sheet date.

## GUJARAT CONTAINERS LIMITED

8. **USE OF ESTIMATES:**  
The preparation of financial statement requires management of the company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and reported amounts of revenues and expenses during the period.
9. **SEGMENT DISCLOSURES :**  
The company's business actively falls within a single primary business segment, viz. Manufacturing of Barrels. As such, there are no separate reportable segments as per Accounting Standard 17. Also there being no business outside India, the entire business has been considered as single geographical segment.
10. **IMPAIREDMENT OF ASSETS :**  
The company assesses at each Balance Sheet date, whether there is any indication that asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs, is less than its carrying amount, the carrying amount is adjusted to the amount of recoverable amount.
11. **BORROWING COSTS :**  
Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Other borrowing costs are recognized as an expense in the period in which they are incurred.
12. **LEASES :**  
**Finance Lease**  
Leases under which the company assumes substantially all the risks and rewards of ownership are classified as finance leases. The lower of fair value of asset and present minimum lease rentals is capitalized as fixed assets with corresponding amount shown as lease liability. The principal component in the lease rentals is adjusted against the lease liability and the interest component is charged to profit and loss account.
13. **CASH FLOW STATEMENT**  
The Cash Flow Statement is prepared under the "Indirect Method" as set out in the Accounting Standard 3 "Cash Flow Statement" issued by the Institute of Chartered Accountants of India.
14. **PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**  
Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Liabilities which are of contingent nature are not provided but are disclosed at their estimated amount in the notes forming parts of the accounts. Contingent assets are neither recognized nor disclosed in the financial statements.



**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2012**

Particulars	Current reporting period		Previous reporting period	
	Rs.	Rs.	Rs.	Rs.
<b>Cash flows from operating activities:</b>				
Profit before taxation		5,380,892		1,244,708
Adjustments for:				
Depreciation and amortization expense	4,658,369		4,424,948	
Reversal of Depreciation	4,624,471			
Interest received	(559,533)		(560,387)	
Loss/(gain) on sale of Assets/Investments	(205,664)		79,237	
Diminution in Value of Stock			28,772,000	
Interest expenses	15,215,922		15,271,985	
		<u>23,739,565</u>		<u>48,987,683</u>
		29,120,457		50,232,391
(Increase)/ decrease in trade and other receivables	(5,424,835)		(62,557,704)	
(Increase)/ decrease in inventories	7,164,189		8,771,435	
Increase/ (decrease) in trade payables and others	(22,461,519)		615,129	
		<u>(20,741,965)</u>		<u>(53,181,140)</u>
		5,379,492		(2,948,749)
Interest Paid		15,522,931		14,772,451
Income taxes paid		722,046		415,729
Net cash from operating activities		<u>(7,866,493)</u>		<u>(18,138,929)</u>
<b>Cash flows from investing activities:</b>				
Purchase of property, plant and equipment	(5,484,302)		(7,198,422)	
Proceeds from sale of property, plant and equipment	412,741		450,000	
Interest received	431,043		528,186	
Net cash from investing activities		<u>(4,587,519)</u>		<u>(6,203,236)</u>
<b>Cash flows from financing activities:</b>				
Proceeds from long term borrowings			558,538,837	
Proceeds from short term borrowings	20,824,229		-	
Proceeds of finance lease obligation				
Repayment of long term borrowings	(5,066,032)		(543,547,864)	
Net cash from financing activities		<u>15,556,197</u>		<u>14,991,173</u>
Net increase/(decrease) in cash and cash equivalents		3,102,196		(9,353,992)
Cash and cash equivalents at beginning of reporting period		3,740,626		19,084,618
Cash and cash equivalents at end of reporting period		<u>6,842,822</u>		<u>3,740,626</u>
<b>Cash &amp; Cash equivalents:</b>				
Cash and cash equivalents consist of cash on hand and balances with banks, and investments in money market instruments. Cash and cash equivalents included in the statement of cash flows comprise the following amounts in the balance sheet:				
Cash on hand and bank balances		6,842,822		3,740,626
Short term investments		-		-
Cash and cash equivalents as reported		<u>6,842,822</u>		<u>3,740,626</u>
Effect on exchange rate changes		-		-
Cash and cash equivalents as restated		<u>6,842,822</u>		<u>3,740,626</u>

In Accordance with our Report of even date  
 For **V. K. SHASTRI & CO.**  
 Chartered Accountants  
**(V. K. SHASTRI.)**  
 Sole Proprietor - Firm number: 113925W

Date : 22/05/2012  
 Place : Vadodara.

