

**38<sup>th</sup>**

**ANNUAL REPORT**

**2011-2012**



**STI PRODUCTS INDIA LIMITED**

## CORPORATE INFORMATIONS

- Directors** : Mr. K. N. Garg - Chairman  
Mr. Nirmal Singh - Director  
Mr. Vivek Loiwal - Director
- Statutory Auditors** : M/s. G. R. S. R. A. & Co.,  
Chartered Accountants  
No. 178, I Floor, 5th Main,  
4th Cross, J P Nagar 3rd Phase,  
BANGALORE - 560 078
- Registered Office** : No.62, AG'S Layout,  
New BEL Road,  
Bangalore - 560 054  
Phone: ++91 - 080 - 41482091 - 92
- Registrar & Share  
Transfer Agent** : *Bangalore Office:*  
M/s. Link Intime India Pvt. Ltd.  
543A, 7th Main, 3rd Cross,  
Hanumanthnagar,  
Bangalore - 560 019  
Phone : ++91 - 080 - 2650 9004
- Mumbai Office:*  
M/s. Link Intime India Pvt. Ltd.  
C-13, Pannalal Silk Mills Compound,  
Kantilal Maganlal Indl. Estate,  
L.B.S. Road, Bhandup West,  
Mumbai - 400 080.  
Phone : ++ 91 - 022 - 2596 3838

## NOTICE

Notice is hereby given that the 38th Annual General Meeting of the Members of STI Products India Limited will be held on Saturday, the 29th day of September, 2012 at 11.00 AM at the Regd. Office of the Company Situated at No.62, AG's Layout, New BEL Road, Bangalore - 560 054 to transact the following business:

## A. ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 and Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and the Auditors' thereon.
2. To appoint a Director in place of Mr. Vivek Loiwal who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint M/s S M N P & Co., Chartered Accountants of Mumbai as Statutory Auditors of the Company in place of the retiring auditors M/s G R S R A & Co. Chartered Accountants, Bangalore and to fix their remuneration, and for that purpose, to pass the following resolution as an Ordinary Resolution:  
**"RESOLVED THAT M/s S M N P & Co., Chartered Accountants, Mumbai be and are hereby appointed as the Statutory Auditors of the company in place of the retiring auditors M/s G R S R A & Co. Chartered Accountants, Bangalore to hold the office of the auditors till the conclusion of the next annual general meeting on such remuneration as may be determined by the Board of directors of the company."**

## B. SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass with or without modification(s), the following resolution, as an Ordinary Resolution:  
**"RESOLVED THAT Pursuant to provisions of Section 383A (1) of the Companies Act, 1956 M/s. Rao Saklecha & Co., Practicing Company Secretary, Indore, be and is hereby re-appointed as Secretarial Auditor for issue of the Compliance Certificate and to hold office till conclusion of the next Annual General Meeting at remuneration of Rs.2,500/- plus Service Tax and other out of pocket expenses as may be incurred."**

Place: Indore  
Date: 7th July, 2012

For and on behalf of the Board of Directors  
For STI PRODUCTS INDIA LIMITED

Regd Off: 62 AG's Layout, New BEL Road,  
Bangalore - 560054 (Karnataka)

(K. N. Garg)  
Chairman

## NOTES:

1. The information as required under listing agreements and the relative Explanatory Statement for Special Business pursuant to Section 173(2) of the Companies Act, 1956 and all other applicable laws is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE MEETING INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**  
The proxy form to be effective must be lodged duly completed and stamped at the Registered Office of the Company at least 48 hours before the time for holding the meeting.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from 24th September, 2012 to 29th September, 2012 (both days inclusive).
4. Members are requested to send their queries, if any, relating to the Annual Accounts and Reports at least one week prior to the date of meeting.
5. The National Security Depository Limited (NSDL) has also admitted Company's Equity shares into demat and the members can now hold the shares of the Company in the electronic form with NSDL through their depository account. The equity shares of the Company shall be traded only in dematerialized mode on the Stock Exchanges. However there is no trading in the shares of the Company for a long period. The ISIN Code allotted by NSDL to the Equity Shares of the Company is **INE205G01014**.
6. The Ministry of Corporate Affairs ('MCA') has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by companies and has issued Circular No. 17/2011 dated April 21, 2011 and another Circular 188/2011 dated April 29, 2011. This will ensure prompt receipt of communication, avoid loss in postal transit and reduce paper consumption besides entailing other benefits. Hence, Members are requested to provide their email ID to the depositories who are holding their shares in demat form and the members who are holding their shares in physical form may send the duly filed form to our Registrar and Share Transfer Agent M/s Link Intime India Private Limited at their following offices address for sending the document in electronic form.:

**Bangalore Office:**

M/s. Link Intime India Pvt. Ltd.  
543A, 7th Main, 3rd Cross,  
Hanumanthnagar, Bangalore - 560 019  
Phone: (080) 2650 9004

**Mumbai Office:**

M/s. Link Intime India Pvt. Ltd.  
C-13, Pannalal Silk Mills Compound,  
L.B.S. Marg, Bhandup (W) Mumbai-400 078  
Phone: (022) 25963838

7. Any change of address of the Members may please be notified to the Registrar and Transfer Agent quoting their Registered Folio No.
8. Members who wish to dematerialize the share or seek any information regarding transfer of shares are requested to contact the Company's Registrar and Share Transfer Agent.
9. Members attending the meeting are requested to bring with them the Attendance Slip attached to the Annual Report duly filled in and signed and handover the same at the entrance of the hall.
10. Information under clause 49 of the Listing Agreement with the Stock Exchange in respect of Director seeking re-appointment at the Annual General Meeting is appended below.

**MR. VIVEK LOIWAL (ITEM NO. 2)**

Mr. Vivek Loiwal, Director of the Company is to retire by rotation at the ensuing Annual General Meeting and being available offer himself for re-appointment.

