

BOARD OF DIRECTORS

Mr. ASHOK B. HARJANI
CHAIRMAN & MANAGING
DIRECTOR

Mr. LOKESH P. HARJANI
EXECUTIVE DIRECTOR

Mr. RAJESH M. MAHTANI
INDEPENDENT DIRECTOR

Mr. DEVENDRA K. SHAH
INDEPENDENT DIRECTOR

STATUTORY AUDITORS

S. P. JAIN & ASSOCIATES

INTERNAL AUDITORS

P. V. KAKARIA & CO.

BANKERS

HDFC BANK LIMITED
STATE BANK OF INDIA

REGISTERED OFFICE

"PREMCO HOUSE",
A/26, MIDC,
STREET NO. 3,
ANDHERI (EAST),
MUMBAI 400 093.
TEL. NO. : 091-022-2822 3232 / 3085 5000
FAX. NO. : 091-022-2835 1812
E-mail : admin@premcoglobal.com

REGISTRAR & TRANSFER AGENTS

BIG SHARE SERVICES PVT. LTD.,
E-2/3, ANSA INDUSTRIAL ESTATE, SAKIVIHAR RD.,
SAKI NAKA, ANDHERI (E), MUMBAI – 400 072.
TEL. : 091-022-2847 0652 / 53, 4043 0200
FAX: 091-022-2847 5207.
E-mail: investor@bigshareonline.com
Website : www.bigshareonline.com

WORKS :

PLOT NO. - 41, DIWAN & SONS
INDUSTRIAL ESTATE,
ALIYALI VILLAGE, DIST. THANE
PALGHAR, MAHARASHTRA.

8, MAROL UDYOG PREMISES,
STEELMADE INDUSTRIAL ESTATE,
MAROL - MAROSHI ROAD,
ANDHERI (E), MUMBAI – 400 059.

PLOT NO. - 202/2,
OLD CHECK POST,
DADRA & NAGAR HAVELI,
UNION TERRITORY.

C/O. AKAY FILTIPS PVT. LTD.
PLOT NO. A-2/23/24,
GIDC, SILVASSA ROAD,
NEAR NATHANI PAPER MILLS, VAPI - 396 195.

CONTENTS

	PAGE NO.
BOARD OF DIRECTORS	1
NOTICE	2
DIRECTORS' REPORT	4
MANAGEMENT DISCUSSION AND ANALYSIS REPORT	6
REPORT ON CORPORATE GOVERNANCE	7
COMPLIANCE CERTIFICATE	11
AUDITORS' REPORT	14
BALANCE SHEET	16
PROFIT PROFIT & LOSS ACCOUNT	17
CASH FLOW STATEMENT	18
NOTES TO THE FINANCIAL STATEMENTS	19
FINANCIAL HIGHLIGHTS	37
PROXY FORM	

NOTICE

NOTICE is hereby given that the 28th ANNUAL GENERAL MEETING of the Shareholders of PREMCO GLOBAL LIMITED will be held on 18th September 2012 at 9.30 A.M. at "Premco House", A/26, M.I.D.C., Street No. 3, Andheri (E), Mumbai to transact the following business:

ORDINARY BUSINESS

1. To receive, consider, and adopt the Audited Balance Sheet as at 31st March, 2012 and the Audited Profit and Loss Account for the year ended 31st March, 2012 and the Report of the Directors and the Auditors of the Company.
2. To declare dividend for the financial year ended 31st March 2012.
3. To appoint a Director in place of Mr. Rajesh M. Mahtani, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint M/s S.P. Jain & Associates, the retiring Auditors for the financial year 2012-2013 and to fix their remuneration.

SPECIAL BUSINESS

- 5) To Consider and if, thought fit, to pass with or without modification, the following resolution as a Special Resolution.

"RESOLVED THAT as recommended by Remuneration Committee and pursuant to the provisions of Sections 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956, including Schedule XIII to the said Act as amended up-to-date, consent and approval be and is hereby accorded to the appointment of and the remuneration being paid or provided to Mr. Ashok B. Harjani as Managing Director of the Company for a period of three years with effect from 01st April, 2012 at a remuneration not exceeding Rs. 1.50 Lacs per month including perquisites and on the terms and conditions set out in draft Letter of appointment a copy whereof initialed by Mr. Lokesh P. Harjani, Executive Director of the Company, for the purpose of identification has been placed before this Meeting, which draft Letter of appointment is hereby specifically approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary or increase the remuneration in the said draft Letter of appointment to the extent the Board of Directors may consider appropriate and as may be permitted or authorised in accordance with any provision under the Act for the time being in force provided, however, that the remuneration payable to Mr. Ashok B. Harjani shall be within the limits set out in the said Act including the said Schedule XIII to the Act or any amendments thereto or any modification(s) or statutory re-enactment(s) thereof and / or any rules or regulations framed thereunder and the terms of the aforesaid Letter between the Company and Mr. Ashok B. Harjani shall be suitably modified to give effect to such variation or increase as the case may be.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the Company during the term of Mr. Ashok B. Harjani's office as Managing Director, the remuneration set out in the aforesaid draft Letter of appointment be paid or granted to Mr. Ashok B. Harjani as minimum remuneration

provided that the total remuneration by way of salary and other allowances shall not exceed the ceiling provided in Section II A of Part II of Schedule XIII to the said Act or such other amount as may be provided in the said Schedule XIII as may be amended from time to time or any equivalent statutory re-enactment(s) thereof".

- 6) To Consider and if, thought fit, to pass with or without modification, the following resolution as a Special Resolution.

"RESOLVED THAT as recommended by Remuneration Committee and pursuant to the provisions of Sections 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956, including Schedule XIII to the said Act as amended up-to-date, consent and approval be and is hereby accorded to the appointment of and the remuneration being paid or provided to Mr. Lokesh P. Harjani as Executive Director of the Company for a period of three years with effect from 01st April, 2012 at a remuneration not exceeding Rs. 0.75 Lacs per month including perquisites and on the terms and conditions set out in draft Letter of appointment a copy whereof initialed by Mr. Ashok B. Harjani, Managing Director of the Company, for the purpose of identification has been placed before this Meeting, which draft Letter of appointment is hereby specifically approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to vary or increase the remuneration in the said draft Letter of appointment to the extent the Board of Directors may consider appropriate and as may be permitted or authorised in accordance with any provision under the Act for the time being in force provided, however, that the remuneration payable to Mr. Lokesh P. Harjani shall be within the limits set out in the said Act including the said Schedule XIII to the Act or any amendments thereto or any modification(s) or statutory re-enactment(s) thereof and / or any rules or regulations framed thereunder and the terms of the aforesaid Letter between the Company and Mr. Lokesh P. Harjani shall be suitably modified to give effect to such variation or increase as the case may be.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the Company during the term of Mr. Lokesh P. Harjani's office as Executive Director, the remuneration set out in the aforesaid draft Letter of appointment be paid or granted to Mr. Lokesh P. Harjani as minimum remuneration provided that the total remuneration by way of salary and other allowances shall not exceed the ceiling provided in Section II A of Part II of Schedule XIII to the said Act or such other amount as may be provided in the said Schedule XIII as may be amended from time to time or any equivalent statutory re-enactment(s) thereof".

BY ORDER OF THE BOARD OF DIRECTORS
LOKESH P. HARJANI
DIRECTOR

Regd. Office :

"Premco House",
A/26, M.I.D.C., Street No. 3,
Andheri (East), Mumbai - 400 093.
Date: 19th May 2012.

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 a proxy need not be a member of the company.
2. The proxy form, duly completed and stamped, must reach the Registered office of the Company not less than 48 hours before the time of holding the aforesaid meeting
3. The Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 is attached and forms part of this Notice.
4. Members are requested to notify the change, if any, in their address, to the Registrar & Share Transfer Agents of the Company.
5. The Register of Members and Share Transfer Register of the Company will remain closed from Wednesday the 12th September, 2012 to Tuesday, the 18th September, 2012 (both the days inclusive).
6. Re-appointment of Rajesh M. Mahtani, Independent Director : (in pursuance of clause 49 of the listing agreement) He retires by rotation and being eligible offers himself for re-appointment.
 - i) Name : Rajesh M. Mahtani
 - ii) Age : 41
 - iii) Nationality: Indian
 - iv) Date of Appointment on Board :30.12.2005
 - v) Shareholding: Nil
 - vi) Capacity: Independent Director
 - vii) Qualification: B Com, ICW Diploma in Advance Costing Technique
 - viii) Expertise in specific functioning Area: Export / Import Sourcing
 - ix) Other Directorships: No
7. All documents referred to in the accompanying Notice are open for inspection at the Registered office of the Company during office hours on all working days except for Sundays between 9.30 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.
8. Registrar and Transfer Agents
Our RTA, Big Share Services Private Limited launched Gen-Next Investor Interface Module "iBoss" the most advanced tool to interact with investors. Please login to iBoss (www.bigshareonline.com) and help them serve you better.

(For share transfers and other communication relating to share certificates, dividend and Change of address)

Big Share Services Pvt. Ltd.,
E-2/3, Ansa Industrial Estate,
Sakivihar Road, Saki Naka
Andheri (E), Mumbai – 400 072.
Tel. No. : 091-022-2847 0652/53/40430200
Fax No. : 091-022-28475207
E-mail : investor@bigshareonline.com
Contact: Shri Ansaar S

EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

ITEM NOS. 5 & 6

The Board of Directors at its Meeting held on 19th May, 2012 has decided to appoint Mr. Ashok B. Harjani, Mr. Lokesh

P.Harjani, Managing Director & Executive Director respectively for a period of 3 years w .e. f. 01st April, 2012 based on the recommendation of Remuneration committee.

As the Members are aware Mr. Ashok B. Harjani is a Promoter, Chairman & Managing Director of the Company and under his able guidance and direction the Company has progressed. He normally looks after Sales Marketing (Local & Export) , Expertise in production related matter and also overall administration of the Company. He has vast experience of over 35 years in the textile industry .

Mr. Lokesh P. Harjani is as Promoter, Executive Director of Company and having vast experience in the industry. He is mainly Expertise in specific functioning area looking after Sales Marketing in Export and Production related matter .

The detailed terms and conditions regarding remuneration to be paid to them are given below which is as per Section 198, 269, 309 read with Schedule XIII of the Companies Act, 1956.

Name of the Director	Designation	Monthly Remuneration not Exceeding Amount (Rs. In Lacs) Including Perquisites
Ashok Harjani	Managing Director	1.50
Lokesh P. Harjani	Executive Director	0.75

- 2) Leave:
As per the Rules and regulations of the Company. Where in any financial year, during the tenure of Managing Director and Executive Directors, the Company has no profit or its profits are inadequate, the Company will pay remuneration not exceeding the limits specified under Section II of Part II of Schedule XII to the Companies Act, 1956.
- 3) Other Conditions:
For all other terms and conditions not specifically spelt out above, the Rules and Order of the Company shall apply.
- ii. The Managing Director and Executive Directors, hold office as such, subject to the provisions of Section 283(1) of the Companies Act, 1956.

The Explanatory Statement together with the accompanying Notice should be treated as an abstract of the terms of the Agreement of concern or interest under Section 302 of the Companies Act, 1956.

These appointment have been made under Schedule XIII in part II in Section II (1) (A) (i) of the Companies Act, 1956.

The Directors recommend the Special Resolutions at item Nos. 5 & 6 for acceptance by the Members. None of the directors except Mr. Ashok Harjani & Mr. Lokesh Harjani are concerned or interested in passing the said resolution.

BY ORDER OF THE BOARD OF DIRECTORS
LOKESH P. HARJANI
DIRECTOR

Regd. Office :

"Premco House",
A/26, M.I.D.C., Street No. 3,
Andheri (East), Mumbai - 400 093.
Date: 19th May 2012.

DIRECTORS' REPORT

To,
The Members,

The Directors have pleasure in presenting the 28th Annual Report and Audited accounts for the financial year ended 31st March 2012.

FINANCIAL RESULTS

	2011-2012 Rs. In Lacs	2010-2011 Rs. In Lacs
Profit before Interest & Depreciation	314.99	389.84
Less : Depreciation	103.57	101.20
Interest	101.52	91.98
Profit before Tax	<u>109.90</u>	<u>196.66</u>
Provision for		
- Current Tax	47.00	44.00
- Deferred Tax	2.77	22.78
- Provision	(0.97)	(5.67)
Net Profit after Tax	61.09	135.55
Surplus available for appropriation	<u>61.09</u>	<u>135.55</u>
Appropriation :		
Proposed Dividend	35.53	35.53
Tax on Proposed dividend	5.77	5.77
General Reserve	19.80	94.25
Balance carried to Balance Sheet	0.00	0.00
	<u>61.09</u>	<u>135.55</u>

OPERATIONS

During the year under review turnover of the company stand at Rs.3,377.04 Lacs (P.Y. Rs. 4,311.26 Lacs). The profit before Interest, Depreciation and Tax at Rs. 314.99 Lacs (P. Y. Rs. 389.84 Lacs). Net profit during the year is Rs.61.09 Lacs (P.Y. Rs. 135.55 Lacs).

The management continues to pursue its efforts to further improve its capacity utilization, operating efficiencies and cost competitiveness to improve its performance in the coming year through increase in Turnover, improved domestic market and strong inroads on export front along with appropriate restructuring of products and procedures.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The same is enclosed in Annexure A to this report.

