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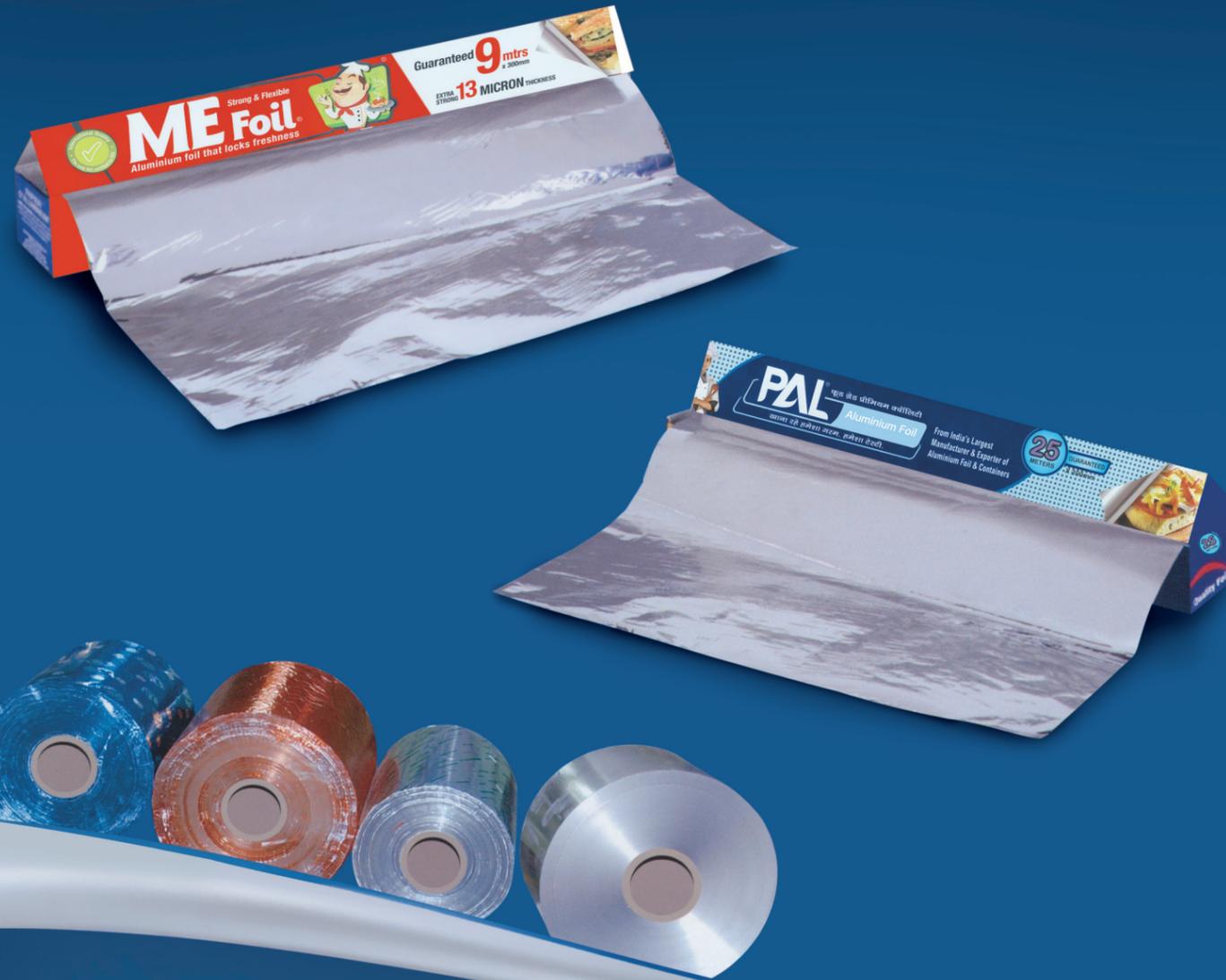
PAL[®]
PAREKH ALUMINEX LTD.

17TH ANNUAL REPORT 2010-2011



**The Prima Donna
of Packaging**

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Cautionary statement

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

Corporate information

Board of Directors

Mr. Amitabh Parekh : *Chairman & Managing Director*

Mr. Rajendra Gothi : *Executive Director*

Mr. Kiran C. Parikh : *Director*

Mr. Devanshu Desai : *Director*

Mr. Vikram Mordani : *Director*

Audit Committee

Mr. Vikram Mordani : *Chairman*

Mr. Kiran C. Parikh : *Member*

Mr. Rajendra Gothi : *Member*

Shareholders'/Investors' Grievance Committee

Mr. Rajendra Gothi : *Chairman*

Mr. Kiran C. Parikh : *Member*

Mr. Devanshu Desai : *Member*

Share Transfer Committee

Mr. Rajendra Gothi : *Chairman*

Mr. Kiran C. Parikh : *Member*

Mr. Devanshu Desai : *Member*

Debenture Issue Committee

Mr. Amitabh Parekh : *Chairman*

Mr. Rajendra Gothi : *Member*

Mr. Vikram Mordani : *Member*

Mr. Devanshu Desai : *Member*

Registered Office

601, Auto Commerce House,

Kennedy Bridge, Nana Chowk,

Mumbai - 400 007, INDIA

Administrative Office

G-11, Everest Building, 8th floor,

Tardeo, Mumbai Central, Mumbai - 400 034, INDIA

Tel. # 0091-22-40844777

Fax # 0091-22-23523777 / 23524777

E-mail: contact@parekhaluminex.com

Website: www.parekhaluminex.com

Bankers

Indian Overseas Bank

Export-Import Bank of India

Punjab National Bank

State Bank of India

Union Bank of India

Auditors

M/s. C.V. Pabari & Co.