Mr. Vivek Loiwal has a wide range of experience and expertise in marketing of Textile products. He also has rich experience of business and industry, both the domestic and international, and his presence on the Board would be beneficial to the Company.

Your Directors recommend his re-appointment, as Director liable to retire by rotation, for the approval of members. None of the Directors of the company other than Mr. Vivek Loiwal is concerned or interested in the resolution.

**NOTES ON APPOINTMENT OF M/S S M N P & CO., CHARTERED ACCOUNTANT, AS STATUTORY AUDITOR OF THE COMPANY.**

**FOR ITEM NO. 3**

The Company has received a special notice dated 05th Day of July, 2012 from Ms. Rajni Baheti, Member of the Company, having 1,48,000 equity shares of Rs. 10/- each of the Company, signifying her intention to propose the appointment of M/s S M N P & Co., Chartered Accountants, Mumbai as the Statutory Auditor of the Company for the financial year 2012-13, in place of existing Statutory Auditor M/s G R S R A & Co. Chartered Accountants, Bangalore.

Based on such special notice of member and further recommendation by the Audit Committee, the Board of Director, has it meeting held on 07th July, 2012 recommended the appointment of M/s S M N P & Co., Chartered Accountants, Mumbai as the Statutory Auditor of the Company for the financial year 2012-13 in place of M/s G R S R A & Co. Chartered Accountants, Bangalore.

M/s S M N P & Co., Chartered Accountants, Mumbai has expressed its willingness to act as statutory auditors of the Company, if appointed, and have further confirmed that the said appointment would be in conformity with the provisions of Section 224(1B) of the Act.

Therefore, members' approval is being sought for the appointment of M/s S M N P & Co., Chartered Accountants as the statutory auditor and to authorise the Board of Directors, on the recommendation of the Audit Committee, to determine the remuneration payable to them.

None of the Directors is concerned or interested in this resolution. Your Directors recommend the resolution for your approval.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956**

**FOR ITEM NO. 4**

As per the amendment in Section 383A of Companies Act, 1956 read along with Companies (Appointment and Qualification of Secretary) Rules, 1988, Company is required to obtain a certificate from a secretary in whole-time-practice under the Companies (Compliance Certificate) Rules, 2001 accordingly, M/s. Rao Saklecha & Co., Practicing Company Secretary, Indore the Secretarial Auditors of the Company to be appointed from the conclusion of ensuing Annual General Meeting till conclusion next Annual General Meeting.

The resolution as included in the Notice as Item No.4 of Special Business is recommended to the Members of the Company for their approval.

None of the Directors are concerned or interested in the above resolution.

Place: Indore  
Date: 7th July, 2012

For and on behalf of the Board of Directors  
For STI PRODUCTS INDIA LIMITED

Regd Off: 62 AG's Layout, New BEL Road,  
Bangalore - 560054 (Karnataka)

(K. N. Garg)  
Chairman

## DIRECTORS' REPORT

Dear Members,

The Directors have pleasure in presenting the 38th Annual Report of the Company with the Audited Statement of Accounts for the year ended 31st March, 2012.

### FINANCIAL HIGHLIGHTS

The Financial Results of the Company for the year ended 31st March, 2012 are as under:

Particulars	For the Year Ended 2011-12	For the Year Ended 2010-11
Sales/Revenue from Operations	-	-
Manufacturing & Administrative Expenditures	1.79	0.93
(Loss) before Interest, Depreciation & Tax	(1.79)	(0.93)
Less: Interest, Depreciation & Tax	-	-
(Loss) After Interest, Depreciation & Tax but Before Exceptional Items	(1.79)	(0.93)
Exceptional Items	3.29	-
(Loss) before Taxation	(5.08)	(0.93)
Taxation	-	-
Net Loss for the year	(5.08)	(0.93)

### CLOSURE OF THE COMPANY

With a view to conserve resources from further depletion and to save administrative cost, the Company has given a closure notice on 1st June, 2004 to the Labour Secretary, Department of Labour, Government of Karnataka, Bangalore. The dues of all the employees and workers of the Company have been settled and for more than 2 years there is no employee working in the Company. The Company also does not own any assets for its operations.

### OPERATIONS

During the year under review, the Company could not operate its business satisfactorily due to non-availability of any business opportunity. Therefore, revenue from operation was nil during 2011-12.

### FUTURE OUTLOOK

The management of the Company expects to commence operations at any other alternate place and therefore any turning around of the Company in the near future is very likely.

### DIVIDEND

In view of the accumulated losses, your Directors regret their inability to recommend dividend for the year.

## **FIXED DEPOSITS**

The Company has not accepted deposits from the public during the year.

## **DIRECTORS**

Mr. Vivek Loiwal, Director of your Company retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

## **AUDITORS**

The Company has received a notice dated 05th July, 2012 from Ms. Rajni Baheti, Member of the Company, having 1,48,000 Equity Shares of Rs. 10/- each, of the Company, requiring that M/s S M N P & Co., Chartered Accountant, Mumbai be appointed as statutory auditor of the Company in place of retiring auditor M/s G R S R A & CO., Chartered Accountants, Bangalore.

M/s S M N P & Co., Chartered Accountant, Mumbai has given their consent letter to act as Statutory Auditors of the Company and a certificate to the effect that their appointment as a Statutory Auditors, if made would be in accordance with the limit specified in Section 224(IB) of the Companies Act, 1956.

Now, your Directors recommend the appointment of M/s S M N P & Co., Chartered Accountant, Mumbai as Statutory Auditors of the Company from conclusion of the ensuing Annual General Meeting till conclusion of the next Annual General Meeting.

Necessary resolution for appointment of M/s S M N P & Co., Chartered Accountant, Mumbai, as Statutory Auditors is being proposed in the notice for approval of the Shareholders.

## **AUDITORS' REPORT**

There are no specific observations in the Auditors' Report requiring further comments under Section 217(3) of the Companies Act, 1956.

