

**22nd  
Annual Report  
and Accounts  
2010-11**

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**KALPENA PLASTIKS LIMITED**

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**BOARD OF DIRECTORS**

Mr. Bhanwar Lal Bohara  
Mr. Kashinath Agarwal  
Mr. Mohan Kumar Tiwary  
Mr. Jitendra Tiwari  
Mr. Deo Kishan Kalwani

**AUDITORS**

M/s Maloo & Co.  
Chartered Accountants  
3, Mango Lane, 2nd Floor  
Kolkata – 700 001

**BANKERS**

Dena Bank  
HDFC Bank

**REGISTERED OFFICE**

3, Saheed Nityananda Saha Sarani  
Kolkata – 700 001

**REGISTRAR & SHARE TRANSFER AGENT**

S.K.Computers  
(Unit – Kalpena Plastiks Ltd),  
34/1A, Sudhir Chatterjee Street  
Kolkata – 700 006  
Tel: 91 – 33 – 2219 4815 / 6797  
E Mail : skcdilip@gmail.com

## **NOTICE**

NOTICE is hereby given that the 22<sup>nd</sup> (Twenty Second) Annual General Meeting of the Members of KALPENA PLASTIKS LIMITED will be held on Friday, the 30<sup>th</sup> Day of September, 2011 at 10.00 a.m. at the Registered office of the Company at 3, Saheed Nityananda Saha Sarani, 2<sup>nd</sup> Floor. Kolkata 700 001, to transact the following businesses:

### **ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2011 and the Profit & Loss Account for the year ended on that date together with the Directors' and the Auditors' Reports, thereon.
2. To appoint a Director in place of Mr. Bhawar Lal Bohara, who retires by rotation and being eligible offers himself for reappointment.
3. To Appoint Auditors and to fix their Remuneration.

### **SPECIAL BUSINESS :**

4. **To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT in accordance with the provisions of Section 255, 256 and 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or reenactment thereof, Mr. Deo Kishan Kalwani, who was co-opted as an Additional Director of the Company under provisions of Section 260 of the Companies Act, 1956 and Article 116 of the Articles of Association of the Company, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to determination by retirement of directors by rotation."

5. **To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

#### **BORROWING POWERS**

"RESOLVED, pursuant to the provisions of Section 293 (1) (d) and other applicable provisions, if any, of the Companies Act, 1956, (including any statutory modification(s) or reenactment thereof for the time being in force) and subject to such other approvals as may be necessary, THAT consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow money from time to time from anyone or more of the Company's Bankers and/or from anyone or more Firms, Bodies Corporate, Financial Institutions, Mutual Funds, Foreign Bankers, Foreign Financial Institutions, Foreign Institutional Investors, Overseas Corporate Bodies, Overseas Mutual Funds, Trusts or such other bodies or entities whether by way of cash credit, loans, advances, deposits, loans or bills discounting, deferred payment guarantees, issue of debentures, external commercial borrowings or otherwise, in any other mode or form, and whether unsecured or secured by mortgage, charge, hypothecation, lien, or pledge of the Company's assets and properties, whether immovable or movable or stock in trade (including raw materials, spare parts and components in stock or in transit and work in progress) or by any kind of guarantees and all or any of the undertakings of the Company, notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart

for any specific purpose but so however that the total amount upto which the monies may be borrowed by the Board of Directors and outstanding at any time shall not exceed the sum of Rs. 100 Crore (Rupees One Hundred Crore Only) exclusive of interest, and that the Board of Directors is hereby further authorized to execute such deeds of debenture trust and deeds of mortgage , charge, hypothecation, lien, promissory notes, deposit receipts, guarantees/assurance deeds and other deeds and instruments or writings containing such conditions and covenants as the Board of Directors in its absolute discretion may think fit.”

6. **To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

**AUTHORITY TO MORTGAGE :**

“RESOLVED THAT the consent of the Company be and is hereby accorded in terms of Section 293 (1) (a) and other applicable provisions, if any, of the Companies Act, 1956, ( including any modification or reenactment thereof , for the time being in force) , to the Board of Directors of the Company to mortgage and /or charge, in addition to the mortgages and / or charges created / to be created by the Company, in such forms and manners and with such ranking as to priority and for such time and on such terms as the Board of Directors may determine , on all or any of the movable and / or immovable, tangible and / or intangible properties of the Company , both present and future wheresoever situate and / or the whole or substantially the whole of the undertaking(s) of the Company, in favour of lenders, Agents, Financial / Investment Institution(s) , Bank (s) / Trustees to secure loan and / or other credit facilities availed or proposed to be availed, the debenture / bonds issued or proposed to be issued, whether in foreign currency and /or Rupee currency in whatever manner, for a sum not exceeding Rs. 100 Crore (Rupees One Hundred Crore only) approved under section 293(1) (d) of the Companies Act, 1956, as amended from time to time together with interest, compound interest , accumulated interest, liquidated damages, commitment charges and such other costs, charges, expenses and other monies payable by the company in terms of the loans and any other documents entered into or proposed to be entered into between the Company and the lenders, Agents, Financial / Investment Institution(s) , Bank (s) / Trustees, in respect of the said loans / borrowings / debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the lenders, Agents, Financial / Investment Institution (s) , Bank (s) / Trustees.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board be and is hereby authorized to finalise, settle and execute such documents / deeds / writings / papers / agreements as may be required and do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgage / charge as aforesaid.”

**Registered Office:**

3, Saheed Nityananda Saha Sarani, 2<sup>nd</sup> Floor  
Kolkata 700 001

02.09. 2011

By Order of the Board of Directors

**J.Tiwari**  
(Chairman)

**Notes :**

1. A member entitled to attend and vote at the annual general meeting (the "meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not to be a member of the company. A proxy shall not have any right to speak at the meeting. The instrument appointing proxy should, however, be deposited at the registered office of the company not less than forty-eight hours before the commencement of meeting. The proxy form is appended with the admission slip.
2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote, on their behalf, at the Meeting.
3. The Register of Members and the Share Transfer Books of the Company shall remain closed from Friday, 23<sup>rd</sup> September, 2011 to Friday, 30<sup>th</sup> September, 2011 (both days inclusive).
4. Relevant documents referred to in the accompanying notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 1.00 p.m. up to the date of Meeting.
5. Brief resume of Directors seeking appointment / re appointment including nature of their expertise in specific functional areas and names of companies in which they hold directorship and membership / chairmanship of Board Committees, as stipulated under clause 49 of the Listing Agreement with the Stock Exchanges, are provided elsewhere in the notice.
6. Shareholders are requested to bring their Attendance Slip along with copy of Annual Report to the venue of the Meeting.
7. Members, holding shares in physical mode are requested to notify the change in their address to M/s. S.K.Computers, 34/1A, Sudhir Chatterjee Street, Kolkata – 700 006, the Registrar & Share Transfer Agent of the Company.
8. Members, holding Shares in Demat mode are requested to notify the change in their address / bank account to their respective Depository Participant(s) (DPs).
9. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of the notice/ documents including Annual Report can be send by e-mail to its member. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants.
10. Members desirous of getting Information / Clarification on the Accounts and Operations of the Company or intending to raise any query are requested to forward the same at least 10 days in advance of the meeting to the Company Secretary at the office address so as the same may be attended appropriately.

**Explanatory Statement pursuant to Section 173(2) of The Companies Act, 1956**

**Item No. 4**

Mr. Deo Kishan Kalwani was appointed as an Additional Director with effect from 22<sup>nd</sup> December, 2010, pursuant to the provisions of Section 260 of the Companies Act, 1956 (the Act) and Article 116 of the Articles of Association of the Company. According to the provisions of the said Section and Article, Mr. Kalwani would hold office upto the date of this Annual General Meeting.

The Company has, however, received a notice, in writing from a member proposing the candidature of Mr. Deo Kishan Kalwani for the office of Director of the Company under the provisions of Section 257 of the Act. Requisite consent, pursuant to Section 264(1) of the Act, has been received from Mr. Kalwani to act as such Director, if appointed. Mr. Kalwani has with over 47 years of experience in corporate world. It is in the interest of the Company to continue to avail his services as a member of the Board.

Mr. Kalwani, is not disqualified from being appointed as Director in terms of section 274(1) (g) of the Act. The Company has received a letter from Mr. Kalwani, in term of companies (Disqualification of Directors under section 274(1) (g) of the Act.), confirming his eligibility for such appointment.

The Board of Directors recommends the Resolution, being Item No.4 of the Notice convening this AGM, for approval of the members.

Save and except Mr. Deo Kishan Kalwani, no director of the company is concerned or interested in the resolution.

**Item No. 5**

**Borrowing Powers**

The Directors of your Company have been considering various proposals to diversify into certain new business ventures. For last couple of years, the company is engaged in the business related to Plastic, PVC and related Products. Currently these sectors promise a bright future and the company will also enlarge the area of operation of the Company.