Chartered Accountants

Mumbai, INDIA

Manufacturing Units:

1. Survey No.204/1/2, Near Dadra Check Post, Village Dadra - 396 191, U.T. of D. & N.H., INDIA

2. Survey No.207, Plot No.4, Near Dadra Check Post, Village Dadra - 396 191, U.T. of D. & N.H., INDIA

3. Survey No.208, Gala No. 8, Near Dadra Check Post, Village Dadra - 396 191, U.T. of D. & N.H., INDIA

Registrar & Share Transfer Agent:

TSR Darashaw Ltd.

6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai - 400011

Tel. No. 00 91-22-66568484

Fax No. 00 91-22-66568494

www.tsrdarashaw.com

Notice

NOTICE is hereby given that the **17th Annual General Meeting** of the members of Parekh Aluminex Limited will be held at The Bombay Presidency Club Limited, 157, Arthur Bunder Road, Colaba, Mumbai – 400005 on Wednesday, 28th September, 2011 at 4.00 P.M. to transact, inter-alia, the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Profit and Loss Account for the financial year ended 31st March, 2011 and the Balance Sheet as at that date together with the reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr. Kiran C. Parikh, who retires by rotation, but being eligible, offers himself for reappointment.
4. To appoint M/s. C. V. Pabari & Co., Chartered Accountants, retiring Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

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

“RESOLVED THAT, pursuant to Section 293 (1) (d) and all other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof) and the provisions of the Memorandum of Association and Articles of Association of the Company and in suppression of earlier resolutions passed by the members at the annual general meeting of the Company held on 30th September, 2010, the consent of the Company be and is hereby accorded to the Board of Directors (herein after referred to as the ‘Board’ which term shall be deemed to include any committee thereof for the time being exercising the powers conferred on the Board of Directors by this resolution) of the Company to continue to borrow such sum or sums of money in any manner from time to time, as may be required for the purpose of the business of the Company, with or without security and

upon such terms and conditions as the Board may think fit, notwithstanding that the monies so borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained/to be obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided however that the total amount so borrowed (apart from temporary loans obtained/to be obtained from the Company’s bankers in the ordinary course of business) shall not at any time, exceed the limit of ₹ 50,000 million (Rupees Fifty Thousand Million)

FURTHER RESOLVED THAT the Board of Directors of the Company be and hereby authorised to approve, finalise, modify, settle and execute such documents/deeds/writings/papers/ agreements as may be required or considered necessary by the Board and do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question or difficulty that may arise in respect of the borrowing(s) aforesaid; and further, to execute all deeds, documents and writings and take all such other steps as may be necessary or desirable to give effect to this resolution.”

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

“RESOLVED THAT pursuant to Section 293 (1) (a) and other applicable provisions, if any, of the Companies Act, 1956 (“the Act”), the consent of the Company be and is hereby accorded to the Board of Directors of the Company to mortgage and/or charge, in addition to the mortgages and/ or charges created/to be created by the Company, in such form and manner and with such ranking as to priority and for such time and on such terms as the Board may determine, all or any part of the immovable and/or movable properties/assets of the Company wherever situated, both present and future, to or in favour of any Bank(s), Financial Institution(s), Company(ies) or other Organisation(s) or Institution(s) or Trustee(s) (hereinafter referred to as the ‘Lending Agencies’) in order to secure the loans (excluding temporary loans obtained from the Company’s

Bankers in the ordinary course of business) advanced/to be advanced by such lending agencies to the Company together with interest at the respective agreed rates, compound/ additional interest, commitment charges, premium on pre-payment on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said borrowings.

FURTHER RESOLVED THAT the Board of Directors of the Company be and hereby authorised to do all such acts, deeds, documents or writings as are necessary or expedient, on behalf of the Company for creating the aforesaid mortgages and/or charges as it may in its absolute discretion deem necessary or expedient for such purpose and for giving effect to above resolution.”