For and on behalf of the Board  
**(KIRAN SHAH)**  
 Chairman & Managing Director

**(PRAVIN SHAH)**  
 Whole-Time Director

Date : 22/05/2012  
 Place : Vadodara.

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

**2.1 SHARE CAPITAL:**

Particulars	As at 31st March, 2012		As at 31st March, 2011	
	Number	Rs.	Number	Rs.
<b>Authorized:</b>				
50,00,000 Equity shares of Rs.10/- each	5,000,000	50,000,000	5,000,000	50,000,000
<b>Total</b>		<b>50,000,000</b>		<b>50,000,000</b>
<b>Issued, subscribed and fully paid up:</b>				
46,50,000 Equity shares of Rs.10/- each				
At the beginning of the reporting period	4,650,000	46,500,000	4,650,000	46,500,000
Issued during the reporting period	-	-	-	-
Bought back during the reporting period	-	-	-	-
At the close of the reporting period		46,500,000		46,500,000
		<b>46,500,000</b>		<b>46,500,000</b>
Add: Amount originally paid up on forfeited shares		2,800,000		2,800,000
<b>Total</b>		<b>49,300,000</b>		<b>49,300,000</b>

**Other Information:**

III Particulars of equity share holders holding more than 5% of the total number of equity share capital:

Particulars	As at March 31, 2012		As at March 31, 2011	
	No. of shares	(%)	No. of shares	(%)
a. Kiran Shah	1,085,400	0.24	1,085,400	0.24
b. Geeta Kiran Shah	382,500	0.08	382,500	0.08
c. Gejjarand K Malpani	480,000	0.10	480,000	0.10

**Terms / Rights attached to Equity Shares**

The Company has only one Class of Shares i.e. Equity Shares which rank pari passu in all respects. All the equity shares are fully paidup and no restrictions are attached to equity shares. Each Equity Share carries one vote.

**2.2 RESERVES AND SURPLUS:**

Particulars	As at 31.03.2012		As at 31.03.2011	
<b>Capital Reserve</b>				
<i>State Subsidy</i>				
At commencement & end of the period	2,500,000	2,500,000	2,500,000	2,500,000
<b>Securities Premium Reserve</b>				
<i>Share Premium Account</i>				
At commencement & end of the period	1,200,000	1,200,000	1,200,000	1,200,000
<b>Profit and Loss Account</b>				
At commencement & end of the period	(1,400,562)	(1,400,562)	(2,704,389)	(1,400,562)
Add: Profit for the year	4,658,848	3,258,286	1,303,827	
<b>TOTAL</b>		<b>6,958,286</b>		<b>2,298,438</b>

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	As at 31-03-2012	As at 31-03-2011
<b>2.3 LONG TERM BORROWINGS</b>		
<b>1) Secured Loans:</b>		
a. Term Loans		
- from Banks	-	2,150,000
Long term maturities of finance lease obligations	-	<u>3,296,111</u>
b. obligations	-	<u>3,296,111</u>
<b>Total</b>	-	<u>5,446,111</u>
<b>2) Unsecured Loans:</b>		
Considered good		
a. - From Directors	837,895	10,296,900
b. - From related parties	26,034,923	18,197,839
<b>Total</b>	<u>26,872,818</u>	<u>28,494,739</u>
<b>3) Total long term borrowings (1+2)</b>	<u>26,872,818</u>	<u>31,940,850</u>
<i>Additional information:</i>		
<b>a Details of security for secured loans</b>		
1 Rs. 2,150,000 secured loan from bank of working Capital Term loan Secured by first charge by way of Hypothecation of Plant & Machinery & other movable fixed assets of the company and further secured by first charge immovable properties of the company by way of Equitable Mortgage by deposit of Title Deeds and personally guaranteed by the Directors of the Company The Term Loan Carries Interest @ 17.25 % p.a.(Floating) payable on monthly basis The installments are also payable at each month end		
2 Rs. 32,96,111 Long Term Maturities of finance lease Obligations Secured by Hypothecation of vehicles under hire purchase agreement The Interest on Finance lease are @ 15% p.a.(Average) payable on monthly basis. The installments are also payable at each month end		
<b>b. Loans have been guaranteed by directors or others</b>		
Term Loans		
- from Banks	-	2,150,000
- from Others	-	-
Long term maturities of finance lease obligations	-	3,296,111
<b>c Terms of repayment of term loans and others</b>		
The term loans from others and related parties are repayable after 3 years unless renewed.		
<b>2.4 OTHER LONG TERM LIABILITIES</b>		
a) Trade Payables	15,956	15,956
<b>Total</b>	<u>15,956</u>	<u>15,956</u>