In view of the increasing activities and expansion plans of the Company further funds are required. As you are aware that the trend for the past few years has been on diversifying and expanding into newer and unexplored areas of the field. To facilitate implementation of planned initiatives the consequent financial requirements of the Company calls for further access to funds the Board of Directors of the Company is keen to try available avenues to enable and equip the Company to make further inroads into the ever expanding markets of the country.

As per the provisions of Section 293(1) (d) of the Companies Act, 1956, the Board of Directors of a Public Company can not borrow money (a part from temporary loans obtained from the Company's Bankers in the ordinary course of business) in excess of the Company's Paid-up Capital and Free Reserves (that is reserves not set apart for any specific purpose) without the consent of the shareholders in the General Meeting.

The Resolution set out at item No.5 of the notice is put forth for consideration of the members pursuant to section 293(1)(d) of the Companies Act, 1956, authorizing the Board of Directors to borrow upto a sum of Rs.100 Crores.

Your Directors recommend the above Resolution for the approval of the Members of the Company.

None of the Directors of the Company are in any way concerned or interested in the said resolution.

**Item No. 6**

**Authority to Mortgage**

The borrowings by a Company , in general, is required to be secured by mortgage or charge on all or any of the movable or immovable properties of the Company in such form , manner and ranking as may be determined by the Board of Directors of the Company from time to time, in consultation with the lender(s). In order to mortgage or hypothecate the assets of the Company the consent of the shareholders in General Body Meeting is required under section 293 (1) (a) of the Companies Act, 1956 authorizing the Board of Directors with necessary powers.

The Board of Directors accordingly recommends the resolution, being item No.6 of the accompanying notice, for approval of the members.

None of the Directors of the Company are in any way concerned or interested in the said resolution.

## KALPENA PLASTIKS LIMITED

BRIEF RESUME OF THE DIRECTORS SEEKING APPOINTMENT / RE APPOINTMENT, NATURE OF THEIR EXPERTISE IN SPECIFIC FUNCTIONAL AREA AND NAME OF THE COMPANIES IN WHICH THEY HOLD DIRECTORSHIP AND MEMBERSHIP / CHAIRMANSHIP OF BOARD COMMITTEES, AS REQUIRED IN TERMS OF CLAUSE 49 OF THE LISTING AGREEMENT WITH STOCK EXCHANGES IN INDIA.

Name of Director	Date of Birth	Qualification	Experience	Directorship and Membership / Chairmanship in other Companies in which he is a director. #	Shareholdings in Kalpena Plastiks Limited
<b>Mr. B.L.Bohara</b>	18.03.1952	Under Matric	MR. BOHARA AGED ABOUT 60 YEARS, HAS GOT ADEQUATE EXPOSURE IN VARIOUS PROJECTS AND OPERATIONAL MATTERS IN PLASTIC AND POLYMERS INDUSTRIES AS WELL AS IN JEWELLERY INDUSTRY. HE HAS WIDE KNOWLEDGE AND RICH EXPERIANCE IN BUSINESS MATTERS.	None	NIL
<b>Mr. Deo Kishan Kalwani</b>	05.06.1945	Graduate from Calcutta University	MR. KALWANI AGED ABOUT 65 YEARS HAS MORE THAN 47 YEARS EXPERIENCE IN BUSINESS AND SERVICE AND HAS HELD DISTINGUISHED POSITIONS IN PRESTIGIOUS COMPANIES	None	NIL

# Note: Excludes Directorships in Private Limited Companies, Foreign Companies and Government Companies

**Registered Office:**  
3, Saheed Nityananda Saha Sarani, 2<sup>nd</sup> Floor  
Kolkata 700 001

By Order of the Board of Directors

**J. Tiwari**  
(Chairman)

02.09. 2011



## DIRECTORS' REPORT

Dear Shareowners  
Kalpena Plastiks Limited

Your Directors are pleased to present the 22nd (Twenty Second) Annual Report together with the audited accounts for the year ended 31<sup>st</sup> March 2011.

### Financial Performance

(Rs. In Lacs)

Particulars	2010-2011	2009-2010
Sales & other Income	1910.25	9847.60
Profit before Depreciation, Interest & Tax	10.53	11.20
Less : Depreciation	0.57	0.99
Interest	0.03	0.01
Profit before Tax	9.93	10.19
Less : Provision for Tax	2.68	1.70
Profit After Tax	7.25	8.48
Add : Profit brought forward from previous year.	23.56	15.07
Balance Carried to B/S	30.81	23.56

### Operations

During the year 2010-11, the company has achieved a sales turnover of Rs. 19 Crore , against Rs. 98 Crore in the previous year. However, Profit after tax for the year is Rs. 7.25 lacs as compared to Rs. 8.48 lacs in the previous year.

### Dividend

Since the company is currently at revival stage, the directors of the company consider it prudent to conserve resources and therefore do not recommend any dividend on equity shares for the financial year under review.

### Public Deposits

Your Company has not accepted any fixed deposit during the year under review in terms of Section 58A of the Companies Act, 1956 read with Companies (Acceptance of Deposit) Rules, 1975 and hence no amount of principal or interest was outstanding as at the Balance Sheet date.

### Directors

During the year under review, Mr. Deo Kishan Kalwani was appointed as Additional Directors of the Company by the Board of Directors with effect from 22<sup>nd</sup> December, 2010. Pursuant to section 260 of the Companies Act, 1956, Mr. Kalwani would hold office upto the date of the ensuing Annual General

## KALPENA PLASTIKS LIMITED

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Meeting. However, the company has received requisite notice from a member as required under section 257 of the Companies Act 1956, signifying his intention to propose Mr. Kalwani as a candidate for the office of director.

The office of Mr. B.L.Bohara, Director is due to retire by rotation at the conclusion of the forthcoming Annual General Meeting and being eligible, offer himself for re-appointment.

Appropriate resolutions for their appointment / reappointment are being placed before you for your approval at the ensuing Annual General Meeting. The brief resume and other information of the eligible directors in terms of the provisions of clause 49 of the Listing Agreement with Stock Exchanges have been detailed elsewhere in the notice. Your Directors recommends their appointment / reappointment as Director of your Company.

### **Directors' Responsibility Statement**

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Directors hereby confirm that:

- i) In preparation of the annual accounts, the appropriate accounting standards have been followed. There are no material departures from these applicable accounting standards.
- ii) The directors 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 as at 31<sup>st</sup> March, 2011 and its loss for the year ended on that date.
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The directors have prepared the annual accounts on a going concern basis.

### **Auditors and Auditors' Report**

The Statutory Auditors of the Company, M/s Maloo & Co., Chartered Accountants, Kolkata, retire at the conclusion of the ensuing Annual General Meeting of the Company and confirmed their willingness and eligibility for re-appointment, if made, will be within the limits under section 224(1B) of the Companies Act, 1956 and that they are not disqualified for re-appointment within the meaning of section 226 of the Companies Act, 1956.

Further, the Auditors have confirmed that they have undergone the peer review process of the Institute of Chartered Accountants of India (ICAI) and yet to receive the certificate from the 'Peer Review Board' of ICAI. The observations of the Auditors in the Report on Accounts read with the relevant notes are self – explanatory.

### **Particulars of Employees**

None of the employees employed throughout the year or part of the year who was in receipt of salary of Rs. 5,00,000 /- or more per month or Rs. 60,00,000 /- or more per annum, therefore, no details have been provided or required under section 217 (2A) of the Companies Act, 1956 read with the Company (Particulars of Employees) Rules, 1975.

### **Industrial Relations**

The Company continued to attract and retain qualified and diligent employees. Various senior and junior employees were recruited to add to the existing strength. During the year, your company maintained harmonious and cordial Industrial Relations.

### Management Discussion and Analysis

In accordance with Clause – 49 of the Listing Agreement with the Stock Exchanges in India , the Management's Discussion and Analysis Report for the year under review, is presented in a separate section forming part of the Annual Report and marked as **Annexure – 'A'**.

### Corporate Governance

The Company is committed to maintain the highest standards of Corporate Governance and has complied with the applicable provisions of Corporate Governance under clause 49 of the Listing Agreement with the stock exchanges. A detailed report on Corporate Governance, as stipulated under Clause – 49 of the Listing Agreement with the Stock Exchanges in India, is included in a separate section forming part of the Annual Report and marked as **Annexure – 'B'**.

A certificate from the Auditors of the Company M/s Maloo & Co., Chartered Accountants, Kolkata, confirming compliance of conditions of Corporate Governance as stipulated under the aforesaid Clause 49, is annexed to this Report.

### Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo.

Particulars required to be furnished under Section 217(1) (e) of The Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rule, 1988.

- i. Part A and Part B of the Rules, pertaining to conservation of Energy and technology absorption, are not applicable to the Company
- ii. Foreign Exchange earning and outgo

Earning	Nil
Outgo	Nil

### Acknowledgement

Your Directors place on record their sincere appreciation for significant contribution, made by the employees at all levels through their dedication, commitment and hard work and look forward to their continued support. Your Directors wish to thank and acknowledge the Banks, Government Authorities, Dealers, Suppliers, Business Associates, and the Company's valued customers, for their Assistance and Co-Operation and the esteemed Shareholders for their continued trust and support.