## **SECRETARIAL COMPLIANCE CERTIFICATE**

As required under the amended provisions of Section 383A of the Companies Act, 1956 a Secretarial Compliance Certificate obtained from Practising Company Secretary is enclosed with the Directors' Report.

## **REPORT ON CORPORATE GOVERNANCE**

The Company has fairly complied with the requirement of Corporate Governance in terms of Clause 49 of the listing agreement. A detailed report on Corporate Governance is given in the Annexure I which form part of this report.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Your Directors confirm that:

- ❖ in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ❖ the accounting policies are consistently applied and reasonable, prudent judgment and

estimates are made so as to give a true and fair view of the state of affairs of the company at the end of the financial year;

- ❖ the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- ❖ the Directors have prepared the annual accounts considering that all the fixed assets of the company or have been disposed off, dismissal of reference with BIFR, Settlement of workers, absence of any operations for last few years and absence of any possibility to restart the operational activity in near future.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

Information as required under section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosures of particulars in report of the Board of Directors) Rules, 1988, is not applicable on the Company in view of no manufacturing operations in the company during the year.

#### **PARTICULARS OF EMPLOYEES**

The provisions of Section 217 (2A) of the Companies Act, 1956 are not applicable on the company as there is no employee in the company.

#### **INDUSTRIAL RELATIONS**

Industrial relations with the employees were cordial upto the date of settlement with them. Therefore the directors wish to record their appreciation of the sincere and dedicated support by the employees of the company at all levels upto the date of settlement.

#### **ACKNOWLEDGEMENT**

The Directors have pleasure in recording their appreciation of the continued assistance and co-operation extended to the Company by all the stakeholders.

For and on behalf of the Board of Directors  
**For STI PRODUCTS INDIA LIMITED**

**(K. N. Garg)**  
Chairman

Place: Indore  
Date: 07th July, 2012

**REPORT ON CORPORATE GOVERNANCE**

(As on 31st March, 2012 in terms of Clause 49 of the Listing Agreement)

**INTRODUCTION**

The Securities and Exchange Board of India has introduced a Code of Corporate Governance (Code) by way of amendment to the listing agreements with the Stock Exchanges. The Company has complied with the requirements of the Code.

**1. COMPANY'S PHILOSOPHY**

The objective of the Company's Corporate Governance is to comply with its mandatory provisions to the best possible way.

**2 IMPLEMENTATION**

As per the requirement of Listing Agreement with the Stock Exchanges, the Company is taking necessary steps to comply with the mandatory provisions of the Corporate Governance gradually from Financial Year 2002-03.

**3. BOARD OF DIRECTORS****a) Composition:**

As on 31st March, 2012, the Board of STI Products India Limited comprises of Three Directors. None of the Directors of the Company is a Member on more than 10 committees or Chairman of more than 5 committees (as specified in the Clause 49 of the Listing Agreement). The Board is primarily responsible for the overall management of the Company's business. The Composition of the Board during the financial year 2011-12 was as under:

Name of Directors	Category	No. of other Directorship	Board Committee(s) Memberships	
			Chairman	Member
Mr. K. N. Garg	Chairman, Non Executive	3	-	4
Mr. Nirmal Singh	Non Executive, Independent	-	1	3
Mr. Vivek Loibal	Non Executive, Independent	1	3	-

Note: Private & Foreign Companies Directorship are excluded.

**b) Brief Resume of directors proposed to be re-appointed: Re-appointment of Mr. Vivek Loibal, Director liable to retire by rotation:**

Mr. Vivek Loibal is proposed to be re-appointed as a Director of the Company liable to retire by rotation. Mr. Vivek Loibal has a wide range of experience and expertise in marketing of Textile products. He also has rich experience of business and industry, both the domestic and international, and his presence on the Board would be beneficial to the Company the Board of Directors recommends his reappointment.

**c) Board Meetings and Attendance of Directors:**

During the year 2011-12 Four Board Meetings were held on 30th June, 2011, 12th August, 2011, 20th October, 2011 and 13th February, 2012.



Name	Category	Designation	No. of meetings held	No. of meetings attended	Last AGM attended
Mr. K. N. Garg	Promoter, Non Executive	Chairman	04	04	Yes
Mr. Nirmal Singh	Independent, Non Executive	Director	04	03	No
Mr. Vivek Loibal	Independent, Non Executive	Director	04	04	No

**d) Sitting Fees**

None of the Directors' were paid Sitting Fees during Financial year 2011-12.

**4. BOARD COMMITTEES**

For effective and efficient functioning of the Company the Board has formed the following Committees:

Audit Committee, Remuneration Committee & Shareholders'/Investors' Grievance Cum Transfer Committee.

**a) AUDIT COMMITTEE**

**Terms of Reference**

Terms of Reference of the Audit Committee are as per the guidelines set out in the listing agreement with the Stock Exchanges and this inter-alia, include -

- i) Oversee Company's financial reporting process and the disclosure of its financial information to ensure financial statements are correct, sufficient and viable.
- ii) Recommend appointment and removal of Statutory Auditors, fixation of Audit fee, and also approve payment for other services.
- iii) Review the adequacy of internal control systems with the Management, Statutory and internal auditors.
- iv) Review the Company's financial and risk management policies.

**Composition:**

The Audit Committee is as under comprised of 3 directors out of which Two Directors are Independent and Non-Executive Directors. The Audit Committee is primarily responsible for the over all audit and accounts as per the terms of reference.

Sl. No.	Name of Directors/Members	Category
01	Mr. Vivek Loibal	Chairman
02	Mr. Nirmal Singh	Member
03	Mr. K. N. Garg	Member

Any two members present shall constitute the quorum.