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	As at 31-03-2012.	As at 31-03-2011
<b>2.5 SHORT TERM BORROWINGS</b>		
<b>1) Secured Loans:</b>		
a) Loans repayable on demand		
- from banks	41,348,469	25,825,657
- from others (finance companies)	1,869,419	788,201
Total	43,017,888	26,613,858
<b>2) Unsecured Loans:</b>		
Loans repayable on demand		
- from banks		
- from others (ICD)	4,708,257	488,058
Total	4,708,257	488,058
<b>Grand Total</b>	<b>47,726,145</b>	<b>27,101,916</b>

**Additional Information:**

**a Details of security for secured loans**

- 1 Rs. 4,62,48,469 (P.Y Rs. 3,36,75,657) includes working Capital Term loan of Rs. 49,00,000 (P.Y. Rs. 78,50,000) from bank along with of working Capital facilities from Bank Secured by first charge by way of Hypothecation of Plant & Machinery & other movable fixed assets of the company and further secured by first charge immovable properties of the company by way of Equitable Mortgage by deposit of Title Deeds and personally guaranteed by the Directors of the Company The Working Capital facilities carry interest @ 16.75 % p.a. (Floating) Payable on monthly basis
- 2 Rs. 18,59,419 (P. Y. Rs. 7,88,201) secured loan from finance companies Secured by Hypothecation of vehicles under hire purchase agreement

**b Loans have been guaranteed by directors or others**

a) Loans repayable on demand		
- from banks	41,348,469	25,825,657
- from others	1,869,419	788,201

**2.6 TRADEPAYABLES**

i) To Micro, Small and Medium Enterprises		
ii) Others	38,975,654	60,930,658
	<b>38,975,654</b>	<b>60,930,658</b>

NOTE : Refer Note No. '1' in Other Notes on Accounts

GUJARAT CONTAINERS LIMITED

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	As at 31-03-2012	As at 31-03-2011
<b>2.7 OTHER CURRENT LIABILITIES:</b>		
a) Current Maturities of Long Term Debts	4,900,000	7,850,000
b) Interest accrued and due on borrowings	522,090	829,099
c) Application money received for allotment of securities and due for refund and interest accrued thereon	-	316,149
d) Other payables		
Advances from customers	612,694	-24,066
O/s liability for expenses	652,612	537,518
Statutory liabilities	231,324	288,870
<b>Total</b>	<b>6,918,720</b>	<b>9,845,702</b>

**2.8 SHORT TERM PROVISIONS:**

a) Provision for employee benefits	2,727,177	2,559,535
b) Others		
Provision for taxation	760,405	320,286
Provision for Expenses	6,917	5,563
	<b>3,494,499</b>	<b>2,879,384</b>

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

**2.9 FIXED ASSETS:**

PARTICULARS OF FIXED ASSETS	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	As at 1-4-2011	Additions for the Year	Deductions During the Year	As on 31-3-2012	As on 1-4-2011	For the Year	Arrears of Depreciation	Dedu- ctions	As on 31-3-2012	As on 31-3-2011
<b>Tangible Assets</b>										
Own assets										
Land	1,054,394	-	-	1,054,394	-	-	-	-	1,054,394	1,054,394
Buildings (Factory)	14,700,032	1,516,590	-	16,216,622	8,219,101	594,515	427,546	-	9,045,480	8,480,931
Plant & Equipments	54,260,334	1,607,273	1,437,477	54,430,130	28,594,067	2,601,834	4,085,862	1,230,400	20,378,777	25,866,267
Furniture & Fixtures	226,778	4,850	-	231,628	226,778	37	19,623	15,994	7,184	-
Vehicles	7,961,771	323,000	-	8,284,771	3,055,013	774,347	78,922	-	4,376,489	4,906,758
Office equipment	2,087,083	25,200	-	2,112,283	1,876,871	215,131	134,889	619,350	504,742	210,212
Buildings (office)	273,550	-	-	273,550	77,248	4,459	4,471	-	187,372	196,302
Electrification	4,912,153	-	-	4,912,153	3,099,395	233,327	219,930	-	1,360,501	1,812,758
Tools, Dies & equipments	660,763	-	-	660,763	448,518	31,386	29,010	-	153,849	214,246
Sub Total	86,136,858	3,476,913	1,437,477	88,176,294	43,594,991	4,385,036	4,994,243	1,865,744	37,067,768	42,541,867
<b>Intangible assets</b>										
Deferred VRS Payable	743,333	-	-	743,333	-	273,333	-	-	470,000	743,333
Sub Total	743,333	-	-	743,333	-	273,333	-	-	470,000	743,333
<b>Total</b>	<b>86,880,191</b>	<b>3,476,913</b>	<b>1,437,477</b>	<b>88,919,627</b>	<b>43,594,991</b>	<b>4,658,369</b>	<b>4,994,243</b>	<b>1,865,744</b>	<b>37,537,768</b>	<b>43,285,200</b>
Previous Year Figures	81,844,179	6,648,655	1,539,310	86,853,521	40,413,549	4,270,918	-	1,016,143	43,868,324	45,285,200