The Directors also wish to acknowledge the committed and dedicated team of Kalpena Plastiks Limited, whose unstinted hard work, efforts and ideas has taken the Company on a path of growth and development.

3, Saheed Nityananda Saha Sarani  
2nd Floor  
Kolkata 700 001

By Order of the Board of Directors

**J. Tiwari**  
(Chairman)

Date : 2nd September, 2011

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### GLOBAL ECONOMIC OVERVIEW:

The overall global economic outlook remained “positive for India in the financial year 2010-2011”. The recovery from recession which started in the second half of financial year 2009-10 continued for the most part of the Financial Year 2010-11.

The Indian economy achieved GDP growth of 8.58 % in respect of Financial Year 2010-2011.

However, the current financial year (2011-2012) does not depict encouraging since. USA is almost under recession. The European Union is under alarming threat of “debt bubble bust”.

The Indian economy is, today, fully integrated with that of the world economy. Any adverse economic development, in any part of the world, will have direct impact on the Indian economy. Analyst say predict that the GDP growth for 2011-2012 will not even touch 8%, although the Government is optimistic of 9% GDP growth.

The inflation, which has touched 9%, in the second quarter of the current financial year and series of interest rate hike, will negatively impact the top line and bottom line of companies across India. Moreover, since 12% of the total land areas of USA is under drought, the world food prices and that of India also will remain high. Thus the disposable income of people across the world will definitely shrink. Because of high inflation the level of consumption will also go down.

### Indian Economy & Industry & Scenario

Indian economy continued its growth story and performed well on all the fronts. The Growth estimates and measures to achieve it by the Government are also with positive frame of mind and are with business friendly attitude. However, the current year does not seem to be encouraging for your company, mainly due to high inflation and series of interest rates hike. Moreover, the question of price stability in polymer market across India is uncertain.

### Industry’s structure and developments

Plastics are fast growing Industry in India with a vast export potential. The Industry contributes significantly to the direct and indirect taxes to the Government of India. It also has a vast potential to generate employment in the country. It is expected that the Industry will continue to grow in future and contribute to the over all development of the country.

The company’s polymer compounds business is directly related to the fortunes of cable industry/packaging industry / footwear industry. If there is demand push in these segments of Indian economy, the top line and bottom line of the Company will significantly increase.

### Opportunities and Threats

The Board of the Directors is considering several action plans to grab the opportunities in order to augment a revival plan of the Company. The Management has undertaken a detailed SWOT analysis to find out appropriate growth plans to identify the weaknesses and threats.

### Future Out look of the Company

The performance of the Company in the financial year 2010-11 is not satisfactory enough. The directors are planning to undertake setting up of new projects and consequent arrangement of finance from banks / financial institutions to make the company viable.

**Risk Management**

Based on the operations of the Company, new risks, if any, are identified and steps are taken to mitigate the same. At Kalpena Plastiks Ltd, management ensures that risks are adequately measured, estimated and controlled to enhance shareholders value.

**Internal Control System and their adequacy**

The Company believes that its internal control system and procedures are commensurate with its size and provides, among others, a reasonable assurance that transactions are executed with Management authorization and ensure preparation of financial statements are prepared conformity with established accounting principles and that the assets of the Company are adequately safeguarded against significant misuse or losses.

The Company has proven ongoing system of internal controls so to ensure optimal utilization of the Company's resources and protection thereof, facilitating accurate and speedy compilation of accounts, management information reports and regular and adequate compliance with statutes, laws and regulations. The Company has a well defined organization structure, authority levels and internal guidelines and rules for each area of functions.

**Financial Performance & Analysis Financial Performance**

(Rs. In Lacs)

Particulars	2010-2011	2009-2010
Sales & other Income	1910.25	9847.60
Profit before Depreciation, Interest & Tax	10.53	11.20
Profit before Tax	9.93	10.19
Less : Provision for Tax	2.68	1.70
Profit After Tax	7.25	8.48
Add : Profit brought forward from previous year.	23.56	15.07
Balance Carried to B/S	30.81	23.56

**Human Resources**

The Company believes that Human Resource represents the most valuable asset which provides an edge over its competitors. Human resource is considered as key to the future growth strategy of the Company and looks upon to focus its efforts to further align human resource policies, processes and initiative to meet its business needs. The Company is continuously stepping up its efforts for optimum utilization of workforce. The Company's expansion program will enable to improve upon its present skill formation program. This is necessary because the Company is moving towards higher automation.

**Cautionary Statement**

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws, certain resumptons on which estimates are based and other incidental factors.

## REPORT ON CORPORATE GOVERNANCE

### 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate Governance which encompasses the moral, ethical and legal framework within which an organization functions has become imperative today. Good governance practice stems from culture and mindset of the organization. Kalpena Plastiks Limited is conscious of the fact that the success of the organization is reflection of the professionalism, conduct and ethical values of its management and employees. Thus your company envisages an attainment of transparency, accountability, and propriety in total functioning of the company and conduct of business, both internally and externally. Our governance practice stems from an inherent desire to improve and innovate and reflects the culture of trusteeship that is deeply ingrained in our value system and forms part of strategic thought process. Our governance philosophy rests on five basic tenets, viz, Board accountability to the Company and shareholders, strategic guidance and effective monitoring by the Board, protection of minority interests and rights, equitable treatment of all the shareholders as well as superior transparency and timely disclosure.

Kalpena Plastiks believes in maintaining the highest standards of Corporate Governance and its Company's constant endeavor to adapt the best corporate Governance practice as laid down in international codes of Corporate Governance and as practiced by well known global companies. Some of the best global governance norms put into practice include the following:

- Ø All securities related filing with the Stock Exchange and SEBI are reviewed every quarter by the Shareholders' / Investors' Grievances Committee of Directors of the Company.
- Ø The Company also undergoes secretarial audit conducted by an Independent Company Secretary in whole time practice. The quarterly audit reports are well placed before the Board and the Annual audit report placed before the Board is included in the Annual Report.

### 2. BOARD OF DIRECTORS:

The Board of directors ("the Board") is at the core of Company's Corporate Governance practices and oversees how Management serves and protects the long term interest of the stakeholders. It brings in strategic guidance, leadership and independent view to Company's Management while discharging its fiduciary responsibilities thereby ensuring that Management adheres to highest standards of ethics, transparency and disclosure.

Our policy towards the Composition of Board is to have an appropriate mix of Executive, Non-Executive and Independent Directors to maintain the independence of Board and to separate its functions of Governance and Management.

The size and composition of the Board confirms to the requirement of Clause 49 of the Listing Agreement with Stock Exchanges. The Board of Directors presently consists of 5 Directors all of them are Non – Executive Directors. The Chairman of the Company is Non-Executive. The Composition of Board of the Company is as detailed below:

Name	Designation	Category	Attendance Particulars		Outside Directorships & Committee Position		
			Board Meeting	Last AGM	Other Directorships*	Committee Memberships#	Committee Chairmanships#
Mr. J.Tiwari	Chairman	Non Executive & Independent	8	Yes	-	-	-
Mr. K.N.Agarwal	Director	Non Executive & Independent	4	NO	-	-	-
Mr. M.K.Tiwary	Director	Non Executive & Independent	5	NO	-	-	-
Mr. B.L.Bohara	Director	Non Executive & Independent	8	Yes	-	-	-
Mr. D. K. Kalwani	Additional Director**	Non Executive & Independent	2	No			

\* Directorship includes only Public Companies.

# Committees includes Audit Committee, Shareholders Grievance Committee and Remuneration Committee.

\*\* Appointed on 22<sup>nd</sup> December, 2010.

All directors are liable to retire by rotation and at every AGM 1/3<sup>rd</sup> of them shall retire. None of the Directors hold any shares of the Company.

Independent Director is defined as one, who apart from receiving sitting fee as a director does not have any other material pecuniary relationship or transactions in his personal capacity with Company.

**BOARD MEETINGS :**

The meetings of the Board of Directors are normally held at the Company's Registered Office at Kolkata. During the financial year 2010-2011, The Board met eight times during the year under review, the details whereof is given below. The gap between two Board meetings did not exceed 4 months.

Sl. No.	Date	Sl.No.	Date
1	20th April, 2010	5	4th September, 2010
2	15th May, 2010	6	12th November, 2010
3	23rd June, 2010	7	22nd December, 2010
4	12th August, 2010	8	12th February, 2011

**3. COMMITTEES OF THE BOARD :**

Currently, there are two Board Committees– the Audit Committee and the Share Transfer and Investors Grievances Committee. The terms of reference of the Committee(s) detailing their scope of work are determined by Board from time to time. The Board periodically reviews the minutes of the meetings of Audit Committee and the Share Transfer and Investors Grievances Committee. Composition, terms of reference, number of meetings and related attendance etc., of these committees are detailed.