**b) REMUNERATION COMMITTEE**

The Board of STI Products India Limited constituted the Remuneration Committee to address the policy on Remuneration packages, their service contracts etc. The remuneration policy of the Company for managerial personnel is primarily based on the following:

- i) to prepare performance link Remuneration Package and retiral benefits;
- ii) to track record, potentials and performance of individual managers;

- iii) to prepare policy for training, development, job rotation and delegation as important tools for optimum utilization of available man power resources; and
  - iv) to formalize guidelines for our sourcing skills and capabilities for new opportunities from the External competitive environment.
- However, the Board of Directors will decide remuneration to Non-Executive Directors.

**Composition:**

The Remuneration Committee is as under comprised of 3 directors and out of which two directors are Independent and Non-Executive Directors. The Remuneration Committee is primarily responsible for implementing the remuneration policy of the Company.

SI. No.	Name of Directors/Members	Category
01	Mr. K. N. Garg	Chairman
02	Mr. Nirmal Singh	Member
03	Mr. Vivek Loival	Member

Any two members present shall constitute the quorum.

**c) SHAREHOLDERS / INVESTOR'S GRIEVANCES CUM SHARE TRANSFER COMMITTEE:**

**Terms of Reference:**

The Board of STI Products India Limited constituted Shareholders/ Investors Grievance cum Share Transfer Committee to facilitate prompt and effective redressal of shareholders' complaints and the reporting of the same to the Board periodically.

**Composition:**

The Board of Directors of your Company formed a sub-committee of the Board as Shareholders / Investors Grievances cum share transfer committee consisting of 3 Non-Executive Directors. Any two members present shall constitute the quorum.

SI.No.	Name of Directors/Members	Category
01	Mr. K. N. Garg	Chairman
02	Mr. Nirmal Singh	Member
03	Mr. Vivek Loival	Member

**5. DISCLOSURES****a) Related Party Transactions:**

There are no related parties need to be disclosed, for any transaction of a material nature, that may have any potential conflict with the interests of the Company.

**b) Compliances by the Company:**

The Company has fairly complied with the requirements of the Stock Exchanges and SEBI. During the last three years, no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI on any matter.

**6. MEANS OF COMMUNICATION**

- ❖ Full annual report is sent to shareholder every year at their registered address.
- ❖ STI Products India Limited has been regularly sending quarterly / half-yearly / annual financial results to Stock Exchanges. These results are also sent to those shareholders who request for the same.

❖ The quarterly financial Results and Annual Report are also sent to Financial Institutions/analysts/Institutional investors on demand.

## 7. SHARE HOLDERS MEETINGS

AGM No.	Day & Date	Time	Venue
37th AGM	Friday, 30th September 2011	11.00 AM	No.62, AG's Layout, New BEL Road, Bangalore-560054
36th AGM	Thursday, 30th September 2010	11.00 AM	No.62, AG's Layout, New BEL Road, Bangalore-560054
35th AGM	Saturday, 26th September 2009	11.00 AM	No.62, AG's Layout, New BEL Road, Bangalore-560054

## 8. GENERAL SHAREHOLDERS INFORMATION

### a) 38th Annual General Meeting for the year 2012:

Date & Time : Saturday, 29th September, 2012 at 11.00 A.M.

Place : No.62, AG's Layout, BEL Road, Bangalore - 560 054.

### b) Financial Calendar:

Board Meeting for consideration of : 07th July, 2012

Accounts for financial year 2011-12

Book Closure Dates : 24.09.2012 to 29.09.2012

Date of 38th Annual General Meeting : 29th September, 2012

### c) The Shares of the Company are listed at following Stock Exchanges:

i) Bangalore Stock Exchange Limited, Bangalore

ii) Bombay Stock Exchange Limited, Mumbai

### d) Market Price Data:

The shares of the Company are listed at two Stock Exchanges, however the Shares were not traded on any Stock Exchange during the financial year 2011-12 hence the High and Low stock quotations are not available.

## 9. REGISTRARS & TRANSFER AGENTS:

As per SEBI directives with effect from 01/03/2003 the transfer of shares in physical mode is also handled by M/s Link Intime India Pvt. Ltd. Correspondence with regard to share transfers and change of address, nomination mandate are to be addressed to the Share Transfer Agent i. e. M/s Link Intime India Pvt. Ltd either at their above mentioned Mumbai address or at Bangalore address, which given below:

### Bangalore Office:

M/s. Link Intime India Pvt. Ltd.  
543/A, 7th Main, Hanumanthanagar,  
Bangalore - 560 019  
Ph.No.080-26509004,  
Email : bangalore@linkintime.co.in

### Mumbai Office:

M/s. Link Intime India Pvt. Ltd.  
C-13, Pannalal Silk Mills Compound,  
L.B.S. Marg, Bhandup (W), Mumbai - 400 080  
Ph. No. 022 - 2596 3838  
Email : binod.raai@linkintime.co.in

The Demat request as well as request for transfer / transmission may primarily be sent to the Registrar and Share Transfer Agent as above. Requests or complaint in other matters such as unpaid / Unclaimed Dividend, copy of Annual Report, Change of Address, Nomination, Mandate need to be sent to Company's Share Deptt. at its Regd. Office at No. 62, AG'S Layout, New Bel Road, Bangalore - 560 054.

**10. COMPULSORY DEMATERIALIZED TRADING**

The National Security Depository limited (NSDL) has admitted Company's Equity shares into demat and the shares of the Company can be now held by the members in the electronic form with NSDL through their depository account. The equity shares of the Company are now tradable in compulsory dematerialized mode on the Stock Exchanges. The Company has also applied to Central Depository Services (India) Ltd (CDSL) for the admission of Equity Shares of the Company into Demat and application is under processing. The ISIN Code allotted by NSDL to the Equity Shares of the Company is **INE205G01014**.

**11. SHARE TRANSFER SYSTEM**

- i. The Shareholders request is normally attended and reply is sent in 10-15 days.
- ii. As per SEBI directives, company has appointed M/s Link Intime India Pvt. Ltd. Mumbai, as common agency to handle physical transfer of shares as well as electronic mode also
- iii. The Share Transfer Committee normally meets once in a month.