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	As at 31-03-2012	As at 31-03-2011
<b>2.10 DEFERRED TAX ASSETS/LIABILITIES.</b>		
i) Deferred tax liability:		
ii) Deferred tax asset:		
a) On account of Unabsorbed losses and depreciation under the Income Tax Act, 1961	1,677,257	1,302,576
Total	<u>1,677,257</u>	<u>1,302,576</u>
Net Deferred tax (liability)/asset	1,677,257	1,302,576
<b>2.11 LONG TERM LOANS AND ADVANCES:</b>		
(Unsecured and considered good)		
i) Capital advances	5,050,308	3,092,919
ii) Security Deposits	3,286,095	2,827,360
iii) Advance Tax (Net of Provision)	432,734	884,343
	<u>8,769,137</u>	<u>6,804,622</u>
<b>2.12 INVENTORIES:</b>		
i) Raw materials	17,879,604	29,769,485
ii) Work in progress	1,828,220	1,828,220
iii) Finished goods	9,448,572	4,597,345
iv) Stores and spares (General consumable stores)	1,173,000	1,073,101
v) Others (Waste & Scrap)	381,456	405,920
	<u>30,509,852</u>	<u>37,674,041</u>
<b>2.13 TRADE RECEIVABLES:</b>		
(Unsecured and considered good)		
i) Trade receivables exceeding six months from the date they become due	3,692,281	3,692,281
ii) others	85,526,789	83,488,900
	<u>89,221,070</u>	<u>87,181,181</u>
Less: Provision for doubtful debts		
	<u>89,221,070</u>	<u>87,181,181</u>

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	As at 31-03-2012	As at 31-03-2011
<b>2.14 CASH AND CASHEQUIVALENTS:</b>		
i) Balances with banks		
- in margin money, security for borrowings, guarantees and other commitments	6,596,179	3,000,000
- in other accounts	24,594	336,459
ii) Cash on hand	222,049	404,167
<b>Total</b>	<b>6,842,822</b>	<b>3,740,626</b>

**Additional Information:**

The details of balances as on Balance Sheet dates with banks are as follows:

Particulars	As at 31.03.2012	As at 31.03.2011
<b>Margin Money</b>		
S.B.I Margin-LC/BG	3,000,000	3,000,000
S.B.I Margin Money	3,596,179	-
<b>Total</b>	<b>6,596,179</b>	<b>3,000,000</b>
<b>Other Accounts</b>		
SBI-Current	2,897	613
S.B.S Current	21,697	24,897
S B.S Refund	-	311,149
<b>Total</b>	<b>24,594</b>	<b>336,459</b>

**2.15 SHORT TERM LOANS AND ADVANCES:**

(Unsecured and considered good)		
i) Advances to Staff & Suppliers	4,360,460	1,631,460
ii) Prepaid Expenses and Interest Accrued	380,136	432,773
iii) Balance with Government Authorities		
Other Taxes	618,646	1,290,674
Refunds/ Claims Receivable	343,930	970,751
<b>Total</b>	<b>5,704,172</b>	<b>4,325,658</b>

**2.16 REVENUE FROM OPERATIONS:**

i) Sale of products		
M S Steel Barrels	446,586,542	439,741,540
Plastic Barrels	2,122,349	10,127,431
<b>Total</b>	<b>448,708,891</b>	<b>449,868,971</b>
ii) Other operating revenues(Freight Outward)	966,120	302,577
	449,675,011	450,171,548
Less: Excise duty	39,116,274	38,398,977
<b>Total</b>	<b>410,558,737</b>	<b>411,772,571</b>