**3.1 AUDIT COMMITTEE :**

The Audit committee was constituted on 26<sup>th</sup> April, 2002. Since then it has been dealing with matters prescribed by the Board of Directors on a case to case basis. In general the primary role/ objective of Audit Committee is to review the financial statements of the Company, strengthen internal controls

and look into the transactions having monetary implications on the functioning of the Company. The nomenclature, constitution and terms of reference of the Committee is as per the provisions of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement of the Stock Exchange. The Committee comprises of three members, all of them are Independent Non Executive Director. All the members of the Audit Committee are financially literate whereas the Chairman of the Committee is a financial management expert. The Company Secretary acts as the Secretary of the Committee.

During the year under review, 4 (four) meetings of Audit Committee were held on 15<sup>th</sup> May, 2010, 12<sup>th</sup> August, 2010, 12<sup>th</sup> November, 2010 and 12<sup>th</sup> February, 2011 in due compliance with the stipulated provisions. The attendance record of members of the Audit Committee is given as under:

Name of Director	Category	Attendance of Directors			
		15.05.2010	12.08.2010	12.11.2010	12.02.2011
Mr. J.Tiwari (Chairman)	Non-Executive Independent	Yes	Yes	Yes	Yes
Mr. B.L.Bohara (Member)	Non-Executive Independent	Yes	Yes	Yes	Yes
Mr. K. N. Agarwal (Member)	Non-Executive Independent	Yes	Yes	No	Yes

**Term of reference:**

The terms of reference to the Committee are in accordance with paragraph C and D of clause 49(II) of the listing agreement entered into with the stock exchanges and major terms of reference, inter alia, include the following :

- i. Reviewing Company's Financial reporting process.
- ii. Reviewing the Annual financial statements,
- iii. Reviewing the Internal Audit systems, if any and the adequacy of Internal Control Systems and
- iv. Reviewing the Company's Financial and Risk Management policies.

**3.2 SHARE TRANSFER & INVESTORS GRIEVANCE COMMITTEE :**

The Company has constituted Share Transfer & Investors Grievance Committee to specifically look into the redressal of Investors' Complaint primarily focuses on :

1. Review of the investor complaints and their redressal
2. Review of queries received from investors
3. Review of the work done by the Share Transfer Agent relating to Share Transfer, Issue of Duplicate shares and other related matters.
4. Review of the corporate action related to the shareholders issue.
5. To authorize Managers/ Officers/Signatories for signing Share Certificates.
6. Such other functions as may be assigned by the Board.

To expedite the process and for effective resolution of grievances / complaints, the Committee has delegated powers to the Share Transfer Agents and its officials to redress all complaints / grievances / inquiries of the shareholders' / Investors'. It redresses the grievances / complaints of shareholders' / investors' under the supervision of the Compliance Officer of the Company.



**Composition :**

The Shareholder's Grievance Committee and has the following Composition:

- a. Mr. B.L.Bohara – *Chairman (Non Executive )*
- b. Mr. K.N.Agarwal – *Member ( Non-Executive)*
- c. Mr. M.K.Tiwary – *Member (Non- Executive)*

The Committee met 22 times during the year 2010-2011.

The attendance of each Member of the Committee is given below:

Sl. No	Name	Meeting held during the tenure of Directors	Meeting attended
1	Mr. B.L.Bohara	22	22
2	Mr. K.N.Agarwal	22	22
3	Mr. M.K.Tiwari	22	22

During the year ended 31<sup>st</sup> March, 2011, 114 complaints were received and all have settled.

**Details of Remuneration Paid to Executive & Non- Executive Directors:**

The Non- Executive Directors of the Company are not paid any remuneration and the directors have foregone their sitting fees for attending meetings of Board and Committees of Directors.

**4. DETAILS OF GENERAL MEETING :**

The Company held its last Three Annual General Meetings as under :

Financial Year	Date	Time	Venue	Whether any Special Resolution passed or not
2009-2010	30th September, 2010	10.30 A.M.	3, Saheed Nityananda Saha Sarani, Kolkata – 700 001	None
2008-2009	15 <sup>th</sup> September, 2009	10.30 A.M.	3, Saheed Nityananda Saha Sarani, Kolkata – 700 001	1. Change of name of the Company 2. Change of Article of Association of the Company
2007-2008	29 <sup>th</sup> September, 2008	10.30 A.M.	3, Saheed Nityananda Saha Sarani, Kolkata – 700 001	None

No Extra – Ordinary General Meeting of the Shareholder was held during the year.

No Postal Ballot was conducted during the year. None of the resolutions proposed for the ensuing Annual General Meeting need to be passed by Postal Ballot.

**5. DISCLOSURES:**

Disclosures on materially significant related party transactions that may have potential conflict with the interest of the company at large :-

There are no materially significant transactions made by the company with its promoters, Directors or Management or relatives etc. that may have potential conflict with the interest of the Company at large.

However, attention of the members is drawn to the disclosure of transactions with the related parties and transactions as required under Accounting Standard (AS) 18 on Related Party Disclosures prescribed under the Companies Act, 1956 set out in Notes on Accounts - Schedule 13, forming part of the Annual Report.

**Details of Non compliance :**

The company has complied with the requirements of the stock exchanges, SEBI and other authorities on all matters relating to capital market during last three years. No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any other authorities relating to the above.

**Disclosure of Risk Management :**

The company has laid down procedures to inform the Board Members about the risk assessment and risk mitigation mechanism, which is periodically reviewed and reported to the Board of Directors by Senior Executives.

**Compliance of Clause 49 :**

The company has complied with the entire mandatory requirement to Clause 49 of the Listing Agreement executed with the Stock Exchanges.

**Secretarial Audit :**

A qualified practicing Company Secretary carried out Secretarial audit to reconcile the total admitted equity capital with National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed equity capital. The Secretarial Audit Report called the Reconciliation of Share Capital Audit Report confirms that the total issued/ paid up capital is in agreement with the total number of shares in physical form and the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

**6. MEANS OF COMMUNICATION :**

The Company would like to constantly communicate with our investors about the operations and financial results of the Company. The abridged financial results are published in one national and one regional daily newspaper respectively. The Company intimates the financial result to the Stock Exchange immediately after they are taken on record by the Board.

Resume and other information of the Directors seeking appointments / re - appointment at the ensuing Annual General Meeting as required under Clause 49 of the Listing Agreement are given as an annexure to the notice convening the ensuing Annual General Meeting.

The Management Discussion and Analysis Report forms part of the Directors' Report. All matters pertaining to industry structure and developments, opportunities and threats, outlook, risks and concerns, internal control and systems, etc are discussed in the said report.

**7. GENERAL SHAREHOLDERS INFORMATION :**

**(i) Annual General Meeting (AGM)**

Day, Date & Time : Friday, 30<sup>th</sup> day of September, 2011 at 10.00 A.M.

Venue : 3, Saheed Nityananda Saha Sarani, Kolkata – 700 001

**(ii) Date of Book Closure** : 23.09. 2011 to 30.09. 2011  
(both days inclusive)

(iii) **Financial Calendar for Year 2011-2012 (tentative)**

The Company follows the financial year from April to March.

For the quarter ending	30 <sup>th</sup> June, 2011	}	Within 45 days of the end of the quarter.
For the quarter & half year ending	30 <sup>th</sup> September, 2011		
For the quarter ending	31 <sup>st</sup> December, 2011		

For the quarter & year ending	31 <sup>st</sup> March ,2012 (Audited)	}	Within 60 days of the end of the Quarter

(iv) **Listing on Stock Exchanges:** The Share of the Company is listed in the following Exchanges.

<u>Name of the Stock Exchanges</u>	<u>Stock Code</u>
The Bombay Stock Exchange Ltd.(BSE)	523652
The Calcutta Stock Exchange Association Ltd. (CSE)	29050
The Delhi Stock Exchange Association Ltd.(DSE)	19082

(v) **Dematerialization of shares and liquidity :**

Trading in the Equity Shares of the Company is permitted only in dematerialised form. Shareholders may therefore, in their own interest, dematerialise their holdings in physical form, with any one of the Depositories namely National Securities Depository Ltd (NSDL) and Central Depository Services (India) Ltd (CDSL). The ISIN No. for the Equity Shares of the Company is INE465K01016. As on 31<sup>st</sup> March, 2011, 894065 shares representing 16.17% of the Equity Shares stand dematerialised. It may be noted that in respect of shares held in demat form, all the request of shares held in demat form for nomination, change of address, NECS, Bank Mandate and rematerialisation etc. are to be made only to the Depository Participant (DP) of the Shareholders.

(vi) **Registrar & Transfer Agent :**

S.K.Computers (Unit Kalpena Plastiks Ltd.), 34/1A, Sudhir Chetterjee Street, Kolkata – 700 006, Phone : 033 2219 4815/ 6797

(vii) **Share Transfer System :**

Share transfer is done through depositories with no involvement of the Company within a maximum period of 15 days from the date of receipt provided the documents are valid and complete in all respects. All Share transfers are approved by the "Share Holders Grievance Committee". The Company has appointed M/s. S.K.Computers as a common agency for share registry work The Company obtains from a Company Secretary in practice half- yearly certificate of compliance with the share transfer formalities as required under Clause 47 (C) of the Listing Agreement with Stock Exchanges and files a copy of the certificate with the Stock Exchanges.