**12. INVESTORS RELATIONS**

All complaints received from shareholders have been attended to. The complaints are generally replied in 8-10 days from the date of receipt. The Investors / members may write for their queries to Share Department of the Company.

**13. (a) DISTRIBUTION OF SHAREHOLDERS ACCORDING TO SHAREHOLDING**

Slab of Shareholding (No. of Shares)	No. of Shareholders	%	Nos. of Shares	%
1-500	4132	92.56	558975	13.97
501-1000	160	3.59	129975	3.25
1001-2000	94	2.11	139575	3.49
2001-3000	21	0.47	53600	1.34
3001-4000	14	0.31	52475	1.31
4001-5000	03	0.07	13500	0.34
5001-10000	13	0.29	98300	2.46
10001 & above	27	0.60	2953600	73.84
<b>Total</b>	<b>4464</b>	<b>100.00</b>	<b>4000000</b>	<b>100.00</b>

## 13. (b) Categories of shareholders as at 31st March, 2012.

Categories	No. of Shares	%
Promoters, Directors Relatives & Associates	2170275	54.26
Mutual Funds & UTI	98900	2.47
Banks, Fin. Institutions / Insurance Companies	53200	1.33
Non-Resident Indians / OCB's	100	0.00
Other Bodies Corporate	626975	15.67
Other General Public	1050550	26.26
<b>Total</b>	<b>4000000</b>	<b>100.00</b>

## 14. Compliance Certificate of the Auditors

The Company has obtained a certificate from the statutory Auditors regarding compliance of conditions of Corporate Governance as stipulated in Clause 49 (VII) of the Listing Agreement and the same is annexed.

For and on behalf of the Board of Directors  
For STI PRODUCTS INDIA LIMITED

(K. N. Garg)  
Chairman

Place: Indore  
Date: 07th July, 2012

**AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE  
UNDER CLAUSE 49 OF THE LISTING AGREEMENT**

To  
The Members of  
**STI PRODUCTS INDIA LIMITED,**

- We have examined the compliance of conditions of corporate governance by STI Products India Limited, for the year ended 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the said company with stock exchanges.
- 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 the certificate of Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the Company.
- In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement.
- We state that in respect of investor grievances received during the year ended 31st March, 2012, no investor grievance(s) are pending for a period exceeding one month against the Company as per the records maintained by the Share Registrar & Transfer agent.
- 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 GRSRA & CO**  
CHARTERED ACCOUNTANTS  
Firm Regn.No. 012240S

**S.GOVINDA RAO**  
Partner  
Membership No.20546

Place: Bangalore  
Date : 07th July, 2012

## AUDITORS' REPORT

To,  
The Members,  
STI Products India Limited,  
Bangalore

We have audited the attached Balance Sheet of **STI Products India Limited**, Bangalore, as at 31st March, 2012, the Profit and Loss Account and the Cash Flow statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

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 principle 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, issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said order.
3. Further to our comments in the Annexure referred to above, we report that:
  - i. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - ii. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - iii. The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
  - iv. In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 subject to non-provision of interest of Rs. 3,06,30,314/- to bank and on unsecured loans. The loss for the year would have been higher at Rs. 3,11,38,394/- (Refer Note No. 2 of schedule 10);
  - v. On the basis of written representations received from the directors, as on 31st March, 2012 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March, 2012 from being appointed as a director in terms of Section 274(1)(g) of the Companies Act, 1956;
  - vi. In our opinion and to the best of our information and according to the explanations given to us the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
    - a) in the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2012.
    - b) In the case of the Profit and Loss Account, of the loss for the year ended on that date, and,
    - c) In the case of the Cash Flow Statement, of the Cash Flows for the year ended on that date.

**For GRSRA & CO**  
CHARTERED ACCOUNTANTS  
Firm Regn.No. 012240S

**S.GOVINDA RAO**  
Partner  
Membership No.20546

Place: Bangalore  
Date : 07th July, 2012

**ANNEXURE TO THE AUDITORS' REPORT**

(Referred in Paragraph 3 of our report of even date to the members of STI Products India Limited)

1. There are no Fixed Assets in the company as at 31st March, 2011.
2. As there is no inventory no physical verification has been conducted by the management during the year.
3. The company has neither granted nor taken any loans, secured or unsecured during the year to/from companies, firms or other parties in which directors of the company are interested.
4. The Company has not purchased any inventory nor sold any goods during the year.
5. As per the information and records, there are no transactions that need to be entered in the register in pursuance of section 301 of the Companies Act, 1956.
6. The Company has not accepted any deposit from the public during the year.
7. There is no internal audit system during the year.
8. As informed to us, the Central Government has prescribed the maintenance of cost records under section 209(1)(d) of the Companies Act, 1956, in respect of the activities of the company. There have been no production activities during the year.
9. The company has no employees and as such not deducted Provident Fund and Employees State Insurance which are to be deposited.
10. As per records and explanations given to us there are no dues of sales tax, Income Tax, Customs duty, etc which have not been deposited on account of any dispute.
11. According to the records the accumulated losses at the end of the financial year is more than fifty percent of its net-worth. The company has incurred cash losses in the financial year and also in the immediately preceding financial year.
12. The Company has defaulted in repayment of dues to financial institutions and banks. The amount not repaid is Rs.8,13,70,241/-
13. The Company has not granted any loans and advances to any parties on the basis of security by way of pledge of shares, debentures and other securities.
14. In our opinion, the company is not a chit fund or a nidhi / mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the companies (Auditors Report) order 2003 are not applicable to the company.
15. The company is not dealing or trading in shares, securities, debentures and other investments.
16. As per the records and explanations given to us, the company has not given any guarantee for loans taken by others from any financial institutions or banks.
17. As per the records and explanations given to us, the company has not taken any term loans during the year
18. The funds raised on short term basis have not been used for long term investment and vice versa during the year.
19. As per the records the company has not made any preferential allotment of shares during the year.
20. As per the records the company has not issued debentures during the year.
21. The company has not raised any money from public issues during the year.
22. Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.