DIVIDEND

Your Directors are pleased to recommend payment of Dividend @ 12 % .Total cash outflow on account of this dividend payment including distribution tax will be Rs.41.30 Lacs.The Dividend after approval by the shareholders at the forthcoming AGM will be paid to the eligible shareholder before 3rd October, 2012.

PERSONNEL

The particulars required to be furnished under the provisions of section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended, are not furnished as there were no employees covered under the said category.

CORPORATE GOVERNANCE

As required by Clause 49 of the listing agreement, Corporate Governance Report is attached as Annexure B to this report. Certificate of the Auditors regarding compliance of the conditions of the Corporate Governance as stipulated in Clause 49 of the Listing Agreement of the Stock Exchange is also attached and forms part of Annexure B.

DIRECTORS

Mr. Rajesh M. Mahtani Retires by rotation and you are requested to reappoint him as Non Executive Independent Director.

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your directors make the following statement in terms of Section 217(2AA) of the Companies Act, 1956, the Directors of the Company hereby state and confirm that:

- (i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations relating to material departures;
- (ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- (iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies 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.

ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE

Information in accordance with the provisions of section 217 (1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of Energy, Technology absorption and Foreign Exchange earnings and outgo are given below:

Conservation of Energy

The Company is not a major user of energy. Due to increase in capacity utilization and expansion of new factory unit at Vapi the energy consumption in absolute units and value have increased vis-a-vis earlier years. However, the measures taken up by the Company have resulted in improvement and saving of power. Regular preventive maintenance is carried out and this has enhanced productivity and efficiency of the equipments resulting in considerable power saving. Power to all major equipment and lighting in work-areas is put off when not required.

The required data in Form 'A' to conservation of energy as applicable to our industry is furnished below:

	2011-2012	2010-2011
Electricity		
Purchased (units in '000)	2272.54	2767.96
Total Amount (Rs. in Lacs)	112.85	120.13
Rates/Unit (in Rs.)	4.97	4.34
Diesel		
Purchased (Liters in '000)	35.07	30.19
Total Amount (Rs. in Lacs)	15.22	12.16
Rates/Liters (in Rs.)	43.40	40.27

Technology Absorption and Research and Development

The Company has not obtained any technology from outside parties either in India or abroad, nor has entered into any technical collaboration agreement with any parties from abroad. There is no research and development unit of the Company of its own.

Foreign Exchange Earning and Outgo

PARTICULARS	2011-2012	2010-2011
	Rs. In Lacs	Rs. In Lacs
Foreign exchange earning	1663.72	1445.90
Foreign exchange outgo (Equivalent to Rupee value)	-	-
• Raw material & Spares	188.44	158.03
• Capital Goods	9.75	157.83
• Travelling	40.51	49.76
• Testing / License Fees	1.63	0.69

AUDITORS AND AUDITORS' REPORT

Messer's S. P. Jain & Associates, Chartered Accountants, the statutory auditors, retire at the conclusion of ensuing Annual General Meeting and are eligible for reappointment. You are requested to appoint auditors.

The notes to the accounts referred to in the auditors report are self-explanatory and therefore do not call for any further comments.

INDUSTRIAL RELATIONS

During the period, industrial relations have been extremely cordial. The management thanks all the employees for their continued contribution towards the growth of the organisation.

ACKNOWLEDGEMENT

Your Directors would like to express their grateful appreciation for the assistance and co-operation received from the Banks and shareholders for their continued support during the year under review.

Your Directors wish to place on record their deep sense of appreciation for the devoted services of the Executives, Staff and Workers of the Company for its success.

For & On Behalf of the Board of Directors

ASHOK B. HARJANI

CHAIRMAN & MANAGING DIRECTOR

Place: Mumbai.

Date: 19th May 2012.

MANAGEMENT DISCUSSION AND ANALYSIS (Annexure - A)

INDUSTRY OVERVIEW :

The elastic industry has witnessed a slowdown due to lack of demand. The garment industry has witnessed a drastically downward trend in sales volumes due to unfavorable economic conditions, which has consequently resulted into fall in the revenues of the elastic industry.

In the year 2012-13, it is expected that the industry would definitely grow with higher level of operations.

BUSINESS OVERVIEW :

Premco Global Ltd. is one of the India's leading manufacturers of elastic. During the year 2011-12, the domestic sales have decreased by 23% but the export sales have gone up by 12%. This is due to drastic downfall in domestic demand of elastic as compared to international markets. Management is putting all their efforts & innovations to improve the sales turnover. The company expects further rise in the domestic orders as well as in export orders and the future prospects seems to be very bright.

The result of this would be visible in the next years as the production would increase to match the growing sales order book.

SEGMENTS :

In the opinion of the management the company is mainly engaged in the business of manufacturing of Elastic Tapes and all other activities of the Company revolve around the main business, and as such, there are no separate reportable segments.

OUTLOOK :

On the backdrop of favorable general economic outlook, rise in the domestic & export demand & expansion plans of the company, the company expects improvement in the revenue as well as operating margins in the coming year.

RISK & CONCERNS :

The company faces the risk of competition from various local manufacturers despite the fact that it has established phenomenal historical experience & goodwill in the market.

The prices of raw materials are subject to significant volatility based on the various factors such as crude oil prices, international prices for rubber etc. These could correspondingly inflate the cost structure.

INTERNAL CONTROLS & THEIR ADEQUACY:

The company has well defined internal control systems. The company takes adequate care to review and monitor the working of internal control system. Internal audit in the organization is an independent appraisal activity and it measures the efficiency, adequacy and effectiveness of other controls in the organization.

DISCUSSION ON FINANCIAL PERFORMANCE:

During the year under review turnover of the company stand at Rs.3,377.04 Lacs (P.Y. Rs. 4,311.26 Lacs). The profit before Interest, Depreciation and Tax at Rs. 314.99 Lacs (P. Y. Rs. 389.84 Lacs). Net profit during the year is Rs. 61.09 Lacs (P.Y. Rs. 135.55 Lacs).

MATERIAL DEVELOPMENT IN HUMAN RESOURCES (INCLUDING NO OF PEOPLES EMPLOYED):

The company believes that human recourse is one of the most vital resources and a key pillar providing the organization a competitive edge in current business environment. The work environment is very challenging and performance oriented recognizing employee potential along with providing them with opportunities. Premco Global Ltd takes adequate precautionary measures for its employee's welfare.

As on 31 March 2012, Premco Global Ltd. had staff strength of 168 on its payroll.

REPORT ON CORPORATE GOVERNANCE (Annexure – B)

A. COMPLIANCE OF MANDATORY REQUIREMENTS

1) Company's Philosophy on code of Corporate Governance:

The Company is committed to good corporate governance. Corporate governance envisages commitment of the company towards the attainment of high level of transparency, accountability and business propriety with the ultimate objective of increasing long term shareholders value, keeping in view the needs and interests of all stakeholders.

The primary purpose of corporate leadership is to create wealth legally and ethically. This translates to bringing a high level of satisfaction to five constituencies - customers, employees, investors, vendors and the society-at-large. The raison d'être of every corporate body is to ensure predictability, sustainability and profitability of revenues year after year.

CODE OF CONDUCT

Corporate Governance rests upon the four pillars of: transparency, full disclosure, independent monitoring and fairness to all, especially to minority share holders. Your Company has always strived to promote good governance practice, which ensure that:

- A Competent Management team is at the control of affaires;
- The Board is strong with optimum combination of Executive and Non-Executive (Including Independent) directors, who represent the interest of all stake holders;
- The Board effectively monitors the management's progress, takes all key corporate decisions and is effectively in control of the company's affairs;
- The board is concerned about the Company's share holders; and
- The management and employees have stable environment.

2) Board of Directors

The Composition of the Board of Directors of the Company is conformity with Clause 49 of the listing agreement entered into with the stock exchanges. The Company has an Executive Chairman and the number of independent directors constitutes half of the Board of Directors of the Company. The Non Executive directors with their diverse knowledge, experience and expertise bring in their independent judgment in the deliberation and decisions of the Board.

Consequently the present strength of the board is four Directors, as explained below, headed by Executive Chairman. For the Financial Year 2011-2012, seven meetings of the Board were held on 24th May, 2011 , 27th July 2011, 17th August 2011, 15th October, 2011 , 25th October 2011, 18th January 2012 and 30th January 2012. The Company has held one meeting in every three months and the maximum time gap between any two meetings was not more than two months.

The detailed composition of the Board and other related information is given in the table hereunder :

Name of the Director	Category	Board Meeting During The Year		Attended Last AGM as on 17.08.11	No of Director Ship in other Public Companies		No of Board Committee Positions held in other Public Companies	
		Held	Attend		Chairman	Member	Chairman	Member
Ashok B. Harjani	Executive	7	7	Yes	Nil	Nil	Nil	Nil
Lokesh P. Harjani	Executive	7	6	Yes	Nil	1	Nil	Nil
Devendra K. Shah	Non Executive Independent	7	7	Yes	Nil	Nil	Nil	Nil
Rajesh M. Mahtani	Non Executive Independent	7	7	Yes	Nil	Nil	Nil	Nil

None of the Directors hold Directorship in more than 15 companies, membership in Committee of Board in more than 10 companies and Chairmanship of Committees of Board of more than 5 committees Details of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting.

Remuneration paid to Director:-

NAME OF THE DIRECTORS	SITTING FEES	SALARY & PERQUISITES (Including Gratuity) (Rs. In Lacs)
Ashok B. Harjani	NIL	Rs. 17.69
Lokesh P. Harjani	NIL	Rs. 11.20
Devendra K Shah	NIL	NIL
Rajesh M Mahtani	NIL	NIL

Directors retired by rotation

Shri Rajesh M. Mahtani was first appointed as the Non Executive Director of the Company on 30th December, 2005 and thereafter has served the board of the company. He retires by rotation and being eligible offers himself for re-appointment. The particulars as required is given in notes to the Notice convening the 28th AGM.

3) Audit Committee

The Audit Committee consisted of 2 Non Executive Directors and 1 Executive Director namely Mr. Devendra K. Shah and Mr. Rajesh M. Mahtani. and Shri Lokesh Harjani Executive Director, four meetings were held during the year on 24th May 2011, 27th July, 2011, 25th October, 2011 and 30, January, 2012 and

Details of the meetings are as under :

Name of the Director	Position held Chairman/Member	Meeting held	Meeting attended
Devendra K. Shah	Chairman	4	4
Lokesh P. Harjani	Member	4	3
Rajesh M. Mahtani	Member	4	4

The terms of reference in powers of the Audit Committee are as per Clause 49 of the listing Agreement and also as per new section 292A of the Companies Act, 1956. The functions of the Audit Committee are as per Company Law and Listing Agreement with the Stock Exchanges. These include review of accounting and financial policies and procedure, review of financial reporting system, internal control procedures and risk management policies.

The minutes of the Audit committee Meeting were circulated to the Board, discussed and taken note of.

4) Remuneration Committee

Terms of Reference:

The Broad terms of reference of the Remuneration Committee is to fix remuneration payable to the Managers, Executive / Managing / Whole time Director in terms of Schedule XIII of the Companies Act, 1956 and refer the same to the Board.

5) Share Holder's Committee

This committee consist of 3 Member one Executive Chairman and 2 Non-Executive Directors as Member. The committee was constituted to redress shareholders'/investors' complains related to delay in transfer of shares, demat, non-receipt of annual accounts, delay in Balance Sheet etc.

Composition of Committee together with meeting held and attendance as follows :

Name of the Director	Position held Chairman/Member	Meeting held	Meeting attended
Ashok B. Harjani	Chairman	4	4
Devendra K. Shah	Member	4	4
Rajesh M. Mahtani	Member	4	4

The Particulars of Investors grievances received and redressed during the year are furnished below :

Nature of Complaints	No. of Complaints		
	Received	Resolved	Pending as on 31/3/2012
Non receipt of Annual Report	Nil	Nil	Nil
Complaints relating to Dematerialisation of Shares	Nil	Nil	Nil
Non-receipt of Share Certificates after transfer / duplicate / name correction	Nil	Nil	Nil
Others	Nil	Nil	Nil
TOTAL	Nil	Nil	Nil

Shareholders are advised to register any change in address of communication. The address, telephone number and email address of R&T Agent is given to share holders.

6) General Body Meeting

The particulars of last 5 AGM of your company are as under :

Date of AGM	Financial Year	Venue/ Location	Time of Meeting	Special Resolution Passed (Rs. in Lacs)
19/09/2008	2007-2008	Registered Office	9.30 A.M.	To increase remuneration of Ashok Harjani & Lokesh Harjani to Rs. 0.75 & Rs. 0.50 per month respectively, w.e.f. 01.04.2008
14/09/2009	2008-2009	Registered Office	9.30 A.M.	No
31/07/2009 (EGM)	2009-2010	Registered Office	3.00 P.M.	To increase remuneration of Ashok Harjani & Lokesh Harjani to Rs. 1.00 & Rs. 0.75 per month respectively, w.e.f. 01.04.2009
23/09/2010	2009-2010	Registered Office	9.30 A.M.	No
17/08/2011	2010-2011	Registered Office	9.30 A.M.	No

No special resolution was put through postal ballot last year nor proposed in the ensuing Annual General Meeting.