By Order of the Board
For **PAREKH ALUMINEX LIMITED**

Amitabh Parekh
Chairman & Managing Director

Registered Office:

601, Auto Commerce House,
Kennedy Bridge, Nana Chowk,
Mumbai - 400 007, INDIA
Mumbai, 31st August, 2011

NOTES:

- a) The relative Explanatory Statement as required by Section 173 of the Companies Act, 1956, in regard to the Special Business entered under items 5 & 6 is annexed hereto.
- b) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THEN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- c) The Register of members and the Share Transfer Books of the Company will remain closed from 21st September, 2011 to 28th September, 2011 (both days inclusive).
- d) Payment of dividend on equity shares, as declared at

the meeting, will be made to those members whose names appear on the Company’ Register of Members as on 20th September, 2011. Members are requested to notify immediately any change in their address.

e) Pursuant to the provisions of Section 205A (5) read with Section 205C of the Companies Act, 1956 the amount of dividends for the Financial Year ended 31st March, 2011 and thereafter which remain unpaid and unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company shall be transferred to the Investor Education and Protection Fund established by the central government and no claim shall lie against the said Fund or the Company for the amounts of dividend so transferred to the said Fund. Shareholders, who have not yet encashed their dividend warrants are therefore requested to make their claim to the Company without delay.

- f) Consequent to introduction of Section 109A of the Companies Act, 1956, members are entitled to make Nomination in respect of equity shares held by them in physical form. Members desirous of making nomination are requested to submit the Nomination Form (2B) enclosed with this Notice as per instructions mentioned therein.
- g) Company's shares have compulsorily gone in for dematerialisation since March, 2001. Hence, those members who want to opt for dematerialisation are requested to follow the procedure prescribed in this respect.
- h) Members holding shares in electronic form may please note that their bank account details as furnished by the respective Depositories to the Company will be printed on dividend warrant/ cheque/DD as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such members for deletion of/change in such bank account details.
- i) Members who desire to get dividend being directly credited to their bank account are requested to submit Mandate Form (please use form enclosed herewith for this purpose) duly filled-in together with supporting documents to the Registrar & Share Transfer Agents.
- j) Members are requested to bring their Admission slips along with copy of the Report and Accounts to the Annual General Meeting.
- k) Members, who wish to obtain any information on the Company or view the accounts for the financial year ended 31st March, 2011 send their queries at least 10 days before the Annual General Meeting to the Secretarial Department at the Registered Office of the Company.
- l) The information as required to be provided under the Listing Agreement with the Stock Exchanges, regarding

the Directors who are proposed to be appointed/ reappointed is given hereunder:

1. Reappointment of Directors

At the ensuing Annual General Meeting, Mr. Kiran C. Parikh retire by rotation and being eligible, offer himself for reappointment. Pursuant to Clause 49 of the Listing Agreement, the particulars of the aforesaid director are given below.

Particulars of Director seeking re-election:

a) Name of the Director	:Mr. Kiran C. Parikh
Date of Birth	:16th December, 1940
Ed. Qualification	:B.A., D.P.Ed.
Other Directorship	:None
Member of the Committee	:1. Audit Committee - Member 2. Shareholders'/Investors' Grievance Committee - Member 3. Share Transfer Committee - Member

Mr. Kiran C. Parikh is an ex-principal and active social worker. He has strong background of administration and strategic planning. His rich experience of organisational matters and harmonising inter-personal relationship to achieve best out of human resources is valuable to the Company. His guidance on these matters helps the Company to achieve targets and improve productivity. It is, therefore, in the interest of the Company to avail his services as a member of the board.

None of the Directors of the Company except Mr. Kiran C. Parikh may be considered to be concerned or interested in the said resolution.

ANNEXURE TO NOTICE

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

ITEM NO. 5 & 6

Under Section 293(1)(d) of the Companies Act, 1956 (the 'Act'), the Board of Directors of the Company cannot, except with the consent of the Company in general meeting, borrow money, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, in excess of the aggregate of the paid-up capital and free reserves of the Company, that is to say reserves not set apart for any specific purpose. At the Annual General Meeting of the Company held on 30th September, 2010, the members had accorded consent to the Board of Directors for borrowings up to ₹ 20,000 million.

The present limit of ₹ 20,000 million may not be sufficient to meet the growing demand of borrowed funds in view of the future plans of the Company and for the purpose

of raising funds through loan and debt instruments such as FCCB's/ECB'S and debentures etc.

Considering the financial requirements of borrowed funds in view of the business needs, the Company will require additional funds from time to time, and hence, the borrowing limit previously sanctioned by the members is proposed to be increased from ₹ 20,000 million to ₹ 50,000 million. The purpose of this resolution is to seek members consent for increase in the borrowing powers as set out in the resolution at Item no. 5 & 6.

The ordinary resolution at Item no.5 & special resolution at item no. 6 is therefore submitted to the meeting for consideration and approval of members.