**For GRSRA & CO**  
**CHARTERED ACCOUNTANTS**  
 Firm Regn.No. 012240S

**S.GOVINDA RAO**  
 Partner  
 Membership No.20546

Place: Bangalore  
 Date : 30th June 2011

BALANCE SHEET AS AT 31ST MARCH,2012			
Particulars	Note	As at 31.03.2012 Rs.	As at 31.03.2011 Rs.
<b>A) EQUITY AND LIABILITIES:</b>			
<b>Share Holders' Funds</b>			
Share Capital	1(b)	40,000,000	40,000,000
Reserves & Surplus	2	(238,557,260)	(238,049,180)
		<u>(198,557,260)</u>	<u>(198,049,180)</u>
<b>Current Liabilities</b>			
Other Long Term Liabilities	3	203,763,000	209,800,000
Other Current Liabilities	4	1,575,113	1,530,168
		<u>205,338,113</u>	<u>211,330,168</u>
<b>TOTAL</b>		<b><u>6,780,853</u></b>	<b><u>13,280,988</u></b>
<b>B) ASSETS:</b>			
<b>Non Current Assets</b>			
Long Term Investments	5	5,506,956	5,506,956
Long Term Loans and Advances	6	1,251,017	7,751,017
		<u>6,757,973</u>	<u>13,257,973</u>
<b>Current Assets</b>			
Cash and Cash Equivalents	7	22,880	23,015
		<u>22,880</u>	<u>23,015</u>
<b>TOTAL</b>		<b><u>6,780,853</u></b>	<b><u>13,280,988</u></b>
Statement on Significant accounting policies and notes to the financial statements are an integral part of this statement of balance sheet. 1(a)			
As per our report attached For GRSRA & CO Firm Regn.No. 012240S		For and Behalf of the Board of Directors STI Products India Limited	
(S.Govinda Rao) Chartered Accountant M. No. 20546		K.N.Garg Director	Vivek Loiwal Director
Date : 07.07.2012 Place : Bangalore		Date : 07.07.2012 Place : Indore	



STI PRODUCTS INDIA LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2012			
Particulars	Note No.	Year ended 31.03.2012	Year ended 31.03.2011
		Rs.	Rs.
<b>REVENUE</b>		-	-
<b>EXPENSES</b>			
b) Other Expenses	8	<u>179,180</u>	<u>93,207</u>
		<u>179,180</u>	<u>93,207</u>
<b>Loss Before Exceptional Items</b>		(179,180)	(93,207)
Exceptional Items	9	<u>328,900</u>	-
<b>Loss Before Taxation</b>		(508,080)	(93,207)
Tax Expense		-	-
<b>Net Loss for the Year</b>		<u>(508,080)</u>	<u>(93,207)</u>
Earning per equity share [nominal value of share Rs.10 each (previous year Rs.10 each)]			
Basic and Diluted		(0.044)	(0.023)
Number of shares used in computing earning per share			
Basic and Diluted		400,000	400,000
Statement on Significant accounting policies and notes to the financial statements are an integral part of this statement of balance sheet. of this statement of profit and loss account 1(a)			
As per our report attached <b>For GRSRA &amp; CO</b> Firm Regn.No. 012240S		<b>For and Behalf of the Board of Directors</b> <b>STI Products India Limited</b>	
<b>(S.Govinda Rao)</b> Chartered Accountant M. No. 20546		<b>K.N.Garg</b> Director	<b>Vivek Loiwal</b> Director
Date : 07.07.2012 Place : Bangalore		Date : 07.07.2012 Place : Indore	

38th ANNUAL REPORT 2011-2012

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012		
Particulars	31.03.12 (Rs.in lakhs)	31.03.11 (Rs.in lakhs)
<b>A Cash Flow from Operating Activities</b>		
Net Profit / (Loss) before Tax	(5.08)	(0.93)
Adjustment for:		
Depreciation	-	-
Preliminary Expenses Written off	-	-
Foreign Exchange	-	-
Investment Income	-	-
Interest Charged	-	-
Profit/(Loss) on sale of Assets	-	-
<b>Operating Profit before working capital changes</b>	<b>(5.08)</b>	<b>(0.93)</b>
Adjustment for:		
Trade and Other Receivables	65.00	(0.81)
Inventories	-	-
Trade Payables	0.45	0.12
<b>Cash Generated from Operations</b>	<b>60.37</b>	<b>(1.63)</b>
Interest Paid (Net of receipts/credits)	-	-
Direct Taxes Paid	-	-
<b>Cash flow before extraordinary items</b>	<b>60.37</b>	<b>(1.63)</b>
Extraordinary items	-	-
<b>NET CASH FLOW FROM OPERATING ACTIVITIES (A)</b>	<b>60.37</b>	<b>(1.63)</b>
<b>B. CASH FLOW INVESTING ACTIVITIES :</b>		
Purchase of Fixed Assets and Other Capital Expenditures (including interest capitalised/credits)	-	-
Sale of Fixed Assets	-	-
Change in Loans and Advances	(60.37)	-
Purchase of Investment	-	-
Sale of Investment	-	-
Interest Received	-	-
<b>NET CASH USED IN INVESTING ACTIVITIES (B)</b>	<b>(60.37)</b>	<b>-</b>
<b>C. CASH FLOW FROM FINANCE ACTIVITIES :</b>		
Proceeds from Issue of Share Capital	-	-
Return of Share Application Money	-	-
Increase in Reserves and Surplus	-	-
Proceeds from long Term Borrowings	-	-
Deferred Payment Liabilities	-	-
Dividend Paid	-	-
<b>NET CASH USED IN FINANCING ACTIVITIES (C)</b>	<b>-</b>	<b>-</b>
<b>D. NET CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<b>(0.00)</b>	<b>(1.63)</b>
Cash and Cash Equivalents As At 1st April,2011	0.23	0.29
Cash and Cash Equivalents As At 31st March,2012	(0.23)	0.23
<b>As per our report attached For GRSRA &amp; CO Firm Regn.No. 012240S  (S.Govinda Rao) Chartered Accountant M. No. 20546  Date : 07.07.2012 Place : Bangalore</b>	<b>For and Behalf of the Board of Directors STI Products India Limited  K.N.Garg                      Vivek Loiwal Director                      Director  Date : 07.07.2012 Place : Indore</b>	

## Note-1(a)

## NOTES ON ACCOUNTS

## I SIGNIFICANT ACCOUNTING POLICIES:

## 1 SYSTEM OF ACCOUNTING

The Company follows the accrual system of accounting.