7) Disclosures

i) Related Party Transaction :

There are related party transactions i.e. transactions of the Company with its Promoters, Directors or Management, their subsidiaries or relatives, not conflicting with Company's interest at large , the details of which have been shown in Note No. 35 forming part of the Accounts for the year ended 31st March, 2012.

ii) Details of Non – Compliance :

There has been no instance of Company not complying with any matter related to Capital Markets.

iii) Disclosure about Director being appointed/reappointed :
The details & information required to be disclosed under this section is provided in Notice of the AGM.

iv) a) The independent Non Executive Director do not receive any remuneration & do not have any material pecuniary relationship or transaction with the company, its promoter, its investors, or associates which may affect their independence. They comply to all the requirements as stated in Clause 49.

b) The Particulars of Shares held by Non Executive Director.

NAME	NO. OF SHARES AS ON 31/03/2012
Mr.Devendra K.Shah	800
Mr.Rajesh M.Mahtani	-

8) Means of Communication

The Company publishes its quarterly, half yearly and yearly financial results in "AFTERNOON" and in MUMBAI LAKSHYADEEP. The Company also sends the financial results to the Stock Exchanges immediately after its approval by the Board. The Company is not displaying the financial results on website. The company has not sent the half yearly report to the Shareholder. No presentations were made to the institutional investors or analysts during the year under review.

9) General Shareholder Information

28th Annual General Meeting

Date: 18/09/2012

Time: 9.30 A.M.

Venue: Registered Office

Financial Calendar: (Tentative)

Quarter ending 30th June, 2012	Last week of the July, 2012
Quarter ending 30th September, 2012	Last week of the October, 2012
Quarter ending 31st December, 2012	Last week of the January, 2013
Quarter & Annual ending 31st March, 2013	Last week of the May, 2013
Annual General Meeting for 2012-13	Second week of September, 2013

Listing on Stock Exchange

Name of the Stock Exchange	Code No.
The Stock Exchange, Mumbai	530331
The Stock Exchange, Ahmedabad	45525

The Annual listing fees of these exchanges have been paid by the Company for the year 2011 - 2012.

Market Price Data

The high and low prices of the Company's shares at the Stock Exchange, Mumbai (BSE) and performance in relation to the BSE Sensex from April, 2011 to March, 2012 is mentioned hereunder :

Months	High	Low
April'2011	26.75	22.50
May'2011	26.75	24.30
June'2011	26.25	22.65
July'2011	28.10	24.30
August'2011	28.20	24.45
September'2011	28.05	25.45
October'2011	25.35	23.00
November'2011	23.90	21.15
December'2011	23.65	20.35
January'2012	26.40	21.60
February'2012	21.55	17.60
March'2012	24.25	19.05

Custodian Fees to Depositories:

Pursuant to SEBI circular No. MRD/DOP/SE/DEP/CIR-4/2005 dated January 28, 2005 the issuer companies are required to pay custodial fees to the depositories with effect from April 1, 2005. Accordingly, the Company has paid custodial fees for the year 2011-12 to NSDL and CDSL on the Basis of number of Beneficial accounts maintained by them on March 31, 2012.

Dematerialisation of Shares and Liquidity :

The Equity Shares of the Company are traded compulsorily in Demat. The Demat facility is available to all Shareholder of the Company, who request for such facility.

ISIN No. Of the Company's Equity Shares in Demat Form :
INE 001E01012

Depository Connectivity: NSDL and CDSL

Registrar and Transfer Agent (RTA):

Bigshare Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Mumbai - 400 072.

Tel. : 091-022-2847 0652 / 53, 4043 0200

Fax : 091-022-2847 5207.

E-mail : investor@bigshareonline.com

Contact : Shri Ansaar S.

Share Transfer System :

Presently, the share transfers, which are received in physical form, are processed and the share certificates returned well with in the stipulated period of 30 days from the date of receipt, subject to the documents being valid and complete in all respects. The Company has continued the appointment of Registrar and Transfer Agents for accepting transferring and delivering the transferred Share Certificates. All the transfers received in order, are processed within a period of 30 days from the date of receipt.

Company obtains quarterly certificate from a Company Secretary in practice with the share transfer formalities as required under Clause 47 (cc) of the Listing Agreement with Stock Exchanges(s) and files copy of the certificate with stock exchanges.

Secretarial & Audit Report:

The Secretarial & Audit Report of the Company prepared in term of SEBI Circular No.D&CC/FITC/CIR-16/2002 dated December 31, 2002, reconciling the total share held in both the depositories, viz. NSDL and CDSL and Physical Form with total issued/ paid-up capital of the Company is placed before Board of Directors and duly submitted to the Stock Exchange(s) for every quarter.

Distribution of Shareholding as on 31st March 2012.

Category	31.03.2012		31.03.2011	
	No. of Shares	% of paid up Capital	No. of Shares	% of paid up Capital
Promoters	18,10,609	59.63 %	18,22,275	60.01 %
Mutual Fund, Institution & Bank	1,01,300	3.34 %	1,01,300	3.34 %
Corporate Bodies	2,19,788	7.24 %	1,80,268	5.93 %
NRI's	2,64,432	8.71 %	2,53,066	8.33 %
Public	6,40,146	21.08 %	6,79,391	22.38 %
Clearing Member	25	0.0008 %		
TOTAL	30,36,300	100.00 %	30,36,300	100.00 %

Broad Shareholding Distribution

Range of Shares	Number of Shares Holders	Percentage of Shareholders	Share Amount Rs. in Lacs	Percentage
01 To 5000	1,063	83.9652 %	22.49	7.4085 %
5001 To 10000	100	7.8989 %	7.79	2.5671 %
10001 To 20000	45	3.5545 %	7.19	2.3675 %
20001 To 30000	12	0.9479 %	3.21	1.0575 %
30001 To 40000	7	0.5529 %	2.52	0.8305 %
40001 To 50000	8	0.6319 %	3.79	1.2476 %
50001 To 100000	12	0.9479 %	9.02	2.9712 %
100001 & Above	19	1.5008 %	247.62	81.5501 %
TOTAL	1,266	100.00 %	303.63	100.00 %

Non-Mandatory Requirements:

The Company at present has not adopted the Non-Mandatory requirements with regard to maintenance of Non-executive Chairman's Office, sending of half yearly performance to the shareholders to their residence etc.

Dematerialisation of Shares and Liquidity:

85.59 % of Company's Equity Shares have been dematerialised as on 31st March 2012.

Investor Correspondence:

All inquiries, clarifications and correspondence should be addressed to the Compliance Officer at the following address:

Compliance Office : Mr. Mahesh Puthran
 "Premco House" Compliance Officer
 A/26, MIDC,
 Street No. 3,
 Andheri (E)
 Mumbai – 400 093.
 Telephone No. : 022-30855025
 Fax No. : 022-28351812
 Email : mahesh@premcoglobal.com

Declaration Under Clause 49

All the Board Members and senior Management have affirmed compliance to the Code of Conduct for the F. Y. 2011-2012.

Place Mumbai
 Date : 19th May 2012.

Ashok B. Harjani
 Director



AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
Premco Global Limited

We have examined the compliance of conditions of Corporate Governance by Premco Global Limited, for the year ended on 31st March 2012, as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges in India.

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

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

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Company.

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 **S. P. JAIN & ASSOCIATES**
Chartered Accountants,
FRN 103969W

KAPIL K. JAIN
PARTNER
Membership No. 108521.

Place : Mumbai.
Dated : 19th May, 2012.

FORM [SEE RULE 3] COMPLIANCE CERTIFICATE

To
The Members
Premco Global Limited
CIN : L18100MH1986 PLC 040911

We have examined the registers, records, books and papers of PREMCO GLOBAL LIMITED, (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Associations of the Company for the financial year ended on 31st March, 2012. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.
2. The company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, or other authorities within the time prescribed under the Act and the rules made thereunder.
3. The company is a public limited company and the restrictions mentioned in section 3(1)(iii) of the Act is not applicable to public limited companies.
4. The Board of Directors duly met 7 times on 24th April, 2011, 27th July, 2011, 17th August, 2011, 15th October 2011, 18th January 2012, and 30th January 2012, in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed.
5. The company has closed its Register of Members from 11th August, 2011 to 17th August, 2011 (both days inclusive) during the financial year after complying with the provisions of Section 154 of the Companies Act, 1956.
6. The annual general meeting for the financial year ended on 31st March, 2011 was held on 17th August, 2011 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year.
8. The company has not advanced any loans to its directors and/or persons or firms or companies referred in the section 295 of the Act.
9. The company has not entered into any contracts falling within the purview of section 297 of the Act.

10. The company has made necessary entries in the Register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government, as the case may be.
12. The company has not issued any duplicate share certificates during the financial year.
13. The Company has :
 - (i) not made any allotment / transmission of securities during the financial year. The company has delivered the share certificates on lodgement thereof for transfer of shares during the year.
 - (ii) deposited the amount in a separate bank account within a statutory period of time for the dividend declared during the financial year.
 - (iii) posted cheques / warrants to members of the company, within stipulated period to members for dividend declared during the financial year.
 - (iv) unpaid / unclaimed dividend, which have remained unclaimed or unpaid and as are required to be transferred to Investor Education and Protection Fund have properly transferred. However there were no application money due for refund, matured deposits, matured debentures and the interest accrued thereon during the year to be transferred to Investor Education and Protection Fund.
 - (v) duly complied with the requirement of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There were no changes among the Directors during the financial year.
15. No Whole Time Director / Manager / Managing Directors were appointed during the financial year.
16. The company has not appointed any sole-selling agents during the financial year.
17. The company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other applicable authorities as may be prescribed in the Act during the year under review.
18. The directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The company has not issued any securities during the financial year.
20. The company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transaction necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of Shares.
23. The company has not invited/accepted any deposits as per the provisions of section 58A read with companies (Acceptance of deposits) Rules, 1975 during the financial year.
24. The company has made borrowings during the financial year which are within the limits specified under Section 293(1)(d) of the Act.
25. The company has made investments in mutual funds and consequently necessary entries have been made in the register kept for the purpose during the year. The company has not made any loans or advances or given guarantees or provided securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose during the year.
26. The company has not altered the provisions of the memorandum with respect to situation of the company's registered office one state to another during the year under scrutiny.
27. The company has not altered the provisions of the memorandum with respect to the objects of the company during the year under scrutiny.
28. The company has not altered the provisions of the memorandum with respect to the name of the company during the year under scrutiny.
29. The company has not altered the provisions of the memorandum with respect to share capital of the company regarding during the year under scrutiny.
30. The company has not altered its articles of associations after complying with the provision of the Act during financial year.
31. There was no prosecution initiated against or show cause notices received by the company during financial year for offences under the Act.
32. The company has received money as security from its employees during the financial year during certification as per provisions of section 417(1) of the Act.
33. The company has not constituted a separate provident fund trust for its employees or class of its employees as contemplated in Section 418 of the Act.

For Sanjay Dholakia & Associates

(SANJAY R. DHOLAKIA)
Practising Company Secretary
Proprietor
FCS 2655 CP 1798

Place : Mumbai.

Dated : 19th May, 2012.

Annexure A

Registers/Records maintained by the Company

Sr. No.	Particulars	Section of the Act
1	Index of Members	151
2	Registers of Directors	303
3	Registers of Director's shareholding.	307
4	Register of Contracts	301
5	Register of share transfer	
6	Filing records of ROC documents	
7	Books of accounts	209
8	Minutes books Board Directors/AGM/EGOM	
9	Register of Nomination of shareholders	
10	Register INvestments	372/372A
11	Register of charges	143
12	Register of investments	49

For Sanjay Dholakia & Associates

(SANJAY R. DHOLAKIA)

Practising Company Secretary
Proprietor
FCS 2655 CP 1798

Place : Mumbai.

Dated : 19th May, 2012.

Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on 31st March, 2012.

1. Form 23AC XBRL for Balance Sheet as at 31st March, 2011 and Form 23ACA XBRL for Profit & Loss Account for the year ended 31st March, 2011 filed with the Registrar of Companies, Maharashtra on 10th January, 2012.
2. Form 20B for Annual Return made up to 17th August, 2011 filed with the Registrar of Companies, Maharashtra on 5th January, 2012.
3. Form 66 for Compliance Certificate as per the provisions of Section 383A of the Companies Act, 1956 for the financial year ended 31st March, 2011 was filed with the Registrar of Companies, Maharashtra on 30th December, 2011.
4. Form 8 in respect of modification of charge dated 26th August, 2011 in favour of HDFC bank for Rs. 1,475 Lacs was filed with the Registrar of Companies, Maharashtra on 3rd September, 2011.

For SANJAY DHOLAKIA & ASSOCIATES

SANJAY R. DHOLAKIA
PROPRIETOR
FCS 2655 CP 1798

Place : Mumbai.

Dated : 19th May, 2012.

AUDITORS' REPORT

To,
The Members,

PREMCO GLOBAL LIMITED

We have audited the attached Balance Sheet of PREMCO GLOBAL LIMITED, Mumbai as at 31st March 2012, the Statement Profit and Loss and Cash Flow Statement for the period 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 the financial statements based on our audit.