(viii) **Investor Grievance Redressal System.**

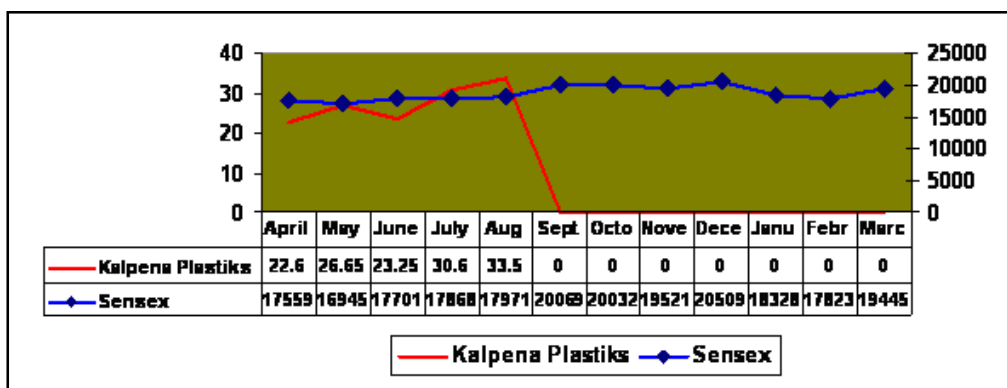
The investor grievances against the company are handled by the Company's RTA, M/s. S.K.Computers, Kolkata, in consultation with the Secretarial Department of the Company. The Registrars have adequate skilled staff with professional qualifications and advance computer systems for speedy redressal of investor's grievances. The total process of settlement of a complaint right from its receipt to disposal is fully computerized to ensure timely settlement. It normally takes 15 days from the date of receipt of complaint for disposal of investor grievances.

## KALPENA PLASTIKS LIMITED

### (ix) Market Price Data :

The shares of the company are currently traded at BSE. The Stock Market data from April 2010 to March 2011 is given below :

Months	Bombay Stock Exchange Limited				
	Monthly High Price	Monthly Low Price	Sensex highest	Sensex lowest	Volume of share traded
Apr-10	24.85	21.4	18047.86	17276.8	6900
May-10	26.7	19.7	17536.86	15960.15	23100
Jun-10	25.35	22.15	17919.62	16318.39	7100
Jul-10	32.2	23.25	18237.56	17395.58	4000
Aug-10	33.5	32.1	18475.27	17819.99	1500
Sep-10	NA	NA	20267.98	18027.12	NA
Oct-10	NA	NA	20854.55	19768.96	NA
Nov-10	NA	NA	21108.64	18954.82	NA
Dec-10	NA	NA	20552.03	19074.57	NA
Jan-11	NA	NA	20664.8	18038.48	NA
Feb-11	NA	NA	18690.97	17295.62	NA
Mar-11	NA	NA	19575.16	17792.17	NA



(x) **Distribution Schedule as on 31.03.2011**

Range	Number of Shareholders		Shares held in each class	
	Number	%	Number	%
Up to 500	18663	99.42	1263850	22.86
501-1000	63	.33	48950	.89
1001-2000	29	.14	40350	.73
2001-3000	7	.04	17855	.32
3001-4000	1	.01	3100	.06
4001-5000	2	.01	9330	.17
5001-10000	1	.01	8000	.14
10001 to 50000	2	.01	37100	.67
50001 to 100000	1	.01	100000	1.80
100001 & above	2	.02	4000000	72.36
<b>Total</b>	<b>18771</b>	<b>100.00</b>	<b>5528535</b>	<b>100.00</b>

(xi) **Share Holding Pattern as on 31.03.2011**

Category	No. of Shares Held	% of holding
Promoter's Holding		
i) Individual / HUF	0.00	0.00
ii) Bodies Corporate	4007300	72.48
<b>Total Promoter's Holdings</b>	<b>4007300</b>	<b>72.48</b>
Non Promoter's Holding		
Mutual Funds / UTI	0.00	0.00
Financial Institutions / Banks	50	0.00
Private Body Corporate	137250	2.48
Indian Public	1383935	25.03
<b>Total Non Promoters Holdings</b>	<b>1521235</b>	<b>27.52</b>
<b>Total</b>	<b>5528535</b>	<b>100%</b>

(xii) **Outstanding GDRs/ ADRs/ Warrants / Convertible Instruments and likely impact on Equity**

As on 31<sup>st</sup> March, 2011, there are no outstanding GDRs, ADRs, convertible warrants or any other instruments convertible into equity shares, issued by the Company.

Address for correspondence by investors :

Investors may contact to ;  
S. K. Computers,  
34/1A, Sudhir Chatterjee Street,  
Kolkata – 700 006  
Ph. No. 033 2219 4815/6797

Alternatively  
Kalpena Plastiks Limited,  
3, Saheed Nityananda Saha Sarani , 2nd Floor  
Kolkata – 700 001

**Declaration regarding Affirmation of Code of Conduct.**

I Jitendra Tiwari, Chairman of Kalpena Plastiks Limited, hereby declare that, all the members of the Board of Directors and Senior Management personnel have affirmed compliance with the Code of Conduct, applicable to them as laid down by the Board of Directors in terms of Clause 49(I)(D)(ii) of the Listing Agreement entered into with Stock Exchanges, for the year ended 31<sup>st</sup> March, 2011.

**Place : Kolkata**  
**Date : 2<sup>nd</sup> September, 2011**

**Sd/- J. Tiwari**  
**Chairman**

KALPENA PLASTIKS LIMITED

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## **AUDITORS' COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE**

To, the Members of  
Kalpena Plastiks Limited

We have examined the compliance of conditions of Corporate Governance by Kalpena Plastiks Limited for the year ended 31<sup>st</sup> March, 2011, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion, and to the best of our information, and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

Kolkata  
Dated : 2nd September, 2011

**For Maloo & Co**  
Chartered Accountants

**(J. L. Maloo)**  
Proprietor  
Membership No. 17649

## AUDITORS' REPORT TO THE MEMBERS

We have audited the attached Balance Sheet of **M/S. KALPENA PLASTIKS LIMITED.** as at 31<sup>st</sup> March, 2011 and also the Profit and Loss Account of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report as follows :

1. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditors Report) (Amendment) Order, 2004 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said order.
2. Further to our comments in the Annexure referred to in paragraph 1 above :
  - (a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from the branches not visited by us.
  - (c) The Balance Sheet and Profit and Loss Account 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 this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
  - (e) On the basis of written representation 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.
  - (f) In our opinion, and to the best of our information and according to the explanations given to us, the said accounts, received together with The Company's Accounting Policies and the notes thereto, give the information required by 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:
    - i) In the case of Balance Sheet, of the state of affairs of the Company as at 31<sup>st</sup> March, 2011; and
    - ii) In the case of Profit and Loss Account, of the Profit of The Company for the year ended on that date.

3, Mangoe Lane,  
Kolkata – 700001

Dated : The 2nd Day of Sptember, 2011  
Place : Kolkat

**For MALOO & CO.**  
**Chartered Accountants.**  
**(J.L.MALOO)**  
PROPRIETOR  
Membership No. 17649



## ANNEXURE TO THE AUDITORS' REPORT

Referred to paragraph 3 of our report of even date on the accounts for the year ended 31<sup>st</sup> March, 2011 of **M/S. KALPENA PLASTIKS LIMITED**.

- (1) According to the information and explanations given to us :
  - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
  - (b) As explained to us, all Fixed Assets have been physically verified by management during the year and there is regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of those assets. No material discrepancies were noticed on such verification.
  - (c) None of the Fixed Assets of the company has been revalued during the year.
- (2) In respect of Inventories :
  - (a) As explained to us, the inventories have been physically verified during the year by the management at regular intervals. In our opinion, the frequency of verification is reasonable.
  - (b) In our opinion and according to the explanation given to us, the procedures of physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
  - (c) The company has maintained proper records of inventory. The discrepancies noticed on physical verification between the physical stocks and the book records were not material having regard to the size of operation of the company and have been dealt with in the Books of Accounts.
- (3)
  - (a) The Company has granted unsecured loans to none of the parties listed in the register maintained under section 301 of the Companies Act, 1956. Maximum amount involved in the transaction is Rs. Nil and the year end balance is Rs. Nil.
  - (b) In our opinion and according to the information and explanation given to us, the rate of interest and other terms and conditions of unsecured loans given by the company are not, prima facie prejudicial to the interest of the Company.
  - (c) According to the information and explanation given to us, receipt of Principal amount and interest are also regular during the year.
  - (d) In respect of loans given by the Company, these are repayable on demand and therefore the question of over-due amount does not arise.
  - (e) The Company has taken unsecured loans from one party listed in the register maintained under section 301 of the Companies Act, 1956. Maximum amount involved in the transaction is Rs. 65,000/- and the year end balance is Nil.
  - (f) In our opinion and according to the information and explanation given to us, the rate of interest and other terms and conditions of unsecured loans taken by the company are not, prima facie prejudicial to the interest of the company.
  - (g) According to the information and explanation given to us, payment of Principal amount and interest Are also regular during the year.
- (4) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the company and the nature of business

with regard to purchase of inventory , fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls systems.