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

Directors' Report

To the Members,

Your Directors are pleased to present the 17th Annual Report together with the audited accounts of the Company for the year ended 31st March, 2011

Performance:

The financial results of the Company for the year under review are as follows:

(₹ in million)

Particulars	Current Year	Previous Year
Sales	9,023.46	6,341.56
Other Income	17.82	15.71
Total Expenditure (excluding interest, depreciation & write-offs)	7,424.34	5,252.21
Profit before interest, depreciation & write-offs	1,616.94	1,105.06
Interest	363.07	267.97
Depreciation & write-offs	441.86	251.72
Profit Before Tax (PBT)	812.01	585.37
Provision for Income Tax (Excl. tax on Dividend)	139.50	129.86
Profit After Tax (Available for appropriation)	672.51	455.51
Appropriations		
Proposed Dividend	45.29	38.82
Tax on Dividend	7.70	6.60
Debenture Redemption Reserve	67.60	0
General Reserves	67.50	45.60
Balance carried forward	1,670.57	1,185.92

OPERATIONS:

During the year under review, the total income increased to ₹ 9,041.28 million compared with ₹ 6,357.27 million for the year ended 31st March, 2010. The financial year 2010-11, the Company has maintained its growth. PBDIT and net profit after tax stood at ₹ 1,616.94 million and ₹ 672.51 million respectively compared with ₹ 1,105.06 million and ₹ 455.51 million for the corresponding previous year.

Dividend:

Considering substantial increase in turnover and profits for the year, your Directors are extremely happy to recommend higher dividend of ₹ 3.50 per equity share i.e. 35% (previous year 30%) on the equity shares of 12.94 million of ₹ 10 each in respect of the financial year 2010-2011. Higher dividend on enhanced capital indicates that your directors believe that Company will achieve sustainable return on turnover for the rewards of the shareholders. This payment will result into an outflow of ₹ 45.29 million towards dividend and ₹ 7.70 million towards dividend tax. If approved, the dividend will be paid to those members whose names appear in the Register of Members of the Company as on the date of book closure as mentioned in the Notice.

Capital Overview:

During the year, there is no change in authorised and paid-up capital.

Board of Directors:

Mr. Kiran C. Parikh retires by rotation but being eligible, offer himself for reappointment. He has brought rich experience and

professional knowledge to the Board's decision making process whereby professional management team has been strengthened. The Board acknowledges his contribution in the growth of the Company.

Necessary resolutions for reappointment of the Director are being put to the shareholders for their approval.

DISCLOSURE UNDER SECTION 217 OF THE COMPANIES ACT, 1956

Directors' Responsibility Statement:

Pursuant to section 217 (2AA) of the Companies Act, 1956, Directors state as follows:

- that in the preparation of the Annual Accounts for the year ended 31st March, 2011 the applicable Accounting Standards has been followed along with proper explanation relating to material departures;
- that they have selected such accounting policies in consultation with statutory auditors and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2011 and the profits of the Company for that year;
- that to the best of their knowledge and information, they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that they have prepared the Annual Accounts for the year ended 31st March, 2011 on a ongoing concern basis.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo

Information as per Section 217 (1) (e) read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended 31st March, 2011.

A. Conservation of Energy:

The Company believes in maintaining a clean environment which is our obligation to Mother Earth. This is achieved by controlling wastages and not polluting air and water used for production purpose. Since Company uses electricity for operation of plant and equipment, no harmful gas or liquids are generated. Automatic machines are regularly serviced and preventive maintenance help to keep energy (power) consumption very low. Consumption of raw material, its movements and wastages are highly controlled as per technical norms adopted by the Company to minimise cost and keep the environment clean and healthy. Company's entire production facility does not generate any air, water or solid pollution.

B. Technology Absorption, Research & Development and resultant benefits:

Company believes in continuous upgradation of technology and

adoption of latest production techniques. Different shapes and sizes of moulds are acquired or fabricated for product development and improvement. Company constantly upgrades/refurbishes equipment and moulds to offer quality products and minimise production costs. It also helps in increased productivity and shortens production cycle. The technology is constantly absorbed and employees are provided on the job training so that the production system is operated at minimum cost. This results in lowest down time and higher production. Market research and customer feedbacks are used to design and develop new variety of AFC's. This provides an edge in retaining existing customers and gaining new customers for value added products.

C. Foreign Exchange Earnings and Outgo:

During the year, the Company's foreign exchange transactions are as:

[₹ in million]

	Current Year	Previous Year
Foreign exchange earnings	924.79	923.59
Foreign exchange outgo	1,265.72	1,048.71

STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO THE PROVISIONS OF SECTION 217 (2A) OF THE COMPANIES ACT, 1956 AND THE RULES MADE THEREUNDER AND FORMING THE PART OF DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2011.

[₹ in million]

Name & Designation	Salary & Perquisite Received	Qualification	Experience (Years)	Date of commencement of employment	Age (Years)	Previous employment held
Mr. Amitabh Parekh Chairman & Managing Director	24.00	B. Com	17	1st September, 1994	38	Nil

* Apart from the above there are no other employees who are having a salary of more than ₹ 5 lacs per month.

Management Discussion & Analysis and Report on Corporate Governance:

As required in terms of the Listing Agreement with the Stock Exchange, a Management Discussion and Analysis Report and a Report on Corporate Governance are annexed forming part of this report.

Public Deposits :

The Company has not accepted any public deposit and as such, no amount on account of principal or interest thereon was outstanding on the date of Balance Sheet.

Subsidiary Companies:

The Company does not have any subsidiary company.

Insurance:

All the properties and insurable interests of the Company including Building, Plant & Machineries and Stocks have been adequately insured.