1. We conducted our audit in accordance with Auditing Standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material 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 the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
2. As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in Annexure here to a statement on the matters specified in paragraph 4 and 5 of the said Order.
3. Further to our comments in the Annexure referred to in paragraph 2 above, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of accounts, as required by law, have been kept by the company, so far as appears from our examination of those books;

- c) The Balance Sheet, Statement Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
- d) In our opinion, Balance Sheet, Statement of Profit and Loss Account and Cash Flow Statement dealt with by this report comply with mandatory accounting standards referred to in sub section (3C) of section 211 of the Companies Act, 1956;
- e) Based of written representations received and taken on record, we are of the opinion that none of the directors are disqualified as on 31st March, 2012 from being appointed as directors 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 read together with the Significant Accounting Policies and other notes thereon give the information required by the Companies Act, 1956, in the manner so required and present a true and fair view, in conformity with the accounting principles generally accepted in India:
 - (i) In so far as it relates to Balance Sheet, of the state of affairs of the Company as at 31st March, 2012.
 - (ii) In so far as it relates to of Profit & Loss Account, of the profit of Company for the year ended on that date.
 - (iii) In so far as it relates to the Cash Flow Statement, of the cash flow of Company for the year ended on that date.

For **S. P. JAIN & ASSOCIATES**
CHARTERED ACCOUNTANTS
FRN 103969W
KAPIL K. JAIN
PARTNER
M. No. 108521

Place: Mumbai.
Date: 19th May, 2012.

ANNEXURE TO THE AUDITORS REPORT

(Referred to in paragraph 2 of our report of even date)

1. In respect of Fixed Assets:
 - a) The Company is *in the process of updating & maintaining* proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) As explained to us, the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion *is not very reasonable*, having regard to the size of the company and nature of its assets and considering the process of updation and maintenance of Fixed Assets Register. As informed no material discrepancies were noticed on such physical verification.
 - c) In our opinion, the company has not disposed of substantial part of fixed assets during the year and the going concern status of company is not affected.
2. In respect of its inventories:
 - a) As explained to us, inventories have been physically verified by the management at regular intervals during the year.
 - b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
3. In respect of Loans, Secured or Unsecured, granted or taken by the company to / from companies, firms or other parties covered in the Register maintained U/s. 301 of the Companies Act, 1956:
 - a) The company has taken Loan from four parties (P.Y. one party) referred above of Rs. 285.00 Lacs (P.Y. Rs. 50.50 Lacs) during the year and the Closing Balance as at the end is Rs. Nil Lacs (P.Y. Rs. Nil Lacs). The company has given loan to two parties (P.Y. one party) aggregating to Rs. 16.95 Lacs (P.Y. Rs. 3.27 Lacs) and the Closing year end balance is Rs. NIL Lacs (P.Y. Rs. NIL).
 - b) In our opinion and according to the information and

explanations given to us, the rate of interests, wherever applicable and other Terms and Conditions are not prima facie prejudicial to the interest of the Company.

- c) The Company is regular in repaying the principal amount.
 - d) There is no overdue amount in respect of loans taken and given by the Company.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of inventory, Fixed Assets and also for the sale of goods. During the course of our audit, we have not observed any major weaknesses in internal controls.
 5. In respect of transactions covered under Section 301 of the Companies Act, 1956:
 - a) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements, that needed to be entered in to 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, the transactions in pursuance of the contracts or arrangements entered in the register maintained Under Section 301 of the Companies Act 1956 and exceeding Rs. 5.00 (Rupees Five Lacs Only) in respect of any party during the year have been made at price, which are reasonable having regard to prevailing market price at the relevant time
 6. In our opinion and according to information and explanations given to us, the company has not accepted any deposits from public during the period covered by our report.
 7. The Company has an internal audit system, which in our opinion, is commensurate with the size of the company and nature of business.
 8. We have broadly reviewed the accounts and records maintained by the Company in respect of products where, pursuant to the rules made by the Central Government of India, the maintenance of cost records has been prescribed under clause (d) of sub-section (1) of section 209 of the Act, and are of the Opinion, that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
 9. In respect of the statutory dues:
 - a) According to the records of the Company, undisputed statutory dues including Provident Fund, Investor, Education and Protection Fund, Employees' State Insurance, Income Tax, Sale-Tax, Wealth Tax, Customs Duty, Cess and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanation given to us, no undisputed amounts payable in respect of the aforesaid due were outstanding as at 31st March, 2012.
 - b) To the best of our knowledge and information provided to us no disputed statutory dues is remained outstanding as 31st March 2012.

Status	Nature of Dues	Amount (Rs. in Lacs)	Period A.Y.	Forum
Income tax	Income tax (Net of Payment)	2.03	2007-08	Rectification Pending
FBT	FBT	0.39	2008-09	Rectification Pending

10. The company has no accumulated losses & has not incurred any cash losses during the financial year covered by our audit or in the immediately preceding Financial Year.
11. Based on our audit procedures and according to the information and explanation given to us, we are of the opinion that company has generally not defaulted in repayment of dues to banks.
12. In our opinion and according to the information and the explanation given to us, no loans and advances have been granted by the company on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion, the Company is not a Chit Fund or Nidhi / Mutual Benefit Fund / Society. Therefore, Clause 49 (xiii) of the companies (Auditors Report) Order 2003 is not applicable to the Company.
14. In our opinion and according to the information and explanation given to us, the Company has maintained proper records of transactions and contracts in respect in the trading in securities, debentures and other investments and timely entries have been made therein. All shares, debentures and other investments have been held by company in its own name.
15. According to information and explanation given to us and to the best of knowledge, the Company has not given guarantees for loans taken by others from banks or financial institutions.
16. The company has received new term loans during the year and the same has been disbursed to the company after actual application and utilization for the purpose for which they were obtained.
17. According to information and explanation given to us, and on an overall explanation of the Balance Sheet of the Company, we are of the opinion that the company has not utilized any fund from Short Term Sources towards Long Term Purposes.
18. During the year, the Company had not made any preferential allotment of shares to parties and companies covered in the register maintained U/s. 301 of the Companies Act, 1956.
19. In our opinion and according to the information and explanation given to us the Company has not issued any debentures.
20. The Company has not raised any money by way of public issue during the year.
21. To the best of our knowledge and belief and according to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the year, that causes the financial statements to be materially misstated.

For **S. P. JAIN & ASSOCIATES**,
 CHARTERED ACCOUNTANTS
 FRN 103969W

KAPIL K. JAIN
 (PARTNER)

Place: Mumbai
 Date : 19th May 2012.

Membership No. 108521.

PREMCO GLOBAL LTD.

28th Annual Report 2012

BALANCE SHEET AS AT 31ST MARCH 2012.

	NOTE	AS AT 31 MAR 2012	(Rs. in Lacs) AS AT 31 MAR 2011
EQUITY AND LIABILITIES			
1. SHAREHOLDER'S FUNDS			
a) Share Capital	2	301.36	301.36
b) Reserves & Surplus	3	1,296.95	1,277.15
		<u>1,598.30</u>	<u>1,578.51</u>
2. NON CURRENT LAIBILITIES			
a) Long Term Borrowings	4	230.75	225.62
b) Defereed Tax Liability	5	229.74	226.97
c) Other Long Term Laibilities	6	34.60	28.32
d) Long Term Provisions	7	42.52	38.38
		<u>537.31</u>	<u>519.30</u>
3. CURRENT LIABILITIES			
a) Short Term Borrowings	8	474.21	413.53
b) Trade Payable	9	164.71	103.73
c) Other Current Laibilities	10	171.89	147.03
d) Short Term Provisions	11	68.45	43.14
		<u>879.26</u>	<u>707.43</u>
TOTAL		<u><u>3,014.88</u></u>	<u><u>2,805.23</u></u>
ASSETS			
1. NON-CURRENT ASSETS			
a) Fixed Assets			
Tangible Assets	12	1,290.07	1,365.75
b) Non Current Investments	13	37.57	31.57
c) Long Term Loans and Advances	14	191.07	153.76
d) Other non current assets	15	31.84	31.13
		<u>1,550.54</u>	<u>1,582.20</u>
4. CURRENT ASSETS			
a) Inventories	16	810.36	622.46
b) Trade Receivables	17	494.03	473.24
c) Cash & Bank Balances	18	86.10	61.29
d) Short Term Loans, Advances	19	31.07	39.47
e) Other Current Assets	20	36.85	26.57
		<u>1,464.34</u>	<u>1,223.03</u>
TOTAL		<u><u>3,014.88</u></u>	<u><u>2,805.23</u></u>
SIGNIFICANT ACCOUNTING POLICIES	1		
THE ACCOMPANYING NOTES ARE AN INTEGRAL PART OF FINANCIAL STATEMENTS	28 to 39		

As per our Report of even date

For S.P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 103969W

KAPIL K. JAIN
PARTNER
Membership No. 108521.

Place : Mumbai.
Dated : 19th May, 2012

For & on behalf of the Board

ASHOK B. HARJANI
DIRECTOR

LOKESH P. HARJANI
DIRECTOR

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2012.**

		AS AT 31 MAR 2012	(Rs. in Lacs) AS AT 31 MAR 2011
I. INCOME			
Revenue from Operations	21	3,377.04	4,311.26
Other Income	22	37.90	18.64
TOTAL		3,414.94	4,329.90
II. EXPENSES			
Cost Material Consumed	23	1,956.40	2,960.68
Changes in inventories of finished goods and work in progress	24	(94.29)	(180.33)
Employee Benefits Expenses	25	448.41	382.79
Finance Cost	26	101.52	91.98
Depreciation	12	103.57	101.20
Other Expenses	27	789.43	776.90
TOTAL		3,305.04	4,133.24
III. PROFIT BEFORE TAX		109.90	196.66
IV. TAX EXPENSE			
Current Tax		47.00	44.00
Deferred Tax (Asset) / Liability		2.77	22.78
Short / (Excess) Income Tax Provision		(0.97)	(5.67)
		48.80	61.11
V. PROFIT FOR THE PERIOD		61.09	135.55
VI. PROFIT FOR THE PERIOD			
Basic		2.01	4.46
Diluted		2.01	4.46
SIGNIFICANT ACCOUNTING POLICIES	1		
THE ACCOMPANYING NOTES ARE AN INTERGAL PART OF FINANCIAL STATEMENTS	28 to 39		

As per our Report of even date

For S.P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 103969W

KAPIL K. JAIN
PARTNER
Membership No. 108521.

Place : Mumbai.
Dated : 19th May, 2012

For & on behalf of the Board

ASHOK B. HARJANI
DIRECTOR

LOKESH P. HARJANI
DIRECTOR

PREMCO GLOBAL LTD.

	AS AT 31 MAR 2012	Rs. in Lacs) AS AT 31 MAR 2011
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2012.		
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax	109.90	196.66
Adjustments for :		
Depreciation	103.57	101.20
Loss on Sale of Machinery	27.35	2.97
Profit on Sale of Fixed Assets	(0.28)	(0.42)
Profit on Sale of Investments	-	(7.69)
Financial Expenses	101.52	91.98
Interest Subsidy Tuf	(1.07)	(2.15)
Interest Received	(2.76)	(3.81)
Dividend Received	(0.26)	(0.28)
Operating Profit before Working Capital changes	337.96	378.47
Adjustments for working capital changes		
Inventories	(187.90)	(189.94)
Trade Receivables	(20.79)	(11.49)
Short Term Loans, Advances & Deposits	2.47	155.54
Other Current Asstes	(10.28)	41.97
Long Term Loans & Advances	(37.31)	(9.87)
Other Non Current Assets	(0.71)	(1.32)
Other Long Term Laibilities	5.98	9.61
Long Term Provisions	4.14	0.65
Trade Payables	60.98	18.12
Other Current Laibilities	24.87	96.03
Short Term Provisions	25.30	(176.60)
Net Working Capital Changes	(133.25)	(67.32)
Less : Current Taxes	(46.03)	(38.33)
Net Cash generated from operations	158.68	272.82
B. CASH FLOW FROM INVESTING ACTIVITIES		
(Purchase) / Sale of Investments	(6.00)	8.10
Purchase of Fixed Assets	(67.72)	(423.70)
Sale of Fixed Assets (Net)	12.77	3.89
Dividend Received	0.26	0.28
Interest Received	2.76	3.81
Net cash used in investing activities	(57.94)	(407.62)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Long Term Borrowings (Net of Repayments)	5.13	36.01
Short Term Borrowings (Net of Repayments)	60.69	184.47
Interest Subsidy Tuf	1.07	2.15
Dividend & Tax Theron	(41.30)	(41.30)
Finance Expenses	(101.52)	(91.98)
Net Cash From Financing Activities	(75.93)	89.34
Net Increase in Cash and Cash Equivalents	24.81	(45.46)
Opening Balance of Cash & Cash Equivalents	61.29	106.75
Closing Balance of Cash & Cash Equivalents	86.10	61.29

NOTE a) Cash & Cash equivalent include : cash and Bank balance in Current Account and Unpaid Dividend
b) The cash flow statement as been prepared under the "Indirect method" of AS - 3 "cash flow statement issued by the Institute of Chartered Accountants of India.

As per our Report of even date

For S.P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 103969W

KAPIL K. JAIN
PARTNER

Membership No. 108521.

Place : Mumbai.