**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	As at 31-03-2012	As at 31-03-2011
<b>2.17 OTHER INCOME:</b>		
i) Interest income - current investments	553,533	560,387
ii) Profit on sale of fixed assets (Net)	205,664	-
vii) Other non operating Income (net of expenses directly attributable to such Income)	34,754	53,740
	<u>793,951</u>	<u>614,127</u>

**2.18 COST OF MATERIALS CONSUMED:**

a) i) Consumption of raw materials	315,407,246	298,888,519
	<u>315,407,246</u>	<u>298,888,519</u>

**\* Additional Information:**

a) Value of Imported and Indegenous raw materials, spare parts and components consumed

Sr No	Particulars	Amount	% to total	Amount	% to total
i)	Value of imported raw materials, spare parts and components consumed	-	-	-	-
ii)	Value of indogenous raw materials, spare parts and components consumed	315,407,246	100%	298,888,519	100%
	<b>Total</b>	<u>315,407,246</u>	<u>100%</u>	<u>298,888,519</u>	<u>100%</u>

b) Consumption of major raw materials

i)	CRCA SHEET/COIL	267,442,365	256,289,815
ii)	Bungs	7,265,479	7,093,907
iii)	Zinc	10,082,971	12,128,570
iv)	HMHDPE	14,627,417	15,539,354
v)	Others	15,978,994	11,656,599
	<b>Total</b>	<u>315,407,246</u>	<u>302,718,335</u>

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	As at 31-03-2012	As at 31-03-2011
<b>2.19 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE:</b>		
<b>Stocks at the end of the year</b>		
i) Work in progress		
M. S. Barrels	<u>1,828,220</u>	<u>1,828,220</u>
Total	<u>1,828,220</u>	<u>1,828,220</u>
ii) Finished goods		
M.S. Barrels	<u>9,448,572</u>	<u>4,597,345</u>
Total	<u>9,448,572</u>	<u>4,597,345</u>
iii) Scrap		
	<u>381,456</u>	<u>405,920</u>
Total	<u>11,656,248</u>	<u>6,831,485</u>
<b>Less: Stocks at the beginning of the year</b>		
i) Work in progress		
M. S. Barrels	<u>1,828,220</u>	<u>17,081,950</u>
Total	<u>1,828,220</u>	<u>17,081,950</u>
ii) Finished goods		
M.S. Barrels	<u>4,597,345</u>	<u>4,779,370</u>
Total	<u>4,597,345</u>	<u>4,779,370</u>
iii) Scrap		
	<u>405,920</u>	<u>2,165,168</u>
Total	<u>6,831,485</u>	<u>24,026,488</u>
Increase /(Decrease ) in stock	<u>(4,826,763)</u>	<u>17,195,003</u>
less: Written Off		<u>17,400,000</u>
<b>Net Increase/( Decrease)</b>	<u><b>(4,826,763)</b></u>	<u><b>(204,997)</b></u>

Particulars	2011-2012	2010-2011
<b>2.20 EMPLOYEE BENEFIT EXPENSES:</b>		
i) Salaries and wages	19,490,460	17,485,028
ii) Contribution to provident and other funds	1,385,316	1,325,517
iv) Staff welfare expenses	781,141	510,840
	<u>21,656,937</u>	<u>19,321,385</u>

<b>2.21 FINANCE COSTS:</b>		
i) Interest expense	15,215,922	13,472,093
ii) Other borrowing costs	2,597,833	1,799,893
	<u>17,813,755</u>	<u>15,271,986</u>

<b>2.22 DEPRECIATION AND AMORTIZATION:</b>		
i) Depreciation	4,385,036	4,191,515
ii) Others	273,333	273,333
	<u>4,658,369</u>	<u>4,464,848</u>

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	2011-2012	2010-2011
<b>2.23 OTHER EXPENSES:</b>		
i) Power and fuel	8,204,226	7,990,594
ii) Consumption of stores and spare parts	5,116,388	3,829,816
iii) Rent	720,000	480,000
iv) Repairs to machinery	688,954	484,541
v) Repairs others	680,723	530,761
vi) Insurance	225,532	398,573
vii) Rates and taxes	146,466	122,795
viii) Payment to the auditors		
- as auditor	30,000	30,000
- for taxation matters	15,000	15,000
ix) Freight outward & sales promotion	13,693,779	13,255,567
x) Loss on sale of fixed asset (net)		79,237
xi) Donations	15,201	25,001
xii) Legal and professional charges	1,190,178	663,789
xiii) Miscellaneous and Other expenses	7,871,115	6,004,871
xiv) Labour & job work charges	9,361,217	9,390,694
	<b>46,768,588</b>	<b>42,637,250</b>