## II NOTES ON ACCOUNTS:

1 The Company has not received the confirmation of balances from Sundry Debtors, Sundry Creditors, Financial Institutions and other Group Companies.

2(a) The Company has not made provision for interest of Rs. 30,630,314/- for the year on account of Unsecured loans from Banks and other Institutions. (Cumulative up to the year is Rs. 227,285,002/-)

2(b) The Company is in receipt of demand notice dated 2nd June 2008 of Rs.1,62,097/- from ESI towards recovery of damage u/s 85(B) (2) of the ESI Act for the delayed payment of ESI Contributions for the period from April '03 to September '03. The above liability has not been considered in the accounts.

The loss for the year would have been higher at Rs.30,809,494/- and the balance in profit & loss account would have been Rs. 269,187,574/-

3 No Confirmation of balance on deposit of Rs. 9,55,00,000/- is received from MPSIDC as on 31st March 2012. Similarly, there is no Confirmation from Indusind Bank Ltd., for the Unsecured loan of Rs.4,28,00,000/-.

The Company is in the Process of having an one time Settlement of the dues with the Bank & the Institutions. It is felt by the Company that the Settlement amount would be very much lower than the outstanding amount.

4 The accounts of the Company have not been prepared on a going concern basis, because the company does not own any manufacturing facility as on the date of Balance Sheet. Hence, the information relating to Licensed, Installed capacity, Production of Goods Manufactured, Turnover, Stocks and Finished Goods etc., as per Clause 4, Part II of Sch VI of Companies Act, 1956 are not applicable.

## 5 DIRECTOR'S REMUNERATION:

No remuneration has been paid to any of the Directors during the year.

## 6 AUDITORS REMUNERATION:

	2011-12	2010-11
	Rs.	Rs.
Audit Fees	40,000	40,000

7 Related party disclosures: There is no transactions with related parties to be disclosed as required by AS - 18 of ICAI

## 8 Calculation of Basic &amp; Diluted Earnings per Share

	2011-12	2010-11
	Rs.	Rs.
a. Numerator used - Loss	179,180	93,207
b. Denominator used - Number of equity shares	40,00,000	40,00,000
Earning Per equity share Basic and diluted	(0.044)	(0.023)

## 9 Taxes on Income pursuant to AS-22:

The Deferred tax asset arising on carry forward losses and un absorbed depreciation is not recognized, since there is no virtual certainty of sufficient future profits against which such deferred tax asset can be realized.

10 Since there is no business carried out during the year and there is no fixed assets existing there is no requirement of disclosure under AS 17 Segment Reporting Issued by ICAI.

11 Investments in Shares held by the Company is a long term Investment. No provision is made for the diminution in the value of these investments keeping in the mind the vagaries in the market value.

12 Exceptional item of Rs.3,28,900/- of the amount paid to Bombay Stock exchange Ltd towards the Listing fees payable for earlier years.

13 As per provisions of Micro, Small and Medium Enterprises development Act, 2006 (MSMED Act, 2006), no amounts due beyond 45 days payable to Micro, Small, & Medium Enterprises as on 31.03.12.

14 Previous year's figures have been regrouped wherever necessary to conform with that of the current year's presentation.

As per our report attached  
For GRSRA & CO  
Firm Regn.No. 012240S

(S.Govinda Rao)  
Chartered Accountant  
M. No. 20546

Date : 07.07.2012  
Place : Bangalore

For and Behalf of the Board of Directors  
STI Products India Limited

K.N.Garg      Vivek Loiwal  
Director      Director

Date : 07.07.2012  
Place : Indore

## 38th ANNUAL REPORT 2011-2012

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31.03.2012		
Particulars	As at	As at
	31.03.2012	31.03.2011
	Rs.	Rs.
<b>Note:1(b)</b>		
<b>Share Capital</b>		
<b>Authorised</b>		
4,750,000 (previous year 4,750,000) Equity Shares of Rs. 10/- Each	47,500,000	47,500,000
25,000 (previous year 25,000) Redeemable cumulative Preference Shares of Rs. 100/- Each	2,500,000	2,500,000
<b>Total</b>	<b>50,000,000</b>	<b>50,000,000</b>
<b>Issued, Subscribed and Paid-up</b>		
4000000 (previous year 4000000 ) Equity Shares of Rs. 10/- Each	40,000,000	40,000,000
<b>Total</b>	<b>40,000,000</b>	<b>40,000,000</b>
<b>Note:2</b>		
<b>Reserves &amp; Surplus</b>		
a) Securities Premium	46,500,000	46,500,000
b) Capital Reserve	607,594	607,594
	<u>47,107,594</u>	<u>47,107,594</u>
c) Surplus in the Statement of Profit and Loss		
Per Last Balance Sheet (Loss)	285,156,774	285,063,567
Loss for the Year	508,080	93,207
	<u>285,664,854</u>	<u>285,156,774</u>
<b>Total</b>	<b>(238,557,260)</b>	<b>(238,049,180)</b>
<b>Note:3</b>		
<b>Other Long Term Liabilities</b>		
<b>Secured loans</b>	-	-
<b>Unsecured Loans</b>		
From Others	108,263,000	114,300,000
Deposits From Institutions	95,500,000	95,500,000
<b>Total</b>	<b>203,763,000</b>	<b>209,800,000</b>
<b>Note:4</b>		
<b>Other Current Liabilities</b>		
E.M.I Loan	1,439,927	1,439,927
Trade Payables	31,468	29,813
TDS on Professional consultancy charges	19,126	16,287
Audit Fees Payable	80,158	39,708
Outstanding Expenses	4,434	4,434
<b>Total</b>	<b>1,575,113</b>	<b>1,530,168</b>
<b>Note:5</b>		
<b>Long Term Investments</b>		
Shares in Limited Companies:-Quoted		
529,515 Equity Shares of Rs10/-each in STI India Limited (Market value Rs 14,323,381/- Prev.Yr Rs.12,152,369/-)	5,506,956	5,506,956
<b>Total</b>	<b>5,506,956</b>	<b>5,506,956</b>
<b>Note:6</b>		
<b>Long Term Loans and Advances</b>		
Steel Tubes of India Limited	1,251,017	7,751,017
<b>Total</b>	<b>1,251,017</b>	<b>7,751,017</b>