Dated : 19th May, 2012

For & on behalf of the Board

ASHOK B. HARJANI
DIRECTOR

LOKESH P. HARJANI
DIRECTOR

NOTE 1: SIGNIFICANT ACCOUNTING POLICIES

1. Basis of preparation of Financial Statements

- a) The financial statements have been prepared under historical cost convention, in accordance with the generally accepted accounting principles and the provision of the Companies Act, 1956 as adopted consistently by the Company.
- b) Accounting policies not specifically referred to otherwise are consistent with the generally accepted accounting principles followed by the Company.
- c) The preparation of financial statements requires estimates and assumption to be made that effect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period. The Difference between the actual and estimate are recognized in the period in which results are known/materialized.

2. Fixed Assets and Depreciation

- a) Fixed assets stated at cost of acquisition or construction or less accumulated depreciation. All costs, including financial cost till commencements of commercial production, net charges on Foreign Exchange Contracts and adjustments arising from exchange rate variations relating to specific borrowings attributable to the fixed assets are capitalized.
- b) Depreciation on fixed assets provided on straight-line method at the rates prescribed by Schedule XIV of the Companies Act, 1956.
- c) Leasehold Improvements are written off over the period of lease.

3. Foreign Exchange Transaction

Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction. Outstanding balances are valued at the rate prevailing on the Balance Sheet date.

4. Investments

The Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management.

5. Inventories

The inventories are valued as follows:

- a) Raw materials, Stores, Spares and Stock in transit are valued at cost.
- b) Stock in process is valued at cost.
- c) Finished goods are valued at cost or market value whichever is lower.

6. Sales

Sales include related services, and Taxes. The company has changed the method of accounting Sales by excluding the value of interdivision Sales in the current year. The above change has no effect in overall profit / loss of the year.

7. Government Grants & Subsidies

- a) The government grants received are accounted in the year of receipt.
- b) Interest subsidy on term loans under TUF scheme is provided on accrual basis only to the extent of certainty of receipt & filling of claim in respect thereof.

8. Customs

Custom Duty is accounted for as and when paid on the clearance of the goods for home consumption.

9. Employees Retirement and other benefits

- a) The contribution of the Company towards Provident Fund and Employee State Insurance, which are, defined contributions plans are charged to revenue.
- b) The Employee's Gratuity and Leave Encashment are the company's defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on Actuarial Valuation using the Projected Unit Credit Method.

10. Contingent Liabilities

Contingent liabilities are not provided for and are disclosed by way of notes.

11. Inter Divisional Transfers

Inter divisional transfers of goods and services for internal use of captive consumption in plant located at different places/states were erstwhile upto FY 2010-11 shown as contra items in the Profit and Loss Account as interdivision Sales and Purchases. The company has changed the method of accounting Sales revenue from operations & consumption of raw material by excluding the value of interdivision Sales/purchases in the current year. The above change has no effect in overall profit /loss of the year

12. Provisions for Current and Deferred Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income-tax Act, 1961.

Deferred tax resulting from “timing difference” between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax assets is recognized and carried forward only to the extent that there is a reasonable and virtual certainty that the assets will be realised in future.

13. Borrowing Cost

Borrowing cost incurred in relation to the acquisition, construction of assets are capitalized as the part of cost of such assets up to date which such assets are ready for intended use. Other borrowing costs are charged as an expense in the year in which they are incurred.

14. Impairment of Assets

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to Profit and Loss Account in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount.

15. Lease Rentals :

Lease Rentals for assets taken on operating lease are recognized as on expenses in Profit and Loss Account over the lease term on accrual basis.

NOTE 2 : SHARE CAPITAL	AS AT 31 MAR 2012	(Rs. in Lacs) AS AT 31 MAR 2011
1. SHARE CAPITAL :		
AUTHORISED		
40,00,000 (P.Y. 40,00,000) Equity Shares of Rs. 10/- each	<u>400.00</u>	<u>400.00</u>
ISSUED		
30,36,300 (P.Y. 30,36,300) Equity Shares of Rs. 10/- each	<u>303.63</u>	<u>303.63</u>
SUBSCRIBED & PAID UP :		
29,61,000 (P.Y. 29,61,000) Equity Shares of Rs. 10/- each	296.10	296.10
SUBSCRIBED BUT NOT FULLY PAID UP :		
75,300 (P.Y. 75,300) Equity Shares of Rs. 10/- each	7.53	7.53
Less : Calls unpaid		
From Directors and officers	-	-
From Others	<u>(2.27)</u>	<u>(2.27)</u>
	<u>301.36</u>	<u>301.36</u>

2.1 There are no items for reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period.

2.2 Terms / Rights Attached to Shares

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of fully paid equity shares is entitled to one vote per share. The company declares and pays dividends to the holders of fully paid equity in Indian rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

2.3 Details of shares holders holding more than 5% of shares

Name of Shareholders	As at 31 March 2012		As at 31 March 2011	
	No. of Shares held (In Lacs)	% of Holding	No. of Shares held (In Lacs)	% of Holding
Ashok B. Harjani	8.86	28.53 %	8.86	28.53 %
Lokesh P. Harjani	4.36	14.36 %	4.36	14.36 %
Suresh B. Harjani	2.27	7.48 %	2.23	7.36 %
Manju M. Alwani	2.30	7.26 %	2.09	6.88 %
Upsurge Investment & Finance Limited	1.77	5.83 %	1.22	4.03 %

2.4 There are no Bonus Shares / Buyback / Shares for consideration other than cash issued during past five years.

NOTE 3 : RESERVES & SURPLUS :	AS AT	(Rs. in Lacs)
	31 MAR 2012	AS AT 31 MAR 2011
1. SECURITIES PREMIUM RESERVE (Net of Arrears) (refer note 3.1)		
Balance as per last Balance Sheet	392.76	392.76
Add : Addition During The Year	-	-
	<u>392.76</u>	<u>392.76</u>
CAPITAL SUBSIDY RESERVE		
Balance as per Last Balance Sheet	22.78	22.78
Add. Addition during the year	-	-
	<u>22.78</u>	<u>22.78</u>
GENERAL RESERVE		
Balance as per last Balance Sheet	861.61	767.36
Add : Transferred from statement of profit & loss	19.80	94.25
	<u>891.41</u>	<u>861.61</u>
SURPLUS AS PER STATEMENT OF PROFIT AND LOSS		
Balance as per last Balance Sheet	-	-
Add : profit for the year	61.09	135.55
Less : Appropriations	-	-
Transferred to General Reserve	19.80	94.25
Proposed Dividend	35.53	35.53
Tax on proposed dividend	5.77	5.77
TOTAL	<u><u>1,296.95</u></u>	<u><u>1,277.15</u></u>

3.1 The Calls of Rs. 2,25,000/- (P.Y. Rs. 2,25,000/-) in Securities Premium Reserve are due from Share holders other than Directors and officers

PREMCO GLOBAL LTD.

NOTE 4 : LONG TERM BORROWINGS	(Rs. in Lacs)			
	AS AT		AS AT	
	31 MAR 2012		31 MAR 2011	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
3. SECURED				
TERM LOANS				
<u>From Banks</u>				
a) HDFC Bank Ltd.	213.68	77.14	208.67	70.66
CAR LOANS				
<u>From Banks</u>				
b) HDFC Bank Ltd.	7.81	4.24	2.30	2.07
c) ICICI Bank Ltd.	-	-	-	5.71
<u>FROM OTHERS</u>				
d) Kotak Mahindra Prime Ltd.	9.26	5.39	14.65	4.88
TOTAL	<u>230.75</u>	<u>86.77</u>	<u>225.62</u>	<u>83.33</u>

4.1 The Long Term Portion of Term Loans are shown under long term Borrowings and the current maturities of long term borrowings are shown under the current liabilities in Note 10(a) as per the disclosure requirements of the Revised Schedule VI

4.2 DETAILS OF SECURITY AND TERMS OF REPAYMENT

a) HDFC BANK - Term Loans referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stocks & book debts and plant & machinery along with equitable mortgage on the property situated at plot No. 41, Survey no. 35 (PT) Diwan & Sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey No. 202/2, Old Check Post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani & Ashok Harjani.

There are 12 different Loans and their respective details are as under

Principal Amount Payable (Rs. In Lacs)	Interest Rate	Monthly Installment Amount Payable (Principal + Interest) (Rs. In Lacs)	No. of Installment outstanding equal monthly Installments	Period of maturity from balance sheet date
1.25	Base rate + 3.50%	0.41	4	4 Months
1.89	Base rate + 3.50%	0.62	4	4 Months
1.25	Base rate + 3.50%	0.41	4	4 Months
4.65	Base rate + 3.50%	0.67	8	8 Months
15.03	Base rate + 3.50%	0.89	20	20 Months
17.57	Base rate + 3.50%	0.67	32	32 Months
2.88	Base rate + 3.50%	0.11	32	32 Months
38.44	Base rate + 3.50%	1.26	38	38 Months
6.56	Base rate + 3.50%	0.21	40	40 Months
68.74	Base rate + 3.50%	1.96	45	45 Months
50.13	Base rate + 3.50%	1.37	48	48 Months
82.15	Base rate + 3.50%	2.06	54	54 Months

b) HDFC BANK LTD.

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle.

There are 2 different Loans and their respective details are as under

Principal Amount Payable (Rs. In Lacs)	Interest Rate	Monthly Installment Amount Payable (Principal + Interest) (Rs. In Lacs)	No. of Installment outstanding equal monthly Installments	Period of maturity from balance sheet date
9.75	10.50%	0.25	47	47 Months
2.03	10.50%	0.20	12	12 Months

c) ICICI BANK LTD.

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle. The Loan has been fully repaid during the year and the interest applicable on the said loan at the rate of 8.70% p.a.

d) KOTAK MAHINDRA PRIME LTD.

Vehicle Loan from Bank are secured by mortgage of Respective Vehicle.

There are 2 different Loans and their respective details are as under

Principal Amount Payable (Rs. In Lacs)	Interest Rate	Monthly Installment Amount Payable (Principal + Interest) (Rs. In Lacs)	No. of Installment outstanding equal monthly Installments	Period of maturity from balance sheet date
6.21	8.84%	0.25	28	28 Months
8.44	10.87%	0.31	32	32 Months

NOTE 5 : DEFERRED TAX LIABILITY (NET)

OPENING DEFERRED TAX LIABILITY

(a) Deferred Tax Liability

Related to fixed Asset

(b) Deferred Tax Asset

Disallowances under the income tax act 1961 (Net)

TOTAL

	AS AT 31 MAR 2012	(Rs. in Lacs) AS AT 31 MAR 2011
	226.97	204.19
	4.46	30.72
	(1.69)	(7.94)
	229.74	226.97

NOTE 6 : OTHER LONG TERM LIABILITIES

OTHERS :

Employees Escrow Deposit

Employees Contributions Escrow Deposit

Security Deposit

TOTAL

	AS AT 31 MAR 2012		(Rs. in Lacs) AS AT 31 MAR 2011	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
	15.80	-	12.46	-
	15.80	-	12.46	-
	2.70	4.33	3.40	3.44
	34.30	4.33	28.32	3.44

6.1 The long term portion of Security Deposit Employees are shown under Other Long Term Liabilities and the current maturities of Security Deposit Employees are shown under the current liabilities in note 10(e)(i) as per the disclosure requirements of the Revised Schedule VI

PREMCO GLOBAL LTD.

NOTE 7 : LONG TERM PROVISION	AS AT		(Rs. in Lacs)	
	NON CURRENT	CURRENT	NON CURRENT	CURRENT
Provision For Employee Benefits	42.52	2.08	38.38	1.85
TOTAL	42.52	2.08	38.38	1.85

7.1 The long term portion of Provision for Employee Benefits are shown under Other Long Term Provisions and the current portion of Provision for Employee Benefits are shown under the Short Term Provisions in note 11(a) as per the disclosure requirements of the Revised Schedule VI

NOTE 8 : SHORT TERM BORROWINGS	AS AT		(Rs. in Lacs)	
	31 MAR 2012		31 MAR 2011	
SECURED :				
FROM BANKS				
WORKING CAPITAL LOANS				
Cash Credits from Bank		377.61		365.34
Letter of Credit - Import		49.26		-
Letter of Credit - Local		47.34		31.26
Letter of Packing Credit		-		16.93
TOTAL		474.21		413.53

Working capital referred to above from Banks are secured by way of Hypothecation of first & exclusive charge on all present & future current assets inclusive of all stock & book debts and plant & machinery along with equitable mortgage on the property situated at Plot No. 41, Survey no. 35 (PT) Diwan & Sons industrial Estate, Aliyali Village, Palghar, Thane District & Survey No. 202/2, Old Check Post, Dadra & Nagar Haveli, Dadra along with personal guarantee of Lokesh Harjani & Ashok Harjani.

NOTE 9 : TRADE PAYABLES	AS AT		(Rs. in Lacs)	
TRADE PAYABLES*	31 MAR 2012		31 MAR 2011	
		164.71		103.73
TOTAL		164.71		103.73

*9.1 The Company has not received any intimation from suppliers regarding their status under Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures regarding :

- Amount due and Outstanding to suppliers as at the end of accounting year.
- Interest paid during the year.
- Interest payable at end of accounting year.
- interest accrued and unpaid at the end of the accounting year, have not been given.