**2.24 EXTRAORDINARY ITEMS**

**Income**

i) Reversal Of Depreciation	635,344	-
ii) Prior Year Expenses Written back	132,800	9,001

**Expenditure**

i) Arrears of Depreciation	5,259,815	-
ii) Diminution in value of stock	-	29,772,000
	<b>(4,491,871)</b>	<b>(29,762,999)</b>

**GUJARAT CONTAINERS LIMITED**

**GUJARAT CONTAINERS LIMITED  
NOTES TO FINANCIAL STATEMENTS**

Particulars	-As at 31-03-2012	As at 31-03-2011
<b>2.25 EARNINGS PER SHARE:</b>		
<b>After extraordinary item:</b>		
Profit for the year after tax expense	4,658,848	1,303,827
Less:		
Preference dividend payable including dividend tax		
	<u>4,658,848</u>	<u>1,303,827</u>
Weighted average number of equity shares	4,650,000	4,650,000
<b>Earning per share</b>	<b>1.00</b>	<b>0.28</b>
<b>Before extraordinary item:</b>		
Profit for the year after tax expense	4,658,848	1,303,827
Less: Adjustment for		
Extraordinary item (net of tax)	<u>(4,491,671)</u>	<u>(29,762,999)</u>
	9,150,519	31,066,826
Less:		
Preference dividend payable including dividend tax	-	-
	<u>9,150,519</u>	<u>31,066,826</u>
Weighted average number of equity shares	4,650,000	4,650,000
<b>Earning per share</b>	<b>1.97</b>	<b>6.68</b>

**2.26 CONTINGENT LIABILITIES AND COMMITMENTS:**

(to the extent not provided for)

a) Contingent Liabilities:

i) Claims against the Company not acknowledged as debts		
ii) Guarantees (Bank)	307,000	100,000
iii) Letters of credit	37,827,988	35,376,669
iv) Tax demands under disputes		
v) Other monies for which company is contingently liable		
The management believes, based on internal assessment and / or legal advice, that the probability of an ultimate adverse decision and outflow of resources of the Company is not probable and accordingly, no provision for the same is considered necessary.		

**GUJARAT CONTAINERS LIMITED**

ATTENDANCE SLIP

**GUJARAT CONTAINERS LIMITED**

Registered Office :

Plot No. 488/489/P, Baroda-Savl Highway,  
Village : Tundav, Tal. : Savli, Dist. : Baroda.

Please complete this Attendance Slip and hand it over at the entrance of Meeting Hall, Joint Shareholders may obtain additional Attendance Slip on request.

NAME OF THE SHAREHOLDER: \_\_\_\_\_

ADDRESS: \_\_\_\_\_

No. of Shares Held: \_\_\_\_\_

PROXY

L. F. NO. (S):

I hereby record my presence at the 19th Annual General Meeting of the Company held on 15th September 2011.

PROXY SIGNATURE  
OF THE SHAREHOLDER/PROXY\*

\*Strike whichever is not applicable.

PROXY

**GUJARAT CONTAINERS LIMITED**

Registered Office :

Plot No. 488/489/P, Baroda-Savl Highway,  
Village : Tundav, Tal. : Savli, Dist. : Baroda.

L. F. No. (S): \_\_\_\_\_

I/We \_\_\_\_\_

of \_\_\_\_\_

being a member / members of Gujarat Containers Ltd. hereby appoint

\_\_\_\_\_ of \_\_\_\_\_

or falling him \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to vote for me/us and on my/our behalf at the 20th Annual General Meeting of the Company to be held on Friday, the 28th September, 2012 and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2012 by the said \_\_\_\_\_

Affix a  
15 Paise  
Revenue  
Stamp

Note : The proxy must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The proxy need not be a member of the Company.

BOOKPOST

To: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_



If undelivered please return to  
**GUJARAT CONTAINERS LIMITED**

Corporate Office :  
201-202, Alkapuri Arcade, B. Wing, Opp. Welcome Hotel,  
H. C. Durt Road, BARODA-390 007