- (5) (a) In our opinion and according to the information and explanations given to us, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
- (b) In our opinion and according to the information and explanations given to us, no transaction made in pursuance of contract or arrangement enter in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of ' 5,00,000.00 in respect of any party during the year have been made at prices which is 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 deposits within the meaning of the provisions of Section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Rules framed there under.
- (7) In our opinion, the company has an Internal Audit System commensurate with the size and nature of its business.
- (8) According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.
- (9) In respect of Statutory Dues :
- (a) The company is regular in depositing with the appropriate authorities undisputed statutory dues including Income tax and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, there are no undisputed amount payable in respect of Income-tax, Wealth Tax, Sales Tax, Excise Duty, Custom Duty, Cess and other statutory dues were in arrears, as at 31<sup>st</sup> March, 2011 for a period of more than six months from the date they become payable.
- (c) As explained to us Provident Fund and Employees State Insurance is not applicable during the year under review.
- (10) The Company does not have accumulated losses at the end of financial year. The Company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (11) In our opinion and according to the information and explanations given to us, the company has not defaulted in the repayment of dues to the financial institutions, bank or debenture holders.
- (12) In our opinion and according to the information and explanations given to us, the company has not granted any loans and advances 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, the provisions of clause 4 (xiii) of CARO, 2003 (As amended) are not applicable to the company.
- (14) The company is not in the business of dealing or trading in shares and securities. In our opinion, proper records have been maintained of the transactions and contracts and timely entries have been made therein. The investment in shares & securities have been held by the company in its own name.

**KALPENA PLASTIKS LIMITED**

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- (15) According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institution.
- (16) In our opinion, the company has not taken any term loan.
- (17) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no fund raised on short term basis have been used for long term investment.
- (18) According to the information and explanations given to us, the company has not made preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- (19) According to the information and explanations given to us, the company has not issued any secured debentures during the period covered by our audit report.
- (20) According to the information and explanations given to us, the company has not raised any money through public issue.
- (21) According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.

3, Mangoe Lane,  
Kolkata – 700001

Dated : The 2nd Day of Sptember, 2011  
Place : Kolkata

**For MALOO & CO.**  
**Chartered Accountants.**

**(J.L.MALOO)**  
PROPRIETOR  
Membership No. 17649

**BALANCE SHEET AS AT 31ST MARCH, 2011**

	SCH.	As at 31.03.2011 Rs.	As at 31.03.2010 Rs.
<b><u>SOURCES OF FUND</u></b>			
<b><u>Shareholder's Fund</u></b>			
Share Capital	1	55285350.00	55285350.00
Reserve & Surplus	2	5080637.66	4356206.51
		<b>60365987.66</b>	<b>59641556.51</b>
<b><u>APPLICATION OF FUND</u></b>			
<b><u>Fixed Assets</u></b>			
Gross Block	3	2343366.00	2114415.00
Less : Depreciation		1359814.00	1302323.00
		983552.00	812092.00
<b><u>Current Assets, Loans &amp; Advances</u></b>			
Inventories (As certified & valued by the Management)	4	2208826.25	12004413.00
Sundry Debtors	5	63920568.50	36194394.50
Cash & Bank Balance	6	6922215.55	20688668.43
Loans & Advances	7	6156425.86	5633148.42
		79208036.16	74520624.35
Less : Current Liabilities & Provisions	8	19915600.50	15811159.84
Net Current Assets		59292435.66	58709464.51
Miscellaneous Expenditure		90000.00	120000.00
		<b>60365987.66</b>	<b>59641556.51</b>

**NOTES ON ACCOUNTS**

13

As per our report of even date attached hereto

3, Mangoe Lane, 2nd Floor  
Kolkata - 700001

For **MALOO & COMPANY**  
Chartered Accountants

For & on behalf of the Board

**J. Tiwari**  
**B. L. Bohara**  
**D. K. Kalwani**

Place : Kolkata

Dated : The 2nd Day of September, 2011

**J.L.Maloo**  
(Proprietor)

Membership No. 17649

**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011**

	SCH.	As at 31.03.2011 Rs.	As at 31.03.2010 Rs.
<b>INCOME :</b>			
<b>Sales</b>			
Gross Turnover		188601697.75	1025424613.25
Less : Excise Duty		<u>1256741.00</u>	<u>40849687.00</u>
Net Turnover		187344956.75	984574926.25
Other Income	9	3680250.67	185347.00
Increase / (Decrease) in Inventories	10	248366.25	0.00
		<u><b>191273573.67</b></u>	<u><b>984760273.25</b></u>
<b>EXPENDITURE :</b>			
Purchase of Trade Goods		0.00	535189866.00
Carriage Inwards		<u>0.00</u>	<u>2389800.00</u>
Raw Materials Consumed	11	183414336.00	433790440.37
Manufacturing and Other Expenses	12	6779015.52	12240082.24
Preliminary Expenses Written Off		30000.00	30000.00
Depreciation		57491.00	99719.00
Interest		0.00	1243.00
		<u><b>190280842.52</b></u>	<u><b>983741150.61</b></u>
<b>NET PROFIT BEFORE TAX</b>		992731.15	1019122.64
Less : Provision for Income Tax		<u>268300.00</u>	<u>170435.00</u>
<b>NET PROFIT AFTER TAX</b>		724431.15	848687.64
Balance brought forward from last year		2356206.51	1507518.87
Balance carried to Balance Sheet		<u><b>3080637.66</b></u>	<u><b>2356206.51</b></u>

**NOTES ON ACCOUNTS** 13

As per our report of even date attached hereto

3, Mangoe Lane, 2nd Floor  
Kolkata - 700001

For **MALOO & COMPANY**  
Chartered Accountants

For & on behalf of the Board

J. Tiwari  
B. L. Bohara  
D. K. Kalwani

Place : Kolkata

**J.L.Maloo**  
(Proprietor)

Dated : The 2nd Day of September, 2011

Membership No. 17649

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2011

	As at 31.03.2011 Rs.	As at 31.03.2010 Rs.
<b>DESCRIPTION :</b>		
<b>A. Cash Flow From Operating Activities :-</b>		
Net Profit before tax	992,731	1019122.00
<b>Adjustments For :-</b>		
Depreciation	57,491	99719.00
Interest	-	1243.00
Interest Income	(179,974)	(185097.00)
Dividend Received	-	(250.00)
Miscellaneous Expenses W/off	30,000	-
Rent Received	(45,000)	-
Speculation Profit	(3,455,277)	0.00
	(2,600,029)	934737.00
Opening Profit before Working Capital changes		
<b>Working Capital Changes</b>		
(Increases) / Decrease in Sundry Debtors	(27,726,174)	(25451950.00)
(Increases) / Decrease in Inventories	9,795,587	58898.00
(Increases) / Decrease in Loans & Advances	(505,278)	(506588.00)
Increases / (Decrease) in Sundry Creditors	3,836,141	(4808519.00)
	(17,199,754)	(29773422.00)
<b>Cash generated from operations</b>		
Income Tax & FBT paid	(17,999)	(382647.00)
<b>Net Cash Flow From Operating Activities A :</b>	(17,217,753)	(30156069.00)
<b>B. Cash Flow From investing Activities :-</b>		
Purchase of Fixed Assets	(228,951)	(513487.00)
Dividend	-	250.00
Interest Received	179,974	185097.00
Rent Received	45,000	0.00
Speculation Profit Received	3,455,277	0.00
	3,451,300	(328140.00)
<b>Net Cash Flow From Investing Activities B :</b>		
<b>C. Cash Flow from Finance Activities</b>		
Interest Paid	-	(1243.00)
Increase in Capital	-	32600350.00
Misc. Expenditure	-	(120000.00)
	-	32479107.00
<b>Net Cash Flow from Finance Activities C :</b>		
<b>D. NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)</b>	(13,766,453)	1,994,898.00
<b>CASH &amp; CASH EQUIVALENTS, beginning of the year</b>	20,688,668	18,693,770.00
<b>CASH &amp; CASH EQUIVALENTS, end the year</b>	<b>6,922,215</b>	<b>20,688,668.00</b>
<b>(Refer note 2 below)</b>		

**NOTE :**

- 1) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statement issued by the Institute of Chartered Accountants of India.
- 2) Cash and Cash equivalents as at the end of March,2011
- 3) Previous Year's figures has been regrouped wherever necessary.

3, Mangoe Lane, 2nd Floor  
Kolkata - 700001

For **MALOO & COMPANY**  
Chartered Accountants

For & on behalf of the Board

**J. Tiwari**  
**B. L. Bohara**  
**D. K. Kalwani**

Place : Kolkata

**J.L.Maloo**  
(Proprietor)

Dated : The 2nd Day of September, 2011

Membership No. 17649

SCHEDULE ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2011 & THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE

As at 31.03.2011 Rs. As at 31.03.2010 Rs.