NOTE 10 : OTHER CURRENT LAIBILITIES	AS AT		(Rs. in Lacs)	
	31 MAR 2012		31 MAR 2011	
a) Current Maturities of long term debt (Refer Note 4)		86.77		83.33
b) Interest Accured but not due		2.65		2.36
c) Advances from customers		15.35		10.00
d) Unpaid Dividends*		7.99		6.08
e) Others				
i) Current Maturities of security deposit employees (Refer Note 6)		4.33		3.44
ii) Other dues to Employees		22.76		22.54
iii) Statutory Liabilities		30.99		18.23
iv) Security / Trade Deposits Received		1.05		1.05
TOTAL		171.89		147.03

*There is no amount due and outstanding as on 31st March 2012 to be credited to Investor Education and Protection Fund.



	AS AT 31 MAR 2012	(Rs. in Lacs) AS AT 31 MAR 2011
NOTE 11 : SHORT TERM PROVISIONS		
a) Provision For Employee Benefits (Refer Note 7)	2.08	1.85
b) Others		
Outstanding Expenses	1.28	-
Provision For Tax (Net)	23.79	-
Proposed Dividend	35.53	35.53
Provision For Tax On Dividend	5.77	5.77
TOTAL	68.45	43.14

NOTE 12. FIXED ASSETS :

(Rs.in Lacs)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As At 01.04.2011	ADDI- TION	DEDU- CTION	AsAt 31.03.2012	As At 01.04.2011	For the Year Depreciation	Accumulated Depreciation On Sales	Asat 31.03.2012	As At 31.03.2012	As At 31.03.2011
FREEHOLD LAND	24.13	0.00	0.00	24.13	-	-	-	0.00	24.13	24.13
FACTORY BUILDING	300.54	0.20	0.00	300.74	141.32	10.04	-	151.36	149.38	159.22
PLANT & MACHINERY	1,617.38	45.56	104.80	1,558.14	589.45	71.58	64.97	596.06	962.08	1,027.93
ELECT. FITTINGS	54.06	0.19	0.00	54.25	21.39	2.57	-	23.95	30.30	32.68
FURNITURE & FIXTURE	28.48	0.28	0.00	28.76	12.07	1.71	-	13.78	14.98	16.41
VEHICLE	75.30	15.25	0.00	90.55	21.21	7.17	-	28.37	62.18	54.10
GENERATOR	24.40	0.00	0.00	24.40	11.96	1.15	-	13.11	11.28	12.43
HEATING MODULE	1.27	0.00	0.00	1.27	0.73	0.06	-	0.78	0.48	0.54
AIR CONDITIONER	13.27	0.54	0.00	13.81	4.44	0.65	-	5.09	8.71	8.83
OFFICE EQUIPMENT	9.97	2.50	0.00	12.47	6.31	0.56	-	6.87	5.60	3.66
COMPUTER	53.23	2.86	0.00	56.09	42.05	3.25	-	45.30	10.79	11.18
LEASE HOLD IMPROVEMENT	19.21	0.00	0.00	19.21	4.80	4.80	-	9.60	9.60	14.40
LAB EQUIPMENT	0.55	0.35	0.00	0.89	0.30	0.04	-	0.34	0.55	0.24
TOTAL	2,221.77	67.72	104.80	2,184.69	856.02	103.57	64.97	894.62	1,290.07	1,365.75
PREVIOUS YEAR	1,813.29	430.32	21.84	2,221.77	770.22	101.20	15.40	856.02	1,365.75	1,043.07

During the previous year commercial operations had started at Vapi unit. The aggregate expenditure capitalized either directly relatable or upon allocation during the year to Fixed Assets are as under :

(Rs.in Lacs)

	31/03/2012	31/03/2011
Brokerage & Stamp Duty	-	3.05
Legal & Professional Charges	-	0.95
Rent	-	11.78
Security Charges	-	0.71
Travelling	-	0.68
Manufacturing Expenses & Labour Charges	-	3.06
Electricity Charges	-	4.20
Maintenance & House Keeping	-	2.72
Salary & Staff Welfare	-	10.41
Miscellaneous Expenses	-	2.91
Total	-	40.47

PREMCO GLOBAL LTD.

(Rs. in Lacs)

NOTE 13 : NON CURRENT INVESTMENT

AS AT
31 MAR 2012 AS AT
31 MAR 2011

13.1 INVESTMENT IN EQUITY INSTRUMENTS

(I) NON TRADE INVESTMENT UNQUOTED

2,417	Equity Shares of S.V.C. Bank of Rs.25/- Each Fully Paid	(P.Y.2,417)	0.61	0.61
5,000	Equity Shares of New Ind Co-op. Bank Ltd. of Rs.10/- Each, Fully Paid	(P.Y.5,000)	0.50	0.50
5,000	Equity Shares of Goldcrest Finance (I) Ltd. of Rs.10/- Each Partly Paid	(P.Y.5,000)	0.50	0.50

(II) NON TRADE INVESTMENT QUOTED:

3,000	EQUITY SHARES OF IFCI BANK LTD OF RS. 10/- EACH FULLY PAID	(P.Y 3,000)	1.96	1.96
*188	EQUITY SHARES OF RELIANCE INDUSTRIES LTD. / ERSTWHILE RELIANCE PETROLEUM LTD. OF RS. 10/- EACH FULLY PAID	(P.Y 188)	6.32	6.32
188	EQUITY SHARES OF RELIANCE INDUSTRIES LTD. (BONUS) OF RS. 10/- EACH FULLY PAID	(P.Y 188)	-	-
200	EQUITY SHARES OF UNITECH LTD (BONUS) OF RS. 2/- EACH FULLY PAID	(P.Y 200)	-	-
800	EQUITY SHARES OF UNITECH LTD OF RS. 2/- EACH FULLY PAID	(P.Y 800)	1.66	1.66
750	EQUITY SHARES OF BHARAT HEAVY ELECTRICALS LTD. OF RS.2/- (P.Y. 10/-) EACH FULLY PAID	(P.Y 150)	2.74	2.74
200	EQUITY SHARES OF RELIANCE CAPITAL LTD. OF RS. 10/- EACH FULLY PAID	(P.Y 200)	1.78	1.78

13.2 INVESTMENT IN MUTUAL FUNDS:

UNITS

(III) NON TRADE INVESTMENT QUOTED :

14,376.784	UNIT OF DSP BLACK ROCK EQUITY FUND	(P.Y. 6708.346)	2.30	1.10
868.024	UNIT OF HDFC EQUITY FUND GROWTH	(P.Y. 403.138)	2.30	1.10
3,955.168	UNIT OF HDFC PRUDENCE FUND GROWTH	(P.Y. 3955.168)	8.00	8.00
1,139.661	UNIT OF HDFC TOP 200 FUND GROWTH	(P.Y. 531.974)	2.30	1.10
4,904.202	UNIT OF ICICI PRUDENTIAL DISCOVERY FUND	(P.Y. 2293.327)	2.30	1.10
5,697.097	UNIT OF RELIANCE EQUITY OPPORTUNITIES FUND	(P.Y. 5697.097)	2.00	2.00
26,288.310	UNIT OF RELIANCE INFRASTRUCTURE FUND	(P.Y. 10238.528)	2.30	1.10

TOTAL

37.57 **31.57**

Notes : 1) All Investment are valued at cost price.

2) * Received pursuant to Scheme of arrangement.

3) a) Aggregate Amount of Unquoted Investments

1.61 1.61

b) Aggregate Amount of Quoted Investments

35.95 29.95

c) Aggregate Market Value of Quoted Investments

28.84 26.13

4) There are no investments purchased and sold/redeemed during the year.



	AS AT 31 MAR 2012	(Rs. in Lacs) AS AT 31 MAR 2011
NOTE 14 : LONG TERM LOANS & ADVANCES		
(UNSECURED, CONSIDERED GOOD)		
a) Capital Advance	140.63	114.31
b) Security & Other Deposits		
-With Related Parties	18.00	9.00
-With Others	30.37	30.34
c) Other Loans & Advances		
Loans & Advance given to Staff	2.07	0.10
TOTAL	<u>191.07</u>	<u>153.76</u>

14.1 The long term portion of loans & advances given to staff are shown under Long Term Loans & Advances & The Current portion of Loans & Advances given to staff are shown under the short term Loans & Advances in Note 19 as per the disclosure requirements of the revised schedule VI.

NOTE 15 : OTHER NON CURRENT ASSETS

Bank Balances in Margin Money Deposits	31.71	30.99
Interest Accrued but not due on above	0.14	0.14
TOTAL	<u>31.84</u>	<u>31.13</u>

NOTE 16 : INVENTORY (As taken, valued & certified by the management)

Raw Material	388.77	265.60
Work in Progress	24.25	59.04
Semi-Finished Goods	35.76	33.32
Finished Goods	335.64	243.78
Spare Parts	25.94	20.71
	<u>810.36</u>	<u>622.46</u>

16.1 The company has identified the items of inventory, which are obsolete & non-moving items. Therefore, following the principle of Prudence, these inventories are valued at net realizable price. The details of the same are as under :

Nature of Item	Current Year		Previous Year	
	Quantity (MT)	Value (Rs. in Lacs)	Quantity (MT)	Value (Rs. in Lacs)
Nylon	5.58	1.12	6.21	1.24
Polyester	5.11	1.02	4.92	0.98
Rubber & Spandex	1.10	1.10	5.01	5.01
Others	4.28	0.88	6.00	1.22
TOTAL	16.07	4.11	22.14	8.46

NOTE 17 : TRADE RECEIVABLES

(UNSECURED & CONSIDERED GOOD)		
a) Outstanding over 6 Months	17.22	11.22
b) Others	476.81	462.01
(UNSECURED & CONSIDERED DOUBTFUL)		
a) Outstanding over 6 Months	2.18	2.17
LESS: Provision for Doubtful Debts	(2.18)	(2.17)
TOTAL	<u>494.03</u>	<u>473.24</u>

PREMCO GLOBAL LTD.

	AS AT 31 MAR 2012	(Rs. in Lacs) AS AT 31 MAR 2011
NOTE 18 : CASH & BANK BALANCES		
(a) Cash & Cash Equivalents		
(i) Cash in Hand	1.30	1.30
(ii) <u>Balances with Banks</u>		
- Current Accounts in Rupees	1.10	1.47
- In Foreign Currency	75.71	52.44
(b) Other Bank Balances		
-In Unpaid Dividend A/C	7.99	6.08
TOTAL	86.10	61.29
NOTE 19 : SHORT TERM LOANS & ADVANCES		
(Unsecured Considered Good)		
Advance Tax	26.74	29.01
Loans given to staff (Refer Note 14)	5.19	5.37
Advance to suppliers	5.08	5.10
(Unsecured Considered doubtful)		
Advance to suppliers	1.98	1.98
Less : Provision for doubtful advances	(1.98)	(1.98)
TOTAL	37.01	39.47
NOTE 20 : OTHER CURRENT ASSETS		
(Unsecured But Considered Good)		
Prepaid Expenses & Other Receivables	6.63	7.88
Duty Drawback Receivables	30.23	18.69
(Unsecured But Considered doubtful)		
Duty Drawback Receivables	3.53	3.53
Less : Provision for Duty Drawback	(3.53)	(3.53)
TOTAL	36.85	26.57
NOTE 21 : REVENUE FROM OPERATIONS		
Sales	3,279.38	4,223.26
Other Operating Revenue	97.66	88.00
TOTAL	3,377.04	4,311.26
<p>The Sales revenue from operations & consumption of Raw material for the year ended 31/03/2011 includes the value of Inter Division Sales & Purchase respectively aggregating of Rs. 618.54 Lacs. During the year the Company has changed the method accounting of sales revenue from operations & consumptions of raw material by excluding the value of interdivision Sales/ purchases of Rs. 708.06 Lacs for the current year. The above has no effect in overall profit / loss of the year. Consequently the sales of the earlier year is overstated to the extent of Rs. 618.54 Lacs.</p>		
NOTE 22 : OTHER INCOME		
Interest	3.93	5.96
Dividend	0.26	0.28
Net gain on sale of investments	-	7.69
foreign exchanges fluctuation	25.65	0.84
Profit on sales of fixed assets	0.28	0.42
Excess provision for bad debts writing back	0.69	-
Miscellaneous income	7.10	3.46
TOTAL	37.90	18.64



NOTE 23 : COST OF MATERIAL CONSUMED	(Rs. in Lacs)	
	AS AT 31 MAR 2012	AS AT 31 MAR 2011
(A) RAW MATERIAL		
Opening Stock	324.64	317.57
ADD : Purchase & Divisional Transfers	2,008.45	2,910.51
	<u>2,333.09</u>	<u>3,228.09</u>
LESS : CLOSING STOCK	413.02	324.64
TOTAL (A)	<u>1,920.07</u>	<u>2,903.44</u>
(B) CONSUMPTION OF SPARES		
OPENING STOCK	20.71	18.17
ADD : Purchase	41.55	59.78
	<u>62.26</u>	<u>77.95</u>
LESS : CLOSING STOCK	25.94	20.71
TOTAL (B)	<u>36.33</u>	<u>57.24</u>
TOTAL : (A+B)	<u>1,956.40</u>	<u>2,960.68</u>

The Sales revenue from operations & consumption of Raw material for the year ended 31/03/2011 includes the value of Inter Division Sales & Purchase Respectively aggregating of Rs. 618.54 Lacs. During the year the Company has changed the method accounting of sales revenue from operations & consumptions of raw material by excluding the value of interdivision Sales/purchases of Rs. 708.06 Lacs for the current year. The above has no effect in overall profit / loss of the year. Consequently the sales of the earlier year is overstated to the extent of Rs. 618.54 Lacs.