Auditors:

M/s. C. V. Pabari & Co., Chartered Accountants, Mumbai, the statutory auditors of the Company hold office up to the conclusion of the forthcoming Annual General Meeting of the Company and are eligible for reappointment. The Company has received confirmation from M/S. C. V. Pabari & Co. to the effect that their appointment, if made, would be in conformity with the limits prescribed in section 224 of the Companies Act, 1956. Accordingly, the approval of Members is sought at the Annual General Meeting for their appointment.

Compliance Certificate:

A certificate from the Auditors of the Company regarding

compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is attached to this Report along with report on Corporate Governance.

Listing:

As stipulated under Clause 32 of the Listing Agreement, the names and addresses of Stock Exchanges on which the Company's equity shares are listed:

1. Bombay Stock Exchange Limited [BSE]
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
2. National Stock Exchange of India Limited [NSE]
Exchange Plaza,
Bandra Kurla Complex,
Bandra East,
Mumbai – 400051

Your Company confirms that Annual listing Fees for the financial year 2011-12 have been paid to BSE and NSE.

Employees:

Your Directors express their deep appreciation for the un-relented co-operation and support rendered by the employees at all levels of the Company. Your Directors have laid emphasis on safe working culture in the organisation.

Acknowledgement:

The Directors would like to thank the employees, shareholders, customers, suppliers, bankers, regulatory authorities and all the other business associates of the Company for their confidence and support to its Management.

For and on behalf of the Board of Directors

Amitabh Parekh

Chairman & Managing Director

Mumbai, 31st August, 2011

Annexure to the Directors' Report

Management discussion and analysis annexed to the Directors' Report

Management Discussion and Analysis:

The rising middle class and its conscious efforts to demand hygienic product was skillfully turned into a profitable opportunity. During the period under review our sales graph goes up from ₹ 6,341.56 million in 2009-10 to ₹ 9,023.46 million which is an appreciable performance of the Company. During the same period, net income rose from ₹ 455.51 million to ₹ 672.51 million. This kind of spectacular performance is a result of vision, long term planning, and meticulous implementation, dedicated efforts of employees and unflinching faith of shareholders in the management team.

The industry in which the Company operates is at a very nascent stage in India as the usage is largely restricted to airlines and railways. However with increased awareness for health and hygiene the demand for AFCs and AFRs is expected to pick up over the next couple of years in a big way. Moreover, AFCs and AFRs are slowly and steadily replacing other packaging substitutes like plastic, porcelain and glass containers as AFC's offer various advantages; Aluminum Foil has amazing properties. It is light weight, aesthetic, attractive, resistant to odour, water, air, light, gas, oil and grease and possesses high thermal and electrical conductivity features. All this adds up to a highly versatile product that can be used in myriad applications from the traditional food industry to the hi-tech electronics and telecommunications industry.

We have established good manufacturing practices in accordance with international standards. We have been accredited with certification from BRC (British Retail Consortium)

implying compliance with Global Standards for packaging & packaging materials.

Presently, shares are listed at both BSE and NSE. They are regularly traded in active mode in single segment.

Company is also aware about its social responsibilities and ethical responsibility. Company strives to provide a healthy, safe and secure working environment for its entire staff. It provides adequate on the job training, promotion and rewards for meritorious work. It also covers the employees with medical insurance. Our people are technically best in their knowledge and application. Management provides a climate which helps employees at all levels to realise their maximum potential. For needy and under privileged, Company provides helps by various means and ways to fulfil its social obligation.

Similarly, other stake holders like suppliers, financial institutions, distributors etc are also rewarded so that a family bond is created among all these which ultimately has magnifying beneficial effect for all. Shareholders who are the pillars of the Company have been benefited through higher dividend and increased intrinsic value of their shares. This has to rise further in future as Company scales new heights.

Business Performance:

The expansion project of ₹ 240 crores was completed in March, 2010 and commercial production began from April, 2010. Based on the enhanced installed capacities, which were put to use during the year, the Company could achieve turnover of ₹ 9,023.46 Million. However, the optimum utilisation of the capacities will be reflected in the sales for F.Y.2011-12.

The Company is getting the tax benefit for 100% Export Oriented Unit U/s 10B of Income Tax Act, 1961.

Company's property and plants are fully insured against predictable perils. They are maintained and serviced periodically to facilitate continuous production. Employees are sent for training to acquire and upgrade their job skill. Modern shop floor practices are followed to reduce fatigue and increase productivity.

Company considers employees as a business partner. Based on their performance they are rewarded and wherever necessary, imparted with skill and training so as to improve their contribution. This helps to maintain cordial industrial relations.

Current year's outlook and capacity expansion:

On completion of expansion project in April, 2010, the installed

capacities have increased three times from the existing capacities with a wide range of product mix, which shall result in higher turnover & profitability of your Company.

Company enjoys healthy position in the international market. Quality of the Company's product is best and comparable to any other products of World class suppliers. The expansion shall enable to capture the export market and the ever expanding retail market. Considering all these factors your board is very much optimistic about times to come.