**SCHEDULE - "1"**

**Share Capital**

**Authorised Capital**

8000000 equity shares of Rs.10/- each	80000000.00	80000000.00
	<u>80000000.00</u>	<u>80000000.00</u>

**Issued, Subscribed & Paid Up**

5528535 Equity shares of Rs.10/- each	55285350.00	55285350.00
fully paid up in cash		
(Previous Yr. 5528535 Equity Share)		
	<u>55285350.00</u>	<u>55285350.00</u>

**SCHEDULE - "2"**

**Reserve & Surplus**

Capital Reserve	2000000.00	2000000.00
Profit & Loss Account	3080637.66	2356206.51
	<u>5080637.66</u>	<u>4356206.51</u>

**SCHEDULE - "3"**

**Fixed Assets**

Description of Assets	Rate of Depreciation	GROSS BLOCK				DEPRECIATION			NET BLOCK	
		As at 01.04.2010	Additions during the Year	Deduction during the Year	As at 31.3.2011	Upto 1.4.2010	For The Year	Upto 31.03.011	As at 31.03.11	As at 31.03.10
Plant & Machinery	4.75%	738487.00	0.00	0.00	738487.00	76533.00	35079.00	111612.00	626875.00	661954.00
Furniture & Fixture	6.33%	930954.00	28635.00	0.00	959589.00	930954.00	99.00	931053.00	28536.00	0.00
Office Equipment	4.75%	358875.00	0.00	0.00	358875.00	270296.00	17047.00	287343.00	71532.00	88579.00
Electrical Installation	4.75%	86099.00	0.00	0.00	86099.00	24540.00	4090.00	28630.00	57469.00	61559.00
Computer	16.21%	0.00	58116.00	0.00	58116.00	0.00	1176.00	1176.00	56940.00	0.00
Capital Work-in-Progress		0.00	142200.00	0.00	142200.00	0.00	0.00	0.00	142200.00	0.00
<b>Grand Total</b>		2114415.00	228951.00	0.00	2343366.00	1302323.00	57491.00	1359814.00	983552.00	812092.00
Previous Year		1600928.00	513487.00	0.00	2114415.00	1202604.00	99719.00	1302323.00	812092.00	398324.00

## KALPENA PLASTIKS LIMITED

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### SCHEDULE ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH , 2011 & THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE

	As at 31.03.2011 Rs.	As at 31.03.2010 Rs.
<b><u>SCHEDULE - "4"</u></b>		
<b>Inventories</b>		
(Stock as per Inventories taken valued and certified by the Mangement)		
Raw materials	1831476.00	6194005.00
Finished Goods	377350.25	128984.00
Goods in Transit	0.00	5681424.00
	<u>2208826.25</u>	<u>12004413.00</u>
<b><u>SCHEDULE - "5"</u></b>		
<b>Sundry Debtors</b>		
(Unsecured & Considered good)		
Outstanding for the period Exceeding Six Months	34,400.00	34,400.00
Others	63886168.50	36159994.50
	<u>63920568.50</u>	<u>36194394.50</u>
<b><u>SCHEDULE - "6"</u></b>		
<b>Cash &amp; Bank Balance</b>		
Cash in Hand (as certified by the management)	300218.15	100551.65
Bank Balances with schduled bank In Current Account	4246911.40	18375005.78
In Fixed Deposit Account	2375086.00	2213111.00
	<u>6922215.55</u>	<u>20688668.43</u>
<b><u>SCHEDULE - "7"</u></b>		
<b>Loans &amp; Advances</b>		
<b>Advances</b>		
(Recoverable in Cash or in Kind for value to be received)		
Central Excise Duty Receivable	44180.00	0.00
VAT Receivable	64557.86	0.00
Advances to Staff	73687.00	141357.00
Advance & Self Asst Tax	3027867.00	3027867.00
Advance Fringe Benefit Tax	19391.00	19391.00
Tax Deducted at Sources	274339.00	256340.00
Advance to Suppliers	2170244.00	1658181.00
Deposits	482160.00	362160.00
Prepaid Expenses	0.00	167852.42
	<u>6156425.86</u>	<u>5633148.42</u>



**SCHEDULE ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH , 2011  
& THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE**

	As at 31.03.2011 Rs.	As at 31.03.2010 Rs.
<b>SCHEDULE - "8"</b>		
<b>Current Liabilities &amp; Provisions</b>		
<b>Current Liabilities</b>		
<b>Sundry Creditors</b>		
Micro, Small & Medium Enterprises *	-	-
Others	16229585.50	11616241.70
Statutory Liability	39175.00	898265.14
Outstanding Liabilities	199005.00	117118.00
<b>Provisions</b>		
Provision for Income tax	3431066.00	3162766.00
Provision for FBT	16769.00	16769.00
	<u>19915600.50</u>	<u>15811159.84</u>

\* Refer Note No. To Schedule 13

**SCHEDULE - "9"**

**Other Income**

Dividend Received	0.00	250.00
Interest Received	179974.00	185097.00
Speculation Profit	3455276.67	0.00
Rent Received	45000.00	0.00
Profit from sale of shares	0.00	0.00
	<u>3680250.67</u>	<u>185347.00</u>

**SCHEDULE - "10"**

**Increase / (Decrease) in Inventories**

**Closing Stock**

Finished Goods	377350.25	128984.00	
Trade Goods	<u>0.00</u>	<u>377350.25</u>	<u>0.00</u>

**Opening Stock**

Finished Goods	128984.00	128984.00	
Trade Goods	<u>0.00</u>	<u>128984.00</u>	<u>0.00</u>
		<u>248366.25</u>	<u>128984.00</u>
			<u>0.00</u>

**SCHEDULE - "11"**

**Raw Materials Consumed**

Opening Stock of Material	6194005.00	9603818.00
Purchase during the year	179051807.00	430380627.37
Less : Closing Stock	<u>1831476.00</u>	<u>6194005.00</u>
Consumption during the year	<u>183414336.00</u>	<u>433790440.37</u>

**SCHEDULE ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH , 2011  
& THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE**

	As at 31.03.2011 Rs.	As at 31.03.2010 Rs.
<b>SCHEDULE - "12"</b>		
<b>Administrative &amp; Other Expenses</b>		
Salary, Bonus etc.	1394614.15	1101030.00
Staff Welfare	18879.00	23333.50
Labour Charges	715861.50	4241214.50
Power & Fuel	1107200.00	
Advertisement	29241.00	28898.00
Auditor's Remuneration:-		
As a Audit Fees	30000.00	25000.00
As a Tax Audit Fees	10000.00	15000.00
In other Capacity	0.00	4000.00
	<u>40000.00</u>	<u>4000.00</u>
Bank & L.C.Charges	362364.00	1351958.11
Travelling & Conveyance	38973.00	35132.50
Insurance Charges	188520.42	212682.58
Electricity Charges	29274.00	441245.00
Filling Fees	7702.00	14220.00
General Expenses	37404.35	21273.00
Late Fees	12005.00	0.00
Listing Fees	28126.50	628385.05
Legal & Professional Charges	421995.00	171673.50
Office Maintenance	17025.00	49943.00
Postage & Telegram	167903.60	331688.50
Printing & Stationary	67328.00	107926.00
Rent	12000.00	6000.00
Repair & Maintenance		
To Machinery	0.00	3656.00
To Other Assets	700.00	6192.00
	<u>700.00</u>	<u>6192.00</u>
Rates & Taxes	7346.00	9050.00
Telephone & Telex Expenses	26051.00	60767.00
Carriage Outward	68400.00	1902600.00
Loading & Unloading Charges	120806.00	627019.00
Membership & Subscription	11030.00	8000.00
Godown & Warehousing Charges	1848266.00	812195.00
	<u>6779015.52</u>	<u>12240082.24</u>

**SCHEDULES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2011  
AND THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED AS ON THAT DATE.**

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**Schedule: '13'**

Accounting Policies & Notes to Accounts

1. Significant Accounting Policies :

i) These accounts have been prepared under the historical cost convention and on the basis of going concern. All expenses and income to the extent considered payable and receivable respectively, unless stated otherwise, have been accounted for on mercantile basis.

ii) Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation. The cost of acquisition comprises purchase price inclusive of duties (Net of Cenvat), taxes, incidental expenses, erection/ commissioning etc. upto the date the assets are put to use.

iii) Depreciation:

(a) Depreciation on Fixed Assets is provided on straight line method at rates as specified in Schedule XIV to the Companies Act, 1956.

(b) Depreciation on Fixed Assets added/disposed off during the period is provided on prorata basis with reference to the date of addition/ disposal.

iv) Inventories:

Finished goods are valued at cost or net realizable value whichever is lower.

v) Taxes on Income:

Deferred Taxes: the Company has unabsorbed carry forward losses/ depreciation available for set-off under the Income Tax Act, 1961. However, in view of present un-certainty regarding generation of sufficient future income, net deferred tax assets at the year end including related credits / charge for the year have not been recognized in these accounts on prudent basis.