NOTE 24 : CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

CLOSING STOCK		
- Finished Goods	335.64	243.78
- Semi Finished Goods	35.76	33.32
TOTAL (A)	<u>371.40</u>	<u>277.11</u>
LESS : OPENING STOCK		
- Finished Goods	243.78	81.51
- Semi Finished Goods	33.32	15.72
TOTAL (B)	<u>277.11</u>	<u>96.77</u>
INCREASE/(DECREASE) IN STOCK (A - B)	<u>94.29</u>	<u>180.33</u>

NOTE 25 : EMPLOYEE BENEFITS EXPENSES

Salary, Wages, Bonus & Leave Salary	387.19	326.26
Contribution to Provident Fund & Other Funds	17.32	15.07
Gratuity	6.80	6.98
Staff Recruitment Expenses	1.07	2.08
Staff Welfare & Other Amenities	36.03	32.39
TOTAL	<u>448.41</u>	<u>382.79</u>

NOTE 26 : FINANCE COST

Interest	87.83	65.62
Other Borrowing Cost	13.69	26.36
TOTAL	<u>101.52</u>	<u>91.98</u>

PREMCO GLOBAL LTD.

	AS AT 31 MAR 2012	(Rs. in Lacs) AS AT 31 MAR 2011
NOTE 27 : OTHER EXPENSES		
A. MANUFACTURING EXPENSES		
Diesel Expenses	14.92	12.61
Electricity Charges	110.50	99.10
Factory Expenses	2.69	5.70
Repairs & Maintenance - Building	12.59	8.96
Repairs & Maintenance - Plant & Machinery	3.09	2.07
Repairs & Maintenance - Others	33.91	44.26
Labour Charges	78.17	69.63
Proessing Charges	149.79	150.50
Testing Charges	2.51	0.99
TOTAL (A)	408.19	393.81
B. SELLING & DISTRIBUTION EXPENSES		
Freight & Forwarding Charges	91.16	120.61
Others	38.35	37.26
TOTAL (B)	129.51	157.87
C. ADMIN EXPENSES		
Repairs & Maintainance	2.20	2.88
Internal Audit Fees	0.60	0.60
Auditors Remuneration & Expenses (Refer Note 31)	2.49	1.49
Donation	8.00	8.60
Insurance Charges	6.61	7.47
Lease Rent-Car	4.99	4.98
Legal & Professional Charges	27.53	24.42
Loss on Sale of Machinery	27.35	2.97
Miscellaneous Expenses	43.47	38.75
Conveyance & Traveling	65.08	72.54
Prior Period Expenses	3.43	12.40
Rent	51.86	38.66
Bad Debts	0.70	-
Entry Tax	6.68	-
Property Tax	0.57	0.53
Sundry Balances W / Off	0.18	8.96
Total (C)	251.74	225.24
Grand Total (a+b+c)	789.44	776.92

NOTE 28 :

Contingent Liabilities :

- a) Unredeemed Bank Guarantees are Rs.18.90 Lacs (P.Y.Rs.18.64 Lacs)
- b) Claims against the company not acknowledged as debts
 - Claims Rs. Nil (P. Y. 503.35 Lacs)
 - Income Tax Liability Rs. 2.42 Lacs (P.Y. 32.01 Lacs)

NOTE 29 :

The balance confirmations in respect of debtors, creditors, advances, loans and deposits as at 31st March 2012 have been called for and are subject to confirmation & reconciliation as the necessary communication in this respect is not received from them. The management has scrutinized the accounts and the balances appearing in the Balance Sheet are correct.

NOTE 30 :

In the opinion of the management, no item of current assets, loans and advances has a value on realisation in the ordinary course of business, which is less than the amount of value at which it is stated in the Balance Sheet, unless otherwise specified.

NOTE 31 :

Payment to Auditors

	2011-12	2010-11
	(Rs. In Lacs)	(Rs. In Lacs)
a) Audit Fees	1.32	0.88
b) Tax Audit Fees	0.44	0.22
c) Other Consultancy Matters	0.58	0.28
d) out of Pocket Expenses	0.15	0.11
	<u>2.49</u>	<u>1.49</u>

NOTE 32 :

Foreign Currency exposure that are not hedged by derivative instruments or otherwise are as follows:

Particulars	31.03.2012		31.03.2011	
	Amount (USD \$ in Lacs)	Amount (Rs. in Lacs)	Amount (USD \$ in Lacs)	Amount (Rs. in Lacs)
Sundry Creditors/Outstanding Letter of Credit on Import	USD \$ 0.97	Rs. 49.26	USD \$ NIL	Rs.NIL
Sundry Debtors	USD \$ 4.48	Rs. 228.14	USD \$ 5.72	Rs.254.11
Letter of Packing Credit	USD \$ NIL	Rs. NIL	USD \$ 0.38	Rs.16.93
Balance in EFC A/c	USD \$ 1.49	Rs. 75.71	USD \$ 1.18	Rs.52.44

PREMCO GLOBAL LTD.

NOTE 33 :

Consequent to the adoption of Accounting standard on Employee benefits (AS 15) (Revised 2005) issued by the institute of Chartered Accountants of India, the following disclosures have been made by the Standard :

a) The details on Company's Gratuity and Leave Encashment liabilities employees are given below which is certified by the actuary and relied upon by the auditors.

	Gratuity Rs. (in Lacs)		Leave encashment Rs. (in Lacs)	
	31.03.12	31.03.11	31.03.12	31.03.11
Change in Benefit Obligation				
Present Value of Obligation (Opening)	30.79	28.52	9.44	9.21
Interest Cost	2.46	2.28	0.75	0.74
Current Service Cost	5.74	5.29	2.58	1.16
Past Service Cost	NIL	NIL	NIL	NIL
Benefits Paid	(3.28)	(4.72)	(3.50)	(3.16)
Actuarial (Gain) Loss on Obligation	(1.40)	(0.59)	1.02	1.49
Present value of Obligation (Closing)	34.31	30.79	10.29	9.44
Fair Value of Plan Assets				
Fair value of plan Assets 01/04/2011	NIL	NIL	NIL	NIL
Expected Return on Plan Assets	NIL	NIL	NIL	NIL
Contribution	3.28	4.72	3.50	3.16
Benefits paid	(3.28)	(4.72)	(3.50)	(3.16)
Actuarial (Gain) Loss on Obligation	NIL	NIL	NIL	NIL
Present value of Obligation 31/3/2012	NIL	NIL	NIL	NIL
Balance Sheet Recognition				
Present Value of Obligation	34.31	30.79	10.29	9.44
Fare value of Plan Assets	NIL	NIL	NIL	NIL
Liabilities (Assets)	NIL	NIL	NIL	NIL
Un-recognised past Service Cost	NIL	NIL	NIL	NIL
Liability (Asset) recognized in the Balance Sheet	34.31	30.79	10.29	9.44
Profit and Loss – Expenses Recognition				
Current Service Cost	5.74	5.29	2.58	1.16
Interest Cost	2.46	2.28	0.75	0.74
Expected Return on Plan Assets	NIL	NIL	NIL	NIL
Net Actuarial Gain (Loss) Recognised in the year	(1.40)	(0.59)	1.02	1.49
Expenses to be recognized in P/L Account	6.80	6.98	4.35	3.39
Assumptions :				
Discount Rate		8.50 %		8.00 %
Expected Return on Plan Assts		0.00 %		0.00 %
Mortality		LIC(1994-96) Ultimate		LIC(1994-96) Ultimate
Future Salary Increases		6.00 % PA		5.50% PA
Attrition				8 % for Age (20-29), 4 % for Age (30-39) & 2 % there after .

NOTE 34 :
A) Segment Reporting

In the opinion of the management the company is mainly engaged in the business of manufacturing of Elastic Tapes and all other activities of the Company revolve around the main business, and as such, there are no separate reportable segments.

B) Secondary Business Segment:

Description	Mumbai		Dadra		Palghar		Vapi	
	Rs. (in Lacs)		Rs. (in Lacs)		Rs. (in Lacs)		Rs. (in Lacs)	
	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11	2011-12	2010-11
Segment Revenue (Gross)								
Within india	9.62	23.41	1,108.75	2,051.49	378.28	667.60	294.57	141.49
Outside India	0.00	0.00	1,273.78	1,280.02	26.07	69.27	323.86	96.61
Total Revenue (Gross)	9.62	23.41	2,382.53	3,331.51	404.35	736.87	618.43	238.10
Segment Fixed Assets (Gross)								
Within India	232.81	229.03	1,399.55	1,458.31	223.80	223.67	328.54	310.77
Outside India	-	-	-	-	-	-	-	-
Segment Assets (Gross)	232.81	229.03	1,399.55	1,458.31	223.80	223.67	328.54	310.77

NOTE 35:
Related Party Disclosures

- | | |
|---|------------------------------|
| a) List of Related Parties and Relationship | Relationship |
| 1. Premco Industries | Associate Firm |
| b) Key Management Personnel | |
| 1. Ashok B. Harjani | Chairman & Managing Director |
| 2. Lokesh P. Harjani | Director |
| c) Relatives of Key Management Personnel | |
| Mrs. Nisha P. Harjani | Relative |
| Mrs. Sonia A. Harjani | Relative |
| Mr. Prem B. Harjani | Relative |

PREMCO GLOBAL LTD.

d) Related Party Transactions	2011-12 Rs. (in Lacs)	2010-2011 Rs. (in Lacs)
I) From Associates Enterprises		
1. Purchase of Assets	3.67	0.00
2. Rent Paid	19.85	16.55
3. Loan /Advance Given (Closing Balance Rs. NIL /P.Y. Rs.NIL)	15.30	3.27
4. Loan taken (Closing Balance Rs. NIL /P.Y. Rs NIL)	88.00	0.00
5. Deposit Given (Closing Balance Rs. 18 Lacs / P.Y. 9 Lacs)	9.0	0.00
6. Interest Paid	7.11	0.00
II) From Key Management Persons		
1. Car Hire Charges Paid	3.72	3.71
2. Remuneration, Bonus & Perks	28.90	29.23
3. Imprest Account (Closing Balance Rs. NIL /P.Y Nil)	0.14	0.55
4. Tour Advance (Closing Balance Rs. NIL/P.Y Rs. (0.06) Lacs)	43.06	41.04
5. Reimbursement of expenses	12.55	916
6. Loan / Advance Given (Closing Balance Rs. NIL/P.Y Rs. NIL)	1.64	0.00
7. Loan Taken (Closing Balance Rs. NIL/P.Y Rs. NIL)	55.00	0.00
8. Interest Paid	0.87	0.00
III) From Relative of Key Management Persons		
1. Loan Taken (Closing Bal NIL/P.Y Rs.NIL)	142.00	50.50
2. Car Hire Charges Paid	1.27	1.27
3. Remuneration, Bonus & Perks	14.55	11.62
4. Interest Paid	10.06	5.27
5. Imprest Account (Closing Balance Rs. NIL /P.Y Rs.NIL)	0.50	0.55
6. Tour Advance (Closing Balance Rs. NIL /P.Y Rs.NIL)	1.48	2.30
7. Reimbursement of expenses	2.15	2.02

NOTE 36 :

Information (to the extent applicable) pursuant to AS 19 :

The Company's significant leasing arrangements are in respect of operating leases for premises (factory, office, premises etc.). These leasing arrangements which are not non-cancellable range between 11 months and 5 years generally, or longer, and are usually renewable by mutual consent on mutually agreeable terms. The aggregate leaserentals payable are charged as rent under Note 27

The particulars of these leases are as follows:

(Rs. In Lacs)

PARTICULARS	2011 - 12	2010 - 11
Future Minimum lease payments obligation on non-cancelable operating leases :		
Not later than one year	59.86	48.55
Later than one year and not later than five years.	88.33	53.04
Later than five years	-	-
Lease payments recognized in Profit & Loss Account	51.86	38.66
Lease Payments capitalized with Fixed Assets.	-	10.15

NOTE 37 :

Earning Per Share :

Earning per share computed in accordance with Accounting Standard 20 : 'Earning Per Share'

Basic & Diluted :	Current Year	Previous Year
Profit after Tax as per Accounts is Rs. In lacs	61.09	135.55
No. of Shares Issued of Rs. 10/- each (No. In lacs)	30.36	30.36
Basic & Diluted EPS (Rs.)	2.01	4.46

NOTE 38 :

Information pursuant to Para 3 & 4 of Part II of Schedule VI of the Companies Act, 1956 (to the extent available and as certified by the management) is as under :-

a) Production of Finished Goods

Description	Units	Current Year	Previous Year
Elastic Tapes	Lacs Mtrs	516.87	730.45

b) Quantitative information in respect of Opening Stock, Closing Stock, Sales and Consumption of Raw Materials (As Certified by Management)
I) Opening Stock of Finished Goods

Description	Units	Current Year		Previous Year	
		Quantity	Value (Rs. in Lacs)	Quantity	Value (Rs in Lacs)
Elastic Tapes	Lacs Mtrs	58.87	243.78	30.61	81.51

II) Closing Stock of Finished Goods

Description	Units	Current Year		Previous Year	
		Quantity	Value (Rs. in Lacs)	Quantity	Value (Rs in Lacs)
Elastic Tapes	Lacs Mtrs	71.20	335.64	58.86	243.78

III) Sales & Services

Description	Units	Current Year		Previous Year	
		Quantity	Value (Rs. in Lacs)	Quantity	Value (Rs in Lacs)
Elastic Tapes	Lacs Mtrs	504.53	3,272.97	702.20	3,761.47
Others			12.87		470.09
Total			3,285.84		4,231.56

IV) Raw Material & Spares Consumed

Description	Units	Current Year		Previous Year	
		Quantity	Value (Rs. in Lacs)	Quantity	Value (Rs in Lacs)
Polyester	MT	695.21	894.60	821.50	1,151.50
Nylon	MT	170.97	427.82	232.65	601.49
Rubber	MT	300.54	540.26	338.14	697.54
Others			93.72		510.16
Total			1,956.40		2,960.68

V) Consumption of Imported & Indigenous Items

Description	2011-2012		2010-2011	
	Rs. (In Lacs)	% of Total Consumption	Rs. (in Lacs)	% of Total Consumption
A. Raw Material & Components				
Imported	230.34	11.77 %	196.55	6.64 %
Indigenous	1,689.73	86.37 %	2,706.89	91.43 %
Sub-Total	1,920.07	98.14 %	2,903.44	98.07 %
B. Stores & Spares				
Imported	-	-	-	-
Indigenous	36.33	1.86 %	57.24	1.93 %
Sub-Total	36.33	1.86 %	57.24	1.93 %
Grand Total	1,956.40	100.00 %	2,960.68	100.00 %

PREMCO GLOBAL LTD.