## NOTES FORMING PART OF THE BALANCE SHEET AS AT 31.03.2012

Particulars	As at	As at
	31.03.2012	31.03.2011
	Rs.	Rs.
<b>Note:7</b>		
<b>Cash and Cash Equivalents</b>		
Cash on hand	60	375
Balances with Bank	22,820	22,640
<b>Total</b>	<b>22,880</b>	<b>23,015</b>
<b>Note:8</b>		
<b>Other Expenses</b>		
Audit Fee	44,944	44,120
Bank Charges	1,228	1,358
Conveyance	-	620
Listing Fee	16,545	-
Rates & Taxes	315	495
Subscription & Membership Fee	28,550	-
Share Process & management fee	31,103	39,734
Miscellaneous Expenses	11,387	360
Postage & Telephone	-	270
Printing & Stationery	-	4,750
Professional & consultancy Charges	45,108	1,500
<b>Total</b>	<b>179,180</b>	<b>93,207</b>
<b>Note:9</b>		
<b>Exceptional items</b>		
Listing Fees for earlier Years	328,900	-
<b>Total</b>	<b>328,900</b>	<b>-</b>

## BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

<b>A</b>	<b>REGISTRATION DETAILS:</b>	Registration No. : 8089
	State Code : 08	
	Balance Sheet Date : 31st March, 2012	
		(Rs.in lakhs)
<b>B</b>	<b>CAPITAL RAISED DURING THE YEAR</b>	
<b>C</b>	<b>POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS</b>	
	Total Liabilities	67.81
	Total Assets	67.81
	<b>Sources of Funds</b>	400.00
	Paid up Capital	(2385.57)
	Reserves and Surplus	-
	Secured Loans	2037.63
	Unsecured Loans	
	<b>Application of Funds</b>	55.07
	Net Fixed Assets	67.81
	Net Current Assets	
<b>D</b>	<b>PERFORMANCE OF THE COMPANY</b>	
	Turnover & Other Income	1.79
	Total Expenditure	(1.79)
	Profit/(Loss) Before Tax	(5.08)
	Profit/(Loss) After Tax	
	Earnings Per Share in Rs.	(0.00)
	a. Basic	NIL
	b. Diluted Divident Rate	
<b>E</b>	<b>GENERIC NAME OF PRINCIPAL PRODUCTS OF THE COMPANY</b>	
	(in monetary terms)	
	Item Code No.	N.A.
	Production Description	Hotels*

\* No Item Code has been assigned to "Hotels" under the Indian Trade Classification

As per our report attached  
For GRSRA & CO  
Firm Regn.No. 012240S

(S.Govinda Rao)  
Chartered Accountant  
M. No. 20546

Date : 07.07.2012  
Place : Bangalore

For and Behalf of the Board of Directors  
STI Products India Limited

K.N.Garg                      Vivek Loiwal  
Director                      Director

Date : 07.07.2012  
Place : Indore

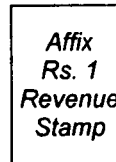
**STI PRODUCTS INDIA LIMITED  
PROXY FORM**

I/We.....of.....being a Member/Members of STI Products India Limited,  
hereby appoint.....of.....or failing him.....of  
.....as my/our proxy to attend and vote for me/us on my/our behalf at the 38th ANNUAL  
GENERAL MEETING of the Company to be held on Saturday, the 29th September, 2012 at 11.00 AM at Regd.  
Office: No.62, AG's Layout, New BEL Road, Bangalore - 560 054 and/or at any adjournment thereof.

(As witness my/our hand(s)

This day.....of.....2012

Folio No.....



Note: The Proxy, to be valid must be deposited at the Registered Office of the Company, not less than 48 hours before the time for holding the meeting.

**STI PRODUCTS INDIA LIMITED  
ATTENDANCE SLIP**

**38th Annual General Meeting 29th September, 2012**

Share holder's Name.....Folio No.....

Proxy Name.....

I am a registered Shareholder / proxy of the registered shareholder. I record my presence at the 38th ANNUAL GENERAL MEETING of the Company, on Saturday, the 29th September, 2012 at 11.00 AM at Regd. Office: No.62, AG's Layout, New BEL Road, Bangalore - 560 054.

Signature of the Shareholder / Proxy .....

**STI PRODUCTS INDIA LIMITED  
CHANGE OF ADDRESS SLIP**

M/s. Link Intime India Pvt. Ltd.  
543A, 7th Main, 3rd Cross,  
Hanumanth Nagar,  
Bangalore - 560 019  
Phone : ++91 - 080 - 2650 9004

Folio No.....

Please take on record my new address as under for all future communications

Full Name: .....

Address : .....

(Signature of Shareholder)  
(Please fills above details in BLOCK LETTERS)

BOOK POST / AIR MAIL

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BANGALORE - 560 054

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