For and on behalf of the Board of Directors

Amitabh Parekh
Chairman & Managing Director

Mumbai, 31st August, 2011

Annexure to the Directors' Report

Report on Corporate Governance annexed to the Directors' Report

1. Company's Philosophy:

The Company believes in abiding by the Code of governance so as to be a responsible corporate citizen and to serve the best interest of all the stakeholders, viz., the employees, shareholders, customers, vendors and the society at large. The Company seeks to achieve this goal by being transparent in its business dealings, by disclosure of all relevant information in an easily understood

manner, and by fair to all stakeholders, by ensuring that the Company's activities are managed by a professionally competent and independent Board of Directors.

2. Board of Directors – Composition:

Composition of the Board and the related information is furnished herewith :

Director	Category	Other Companies*		
		Member of Board	Board Committees	
			Chairman	Member
Mr. Amitabh Parekh	Chairman & Managing Director (Executive)	1. Deepen Holding Ltd 2. AAP Securities Ltd. 3. AAP Racing and Stud Farms Limited 4. AAP Entertainment Limited 5. AAP Realtors Limited 6. AAP Hotel and Hospitality Limited 7. Arms Retails (India) Limited 8. AAP Equity Capital Ltd. 9. AAP Minerva Builtcon Limited	–	–
Mr. Rajendra Gothi	Executive Director	1. AAP Securities Ltd. 2. AAP Racing and Stud Farms Limited 3. Arsenal Bulls Celebrations Ltd. 4. Deepen Holding Ltd. 5. AAP Equity Capital Ltd. 6. AAP Entertainment Limited	–	–
Mr. Devanshu Desai	Non-Executive Independent	1. Bombay Swadeshi Stores Limited 2. First Overseas Capital Ltd. 3. Sam Leaseco Limited 4. Gandhar Oil Refinery (INDIA) Limited	–	–
Mr. Kiran C. Parikh	Non-Executive Independent	1. AAP Racing and Stud Farms Limited 2. AAP Securities Ltd	–	–
Mr. Vikram Mordani	Non-Executive Independent	–	–	–

*Excludes Private Limited and Foreign Companies.

Board Meetings & Annual General Meeting (AGM):

During the year under review Seventeen Board Meetings were held in (i) 2010 -- 27th April, 15th May, 15th June, 28th July, 10th August, 13th September, 10th November, 15th November, 25th November, 14th December.

(ii) 2011 – 7th January, 11th February, 21st February, 1st March, 11th March, 15th March, 21st March.

The last AGM was held on 30th September, 2010

Details of attendance:

Director	No. of Board Meeting Attended	Whether attended last AGM
Mr. Amitabh Parekh	17	Yes
Mr. Rajendra Gothi	17	Yes
Mr. Kiran C. Parikh	12	No
Mr. Devanshu Desai	12	Yes
Mr. Vikram Mordani	12	Yes

3. Audit Committee:

The Audit Committee consisting of one Executive Director and two Non-Executive independent directors held its meeting on 15th May, 2010, 28th July, 2010, 10th August, 2010, 10th November, 2010 and 11th February, 2011 during the financial year 2010-2011.

The composition and attendance of the members at the Audit Committee meetings are as follows:

Name	Status	No. of Audit Committee Meetings attended
Mr. Vikram Mordani	Chairman	5
Mr. Rajendra Gothi	Member	5
Mr. Kiran C. Parikh	Member	5

Statutory Auditors and Managing Director are permanent invitees and they have attended all the meetings. The meetings are also attended by Accounts Manager (in charge of accounts). The Committee discusses and reviews, inter-alia, following matters:

- Internal control system and its compliance
- Compliance with accounting standards and Code of Conduct
- Related party transactions
- Quarterly financial statements with a view to comply with all the legal requirements.
- Advising the Board about implications of financial decisions taken

4. Shareholders'/Investors' Grievance Committee:

The composition and attendance of the members at the Shareholders'/Investors' Grievance Committee are as follows:

Name	Status	No. of Grievance Committee Meetings attended
Mr. Rajendra Gothi	Chairman	6
Mr. Kiran C. Parikh	Member	5
Mr. Devanshu Desai	Member	6

Details of complaints received, redressed and pending during the financial year

Pending at the beginning of the year	: NIL
Received during the year	: 38
Redressed/replied during the year	: 38
Pending at the year end	: NIL

5. Share Transfer Committee:

The composition and attendance of the members at the Share Transfer Committee Meetings are as follows:

Name	Status	No. of Share Transfer Committee Meetings attended
Mr. Rajendra Gothi	Chairman	6
Mr. Kiran C. Parikh	Member	5
Mr. Devanshu Desai	Member	6