VI. CIF value of Imports:

Description	Current Year (Rs. in Lacs)	Previous Year (Rs. in Lacs)
Raw Material	188.44	158.03
Capital Goods	10.09	157.83

VII. Expenditure in Foreign Currency

Description	Current Year (Rs. in Lacs)	Previous Year (Rs. in Lacs)
Travelling	40.51	49.76
Testing Charges	-	0.21
License Fees	-	0.48
Advance against Machinery	26.31	-

VIII. Earning in Foreign Currency:

Description	Current Year (Rs. in Lacs)	Previous Year (Rs. in Lacs)
FOB Value of Exports	1,585.53	1,445.90

IX) Net Dividend remitted in Foreign Exchange

Particulars	Amount (Rs. In Lacs)
Final Dividend 10-11 to 8 Shareholders on 13,700 Shares	0.16
Final Dividend 09-10 to 9 Shareholders on 14,000 Shares	0.17

NOTE 39 :

The Financial Statements for the year ended March 31,2011 had been prepared as per the then applicable, per-revised schedule VI to the Companies Act 1956, the financial statements for the year ended March 31,2012 are prepared as per Revised Schedule VI. Accordingly, the previous year figure have also been reclassified to conform to this year's classification. The adoption of Revised Schedule VI for the previous year figures does not impact recognition and measurement principals followed for preparation of financial statements.

As per our Annexed Report of even date

For S.P. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 103969W

KAPIL K. JAIN
PARTNER
Membership No. 108521.

Place : Mumbai.
Dated : 19th May, 2012

For & on behalf of the Board

ASHOK B. HARJANI
DIRECTOR

LOKESH P. HARJANI
DIRECTOR

PREMCO GLOBAL LTD.

FINANCIAL HIGHLIGHTS

(Rs. in Lacs)

	2011-2012	2010-2011	2009-2010	2008-2009	2007-2008	2006-2007	2005-2006	2004-2005	2003-2004	2002-2003
Sales	3,377.04	4,231.56	2,806.39	3,011.43	2,429.98	2,295.23	2,070.42	2,121.37	1,830.92	1,699.57
Total Income	3,414.94	4,510.23	2,885.83	3,071.53	2,476.38	2,329.41	2,068.17	2,010.56	1,844.83	1,705.31
Operating Profit	314.98	389.84	295.15	357.39	290.20	261.37	220.66	229.83	222.10	226.39
Interest	101.52	91.98	37.09	58.01	45.77	80.02	53.26	67.43	81.66	94.50
Depreciation	103.57	101.20	78.80	78.67	80.36	75.11	70.02	68.07	65.36	7,098.00
Profit Before Tax	109.90	196.66	179.26	220.71	164.07	106.24	97.38	94.33	75.08	60.90
Provision for Taxation	46.03	38.33	70.69	78.82	56.75	36.29	34.88	14.00	5.15	4.63
Profit After Tax	63.86	158.33	108.57	141.89	107.32	70.24	62.50	80.33	69.63	56.27
Provision for Deferred Tax	2.77	22.78	3.25	(4.75)	(3.72)	(11.20)	(11.52)	(2.22)	(3.08)	(1.59)
Provision for Fringe Benefit Tax	-	-	-	6.82	3.50	3.00	4.33	-	-	-
EXTRA ORDINARY ITEM	-	-	-	-	60.73	-	-	-	-	-
Net Profit (+) /Loss (-)	61.09	135.55	105.32	139.82	46.81	78.15	69.69	82.55	73.01	57.86
Equity Dividend %	0.12	0.12	0.12	0.12	0.12	0.08	-	-	-	-
Dividend Payout	35.53	35.53	35.53	35.53	34.59	23.79	-	-	-	-
Paid up Share Capital	301.36	301.36	301.36	301.36	297.40	297.40	297.40	297.40	297.40	297.40
Reserve & Surplus	1,296.95	1,277.15	1,182.90	1,119.02	1,006.87	1,007.81	1,179.00	1,109.31	1,010.36	937.35
Deferred Tax Liability	229.74	226.97	204.19	200.93	205.68	209.40	-	-	-	-
Net Worth	1,828.04	1,805.48	1,688.45	1,621.31	1,509.95	1,514.61	1,476.40	1,406.71	1,307.76	1,234.75
Gross Fixed Assets	2,184.69	2,221.77	1,813.29	1,692.15	1,636.90	1,692.56	1,528.64	1,458.66	1,381.28	1,372.79
Net Fixed Assets	1,290.07	1,365.75	1,043.07	994.09	1,011.31	1,031.53	932.92	932.96	921.70	971.27
E.P.S.- Rs.	2.01	4.46	3.47	4.61	1.54	2.57	2.30	2.72	2.40	1.91
Book Value - Rs.	60.21	59.46	75.88	53.40	49.73	50.29	48.63	46.33	43.08	40.67
Debt : Equity Ratio	0.28:1	0.30:1	0.20:1	0.08:1	0.10:1	0.16:1	0.20:1	1.01:1	0.59:1	0.44:1
Number of Investors	1,266	1,302	1,316	1,395	1,395	1,487	1,606	1,872	1,853	1,884
Number of Employees	168	181	134	131	138	129	131	143	124	124

*Note : Interdivision transfer is not consider as sales from FY 2011-12 onwards.

The Company Shares are listed in Mumbai & Ahmedabad Stock Exchange. The requisite listing fees have been paid.

PREMCO GLOBAL LTD.

FINANCIAL HIGHLIGHTS

(Rs. in Lacs)

	2011-2012	2010-2011	2009-2010	2008-2009	2007-2008	2006-2007	2005-2006	2004-2005	2003-2004	2002-2003
Sales	3,377.04	4,231.56	2,806.39	3,011.43	2,429.98	2,295.23	2,070.42	2,121.37	1,830.92	1,699.57
Total Income	3,414.94	4,510.23	2,885.83	3,071.53	2,476.38	2,329.41	2,068.17	2,010.56	1,844.83	1,705.31
Operating Profit	314.98	389.84	295.15	357.39	290.20	261.37	220.66	229.83	222.10	226.39
Interest	101.52	91.98	37.09	58.01	45.77	80.02	53.26	67.43	81.66	94.50
Depreciation	103.57	101.20	78.80	78.67	80.36	75.11	70.02	68.07	65.36	7,098.00
Profit Before Tax	109.90	196.66	179.26	220.71	164.07	106.24	97.38	94.33	75.08	60.90
Provision for Taxation	46.03	38.33	70.69	78.82	56.75	36.29	34.88	14.00	5.15	4.63
Profit After Tax	63.86	158.33	108.57	141.89	107.32	70.24	62.50	80.33	69.63	56.27
Provision for Deferred Tax	2.77	22.78	3.25	(4.75)	(3.72)	(11.20)	(11.52)	(2.22)	(3.08)	(1.59)
Provision for Fringe Benefit Tax	-	-	-	6.82	3.50	3.00	4.33	-	-	-
EXTRA ORDINARY ITEM	-	-	-	-	60.73	-	-	-	-	-
Net Profit (+) /Loss (-)	61.09	135.55	105.32	139.82	46.81	78.15	69.69	82.55	73.01	57.86
Equity Dividend %	0.12	0.12	0.12	0.12	0.12	0.08	-	-	-	-
Dividend Payout	35.53	35.53	35.53	35.53	34.59	23.79	-	-	-	-
Paid up Share Capital	301.36	301.36	301.36	301.36	297.40	297.40	297.40	297.40	297.40	297.40
Reserve & Surplus	1,296.95	1,277.15	1,182.90	1,119.02	1,006.87	1,007.81	1,179.00	1,109.31	1,010.36	937.35
Deferred Tax Liability	229.74	226.97	204.19	200.93	205.68	209.40	-	-	-	-
Net Worth	1,828.04	1,805.48	1,688.45	1,621.31	1,509.95	1,514.61	1,476.40	1,406.71	1,307.76	1,234.75
Gross Fixed Assets	2,184.69	2,221.77	1,813.29	1,692.15	1,636.90	1,692.56	1,528.64	1,458.66	1,381.28	1,372.79
Net Fixed Assets	1,290.07	1,365.75	1,043.07	994.09	1,011.31	1,031.53	932.92	932.96	921.70	971.27
E.P.S.- Rs.	2.01	4.46	3.47	4.61	1.54	2.57	2.30	2.72	2.40	1.91
Book Value - Rs.	60.21	59.46	75.88	53.40	49.73	50.29	48.63	46.33	43.08	40.67
Debt : Equity Ratio	0.28:1	0.30:1	0.20:1	0.08:1	0.10:1	0.16:1	0.20:1	1.01:1	0.59:1	0.44:1
Number of Investors	1,266	1,302	1,316	1,395	1,395	1,487	1,606	1,872	1,853	1,884
Number of Employees	168	181	134	131	138	129	131	143	124	124

*Note : Interdivision transfer is not consider as sales from FY 2011-12 onwards.

The Company Shares are listed in Mumbai & Ahmedabad Stock Exchange. The requisite listing fees have been paid.

ECS MANDATE FORM

1. Shareholder's name (in Block Letters) : _____
: (First holder)
: _____
: Joint holder)

2. Folio Number (for Physical shares) : _____

3. Number of Shares : _____

4. Bank Name : _____

5. Branch Name & Address : _____

6. Status of Investor : Resident Non-Resident
(Mark " " in the appropriate box)

7. Account Type : SB A/C Current A/C
(Mark " " in the appropriate box)
Other

8. Account Number : _____

9. Ledger Folio No. of the A/C : _____
(If appearing on Cheque Book)

10. Nine digit code number of Bank and Branch appearing on the Cheque :

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I/we hereby declare that the particulars given above are correct and complete. If credit is not effected for reasons of incomplete or incorrect information, I/we would not hold the Company responsible.

Dated : _____

Signature of the First holder
(as appearing in the Company's records)

Note : In case, shares are held in electronic form, kindly submit ECS particulars to your Depository Participants. (DPs)

Certificate of the Shareholder's Bank

Certified that the particulars of the Bank Account furnished above are correct as per our records.

Bank Stamp :

Signature of the authroised
official of the Bank

Date : _____

Note : Please attach a photocopy of cheque issued by your bank relating to your above account for verifying the accuracy of the code number.

PREMCO GLOBAL LTD.



Regd.Off. : Premco House, A/26, MIDC, Street No. 3, Andheri (East), Mumbai - 400 093.

FORM OF PROXY

I/We _____

being a member/members of the above named company hereby appoint _____

_____ of _____

_____ of _____

as my/our proxy to vote for me/us on my/our behalf at the 28th Annual General meeting of the Company to be held at 9.30 am. on Tuesday, 18th September 2012

Dated _____

Folio No. _____

No. of Shares _____

Revenue
Stamp
1 Rupee

Signature

- Note :
1. Proxy need not be a member.
 2. Proxy Forms must reach the Company's Registered Office not less than 48 hours before the meeting
 3. Photo ID

PREMCO GLOBAL LTD.



Regd.Off. : Premco House, A/26, MIDC, Street No. 3, Andheri (East), Mumbai - 400 093.

ATTENDANCE SLIP

To be filled in and handed over at the entrance of the Meeting Hall

Regd. Folio No _____

No. of Shares _____

Name of the attending Member (in BLOCK LETTERS)

Name of the Proxy (in BLOCK LETTERS)
To be filled in the Proxy attends instead of the Members)

I hereby record my presence at the 28th ANNUAL GENERAL MEETING of the Company being held at "Premco House, A/26, MIDC, Street No. 3, Andheri (East), Mumbai - 400 093. on Tuesday, 18th September, 2012 at 9.30 a.m.

Signature

Book - Post

If undelivered please return to :

PREMCO GLOBAL LTD.

Regd.Off. : Premco House, A/26, MIDC,
Street No. 3, Andheri (East),
Mumbai - 400 093.