2. Contingent Liabilities:

Contingent Liabilities are not provided for in respect of Lease Rent amounting to Rs. 90,675/-

3. We have recorded all known liabilities in the financial statements. The company has not received any intimation from 'suppliers' regarding their status under the Micro Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid / payable as required under this Act have not been given.

4. Information pursuant the provisions of paragraphs 3, 4C, 4D of Part –II of Schedule VI of the Companies Act, 1956:

(a) Licensed Capacity, installed capacity & Production:

Unit Daman:

Licensed Capacity	N.A.	N.A.
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b)

Production, Sale and Closing Stock of goods manufactured

	Unit Qty.	Openig Stock	Production	Sale	Closing Stock
Cosmetic Jewellery	Pcs.	140200	—	—	140200
		(140200)	—	—	(140200)
	Value in Rs.	128984	—	—	128984
		(128984)	—	—	(128984)
Hawaai Chappal	Pairs	—	764850	764850	—
		—	(5547330)	(5547330)	—
	Value in Rs.	—	—	32833770.00	—
		—	—	(206574810)	—
Plastic Colour Granuels	MT	—	1922.65	1922.65	—
		—	(3963.30)	(3963.30)	—
	Value in Rs.	—	—	140696968.75	—
		—	—	(238889647.50)	—
Plastic Colour Powder	MT	—	21.65	21.65	—
		—	—	—	—
	Value in Rs.	—	—	1612925.00	—
		—	—	—	—
PE Compound	MT	—	50	50	—
		—	—	—	—
	Value in Rs.	—	—	4300000.00	—
		—	—	—	—
PVC Compound	MT	—	135.35	131.225	4.125
		—	—	—	—
	Value in Rs.	—	—	7901293.00	248366.25
		—	—	—	—

c) Value of import on CIF basis

	2010-11	2009-2010
i) Raw Materials	—	—
ii) Expenditure in Foreign Currency (on cash basis)	Nil	Nil

d) Raw Materials, Components, and Spares Consumed

Particulars	2010-11			2009-10		
	Raw Materials & Components	%	Spares	%	Raw Materials & Components	%
Imported at Landed Cost	166157243.00	90.59	Nil	Nil	421770040.37	97.23
Indigenous	17257093.00	9.41	Nil	Nil	12020400.00	2.77
	183414336.00	100			433790440.37	100

## KALPENA PLASTIKS LIMITED

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e) Traded Goods	Opening Stock	Purchase	Sales	Closing stock
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5. The break up of deferred tax assets and deferred tax liabilities are as given below:				
Deferred Tax Assets (Not provided)		<u>31.03.2011</u>		<u>31.03.2010</u>
Differences in Depreciation and other differences in block of Fixed Assets as per tax books and financial books		71957.00		98,522.00
6. Estimated amount of contracts remaining				
To be executed on capital account not provided for		—		—
7. In accordance with Accounting Standard (AS-20) on 'Earning Per Share' (EPS) computation of basic and diluted earning per share is as under:				
		<u>2010-11</u>		<u>2009-10</u>
Net profit for basic earnings per share as per Profit and Loss Account		992731.15		1019122 .64
i) Adjustment for the purpose of diluted earnings per share				
Exchange gain on realignment of ZCCB and Conversion rate difference				
Less: Tax effect		268300.00		170435.00
Net Profit for diluted earnings per share		724431.15		848687.64
ii) Weighted Average number of Equity				
iii) Shares for calculation of basic and diluted earning per share (Face Value of Rs. 10/- per share)				
(a) Basic earnings per share		5528535		3083509
(b) Diluted earnings per share		5528535		3083509
iv) Earning per Share				
a) Basic		0.13		0.28
b) Diluted		0.13		0.28

## KALPENA PLASTIKS LIMITED

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### 8. Related party disclosures:

Related party disclosures as required under Accounting Standard 18 (AS-18) on "Related Party Disclosures" issued by the Institute of Chartered Accountants of India (ICAI) are given below:

i) Subsidiary Company	None		
ii) Associated Concerns:	None		
iii) Key Management Personnel			
a) Mr. B. L. Bohara, Director			
b) Mr. Mohan Kumar Tiwary, Director			
c) Mr. Kashi Nath Agarwal, Director			
d) Mr. Jitendra Tiwari, Director			
e) Mr. Deo Kishan Kalwani , Director			
iv) Transaction & out standing Balance	<u>2010-11</u>	<u>2009-10</u>	
a) Transactio Loan From Director	65000.00	None	
b) Out Standing Balances as on 31.03.2011	None	None	

### 9. Figures of the Previous year have been regrouped / rearranged wherever necessary.

All amounts have been rounded off to nearest rupees.  
In term of our report of even date annexed herewith.

For **Maloo & Company**  
Chartered Accountants  
**(J. L. Maloo)**  
Proprietor  
Membership No. 300/17649  
Dated : The 2nd Day fo September, 2011

For & on behalf of the board  
**J. Tiwari**  
**B. L. Bohara**  
**D. K. Kalwani**

**ABSTRACT OF BALANCE SHEET AS AT 31.3.2011 AND COMPANY'S GENERAL BUSINESS PROFIT AS PER PART- IV OF SCHEDULE- VI (AMENDED) TO THE COMPANIES ACT, 1956**

**I. REGISTRATION DETAILS :**

Registration No. L2200WB1989PLC047702 State Code : 21  
Balance Sheet Date 31st March, 2011

**II. CAPITAL RAISED DURING THE YEAR : ( Amt. in Rs.)**

Public Issue	Nil	Right Issue	Nil
Bonus Issue	Nil	Private Placement	132

**III. POSITION OF MOBILISATION AND DEVELOPMENT OF FUNDS :**

Total Liabilities :	80281588.16	Total Assets :	80281588.16
<u>SOURCES OF FUND</u>	<u>Amount</u>	<u>APPLICATION OF FUND</u>	<u>Amount</u>
Paid up Capital	55285350	Net Fixed Assets	983552.00
Reserves & Surplus	5080637.66	Investments	Nil
Secured Loans	Nil	Net Current Assets	59292435.66
Unsecured Loan	Nil	Misc.Expenditure	90000.00
		Accumulated Losses	Nil

**IV. PERFORMANCE OF THE COMPANY( Amt. in Rs.)**

Turnover	187344956.75	Total Expenditure	190280842.52
Other Income	3680250.67	Profit/Loss After Tax	724431.15
Profit/Loss Before Tax	992731.15	Dividend Rate	Nil
Earning per share (in Rs.)	0.13		

**V. GENERAL NAME OF THE PRODUCTS OF THE COMPANY**

(As per monetary terms)

Item Code No.

(ITC Code)

Not Available

Products Description

Trading and Manufacturing in Plastic  
Compound and Hawaii Chappals

**For and on behalf of the Board**

**J. Tiwari**

**B. L. Bohara**

**D. K. Kalwani**

DATED : The 2nd day of September, 2011

## KALPENA PLASTIKS LIMITED

Registered Office: 3, Saheed Nityananda Saha Sarani, Kolkata – 700 001

### ATTENDANCE SLIP

Shareholder	DP ID*	Client ID*	Folio	No. of Shares held
Proxy				

I hereby record my presence at the 22nd Annual General Meeting of the company to be held at 3, Saheed Nityananda Saha Sarani, Kolkata - 700 001, on Friday, the 30th day of September, 2011 at 10:00 A.M. and at any adjournment thereof.

Member's/ Proxy's Name

Member's/Proxy's Signature

Notes:-

1. Please sign this attendance slip and hand it over at the attendance counter at the entrance of the Meeting Hall. Joint holders may obtain additional attendance slip on request.
2. This attendance is valid only in case shares are held on the date of the meeting.

\* Applicable for Investors holding shares in Electronic form.

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## KALPENA PLASTIKS LIMITED

Registered Office: 3, Saheed Nityananda Saha Sarani, Kolkata - 700 001

### PROXY FORM

DP ID*	Client ID*	Folio	No. of shares held

I/We \_\_\_\_\_ of \_\_\_\_\_  
being a member / members of KALPENA PLASTIKS LIMITED hereby appoint \_\_\_\_\_  
\_\_\_\_\_ of \_\_\_\_\_ or failing  
him \_\_\_\_\_ as my/our proxy to attend and vote for  
me /us and on my/our behalf at the 22nd Annual general meeting of the company to be held on Friday, the  
30th day of September, 2011, at 10:00 A.M. at 3, Saheed Nityananda Saha Sarani, Kolkata - 700 001, and at  
any adjournment thereof. As witness my/our hand (s) this ..... Day of ..... 2011.

Signature by the said \_\_\_\_\_

Affix Revenue Stamp of Rs. 1/-.

Notes:-

1. The Proxy need not be a member.
2. 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.
3. Proxy cannot speak at the meeting or vote on a show of hands.

\* Applicable for Investors holding shares in Electronic form.