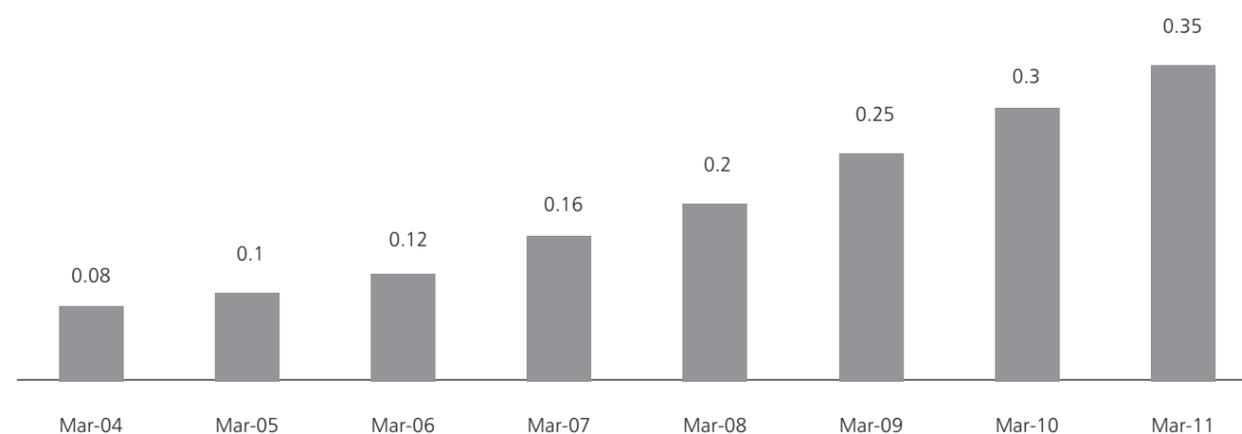
6. Debenture Issue Committee:

The composition and attendance of the members at the Debenture Issue Committee Meetings are as follows:

Name	Status	No. of Debenture Issue Committee Meetings attended
Mr. Amitabh Parekh	Chairman	2
Mr. Rajendra Gothi	Member	2
Mr. Vikram Mordani	Member	2
Mr. Devanshu Desai	Member	2

8. Dividend History of the Company:

Year	Mar-04	Mar-05	Mar-06	Mar-07	Mar-08	Mar-09	Mar-10	Mar-11
% of Final Dividend	8.00	10.00	12.00	16.00	20.00	25.00	30.00	35.00



■ % of Final dividend

7. Remuneration paid to Non-Executive Directors during the year ended 31-03-2011:

(Amount in ₹)

Name	Board Fee	Committee Fee	Total Remuneration
Mr. Kiran C. Parikh	30,000	10,000	40,000
Mr. Devanshu Desai	30,000	5,000	35,000
Mr. Vikram Mordani	30,000	7,500	37,500

Except sitting fee and dividend on equity shares, held by Non-Executive Directors, no other payment is made to them.

9. General Body Meetings:

Last three Annual General Meetings were held as under:

Date	Location	Time
30-09-2010	Malabar Hill Club Ltd., B. G. Kher Marg, Mumbai-400 006	4.00 P.M
30-09-2009	Malabar Hill Club Ltd., B. G. Kher Marg, Mumbai-400 006	11.00 A.M.
09-08-2008	Malabar Hill Club Ltd., B. G. Kher Marg, Mumbai-400 006	9.30 A.M.

There were no resolutions requiring approval through Postal Ballot.

10. Code of Conduct:

The Company has a Code of Conduct for Directors and senior management that reflects high standard of ethical business practices. The Directors and senior management of the Company have affirmed their adherence to the Code of Conduct with a view to avoid conflict of interest in financial and commercial transactions which are material in nature between them and the Company. As required by Clause 49 of the Listing Agreement, the Managing Director's Declaration on the Code of Conduct has been annexed to this report.

11. Other Disclosures:

A. Materially significant related party transactions:

Disclosure on materially significant related party transaction i.e. transactions of the Company which are materially significant with its promoters, Directors, with the management or with relatives of Directors that may have potential conflict with the interest of the Company at large.

There are no materially significant related party transactions that may have potential conflict with the interest of the Company at large.

B. No penalties/stricture have been imposed on the Company by any regulatory authority for non-compliance of any laws on any matter related to capital markets during the last three years.

C. Secretarial Audit:

A qualified practicing Company Secretary carried out a secretarial

audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid-up capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CSDL.

12. Means of Communication:

- Half-yearly report is not sent to each shareholder. However, the same is published in the leading English and Regional language newspapers and communicated to the stock exchanges.
- Quarterly results are published in the leading English and Regional language newspapers.
- Annual audited results, on approval by Board, are also published in the same way. They are also put on Company's website.
- Company's website: www.parekhaluminex.com
- Management discussion and analysis report forms part of the Directors' Report.

13. Shareholder Information:

AGM date, time and venue:

Wednesday, 28th September, 2011, at 4.00 P.M. at The Bombay Presidency Club Limited, 157, Arthur Bunder Road, Colaba, Mumbai - 400005

Financial Year :

Financial year of the Company is from April to March each year

Date of Book Closure :

Wednesday, 21st September, 2011 to Wednesday, 28th September, 2011 [both days inclusive]

Dividend payment date:

Dividend once declared shall be paid on and from 3rd October 2011

Listing on Stock Exchanges :

The Company's equity shares are listed at

- Bombay Stock Exchange Limited (BSE)
- National Stock Exchange (NSE).

Shares are listed at BSE in the Non-Specified Securities (B2 Group) and at NSE they are listed "Capital Market (Equities) Segment" under "EQ" series.

Stock Code - (Physical) :

PARAL~532606 (at BSE) PARAL~(at NSE)

International Securities Identification Number:

ISIN Number for NSDL/CDSL:

INE 620 C 01013

Stock Price Data :

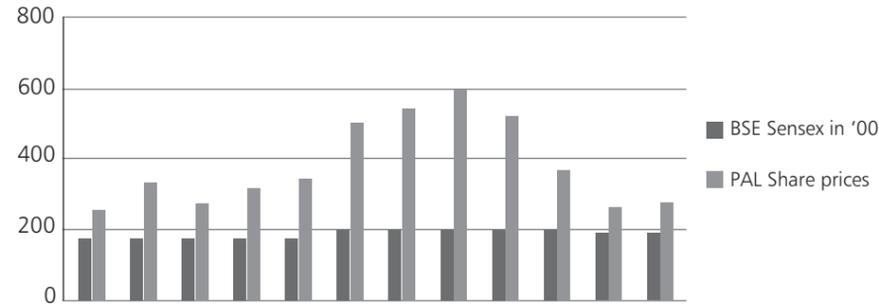
Shares of the Company are being actively traded both at BSE as well as at NSE.

The details of shares traded at BSE are given in the following table:

Share Performance V/s BSE Sensex

Date	BSE Sensex		PAL share prices	
	High	Low	High	Low
April, 2010	18,047.86	17,276.80	260.05	137.00
May, 2010	17,536.86	15,960.15	342.90	239.10
June, 2010	17,919.62	16,318.39	283.00	234.90
July, 2010	18,237.56	17,395.58	328.60	270.10
August, 2010	18,475.27	17,819.99	351.55	281.00
September, 2010	20,267.98	18,027.12	516.70	309.10
October, 2010	20,854.55	19,768.96	550.00	464.05
November, 2010	21,108.64	18,954.82	604.00	424.00
December, 2010	20,552.03	19,074.57	532.00	208.00
January, 2011	20,664.80	18,038.48	383.25	235.25
February, 2011	18,690.97	17,295.62	277.00	213.00
March, 2011	19,575.16	17,792.17	287.30	229.05

PAL Share Price Performance Vs BSE Index (2010-11)



	Apr-10	May-10	Jun-10	Jul-10	Aug-10	Sep-10	Oct-10	Nov-10	Dec-10	Jan-11	Feb-11	Mar-11
■ BSE Sensex in '00	180.5	175.4	179.2	182.4	184.8	202.7	208.5	211.1	205.5	206.6	186.9	195.8
■ PAL Share prices	260.1	342.9	283.0	328.6	351.6	516.7	550.0	604.0	532.0	383.3	277.0	287.3

Stock Market price data, high and low price of equity shares on Bombay Stock Exchange Ltd. & National Stock Exchange of India Ltd. Are as under:

Date	NSE			BSE		
	High (₹)	Low (₹)	No. of Shares Traded	High (₹)	Low (₹)	No. of Shares Traded
Apr, 2010	260.05	137.00	80,82,671	260.05	137.00	86,13,047
May, 2010	342.40	238.25	69,49,953	342.90	239.10	72,87,363
Jun, 2010	238.20	234.80	3,97,965	283.00	234.90	5,79,062
July, 2010	328.00	267.50	6,42,441	328.60	270.10	6,77,276
Aug, 2010	352.00	280.00	9,23,360	351.55	281.00	9,23,172
Sep, 2010	517.00	307.15	1,57,03,195	516.70	309.10	1,10,25,972
Oct, 2010	549.60	465.25	19,12,154	550.00	464.05	17,36,169
Nov, 2010	604.80	415.00	8,56,712	604.00	424.00	9,24,842
Dec, 2010	534.00	208.35	15,79,606	532.00	208.00	11,84,650
Jan, 2011	380.90	235.60	8,79,470	383.25	235.25	7,98,371
Feb, 2011	276.70	212.25	3,91,518	277.00	213.00	4,18,398
Mar, 2011	286.30	228.95	3,20,134	287.30	229.05	3,08,036

Share Transfer System :

Share transfer request received in respect of physical form are processed within 30 days if all requisite documents are submitted. Similarly physical shares received for dematerialisation are processed and completed normally within a period of 15 days. Such transfers are processed by TSR Darashaw Ltd. (formerly known as Tata Share Registry Ltd.), which is registered with SEBI as Category I Registrar. Their addresses and details of contact persons are as follow:

TSR Darashaw Limited

6-10, Haji Moosa Patrawala Industrial Estate,
20, Dr. E. Moses Road, Mahalaxmi, Mumbai – 400011
Tel. : 022-6656 8484 Fax : 022-6656 8494
E-mail: csg-unit@tsrdarashaw.com
website : www.tsrdarashaw.com

Branches

- 1 TSR Darashaw Limited
503, Barton Centre, 5th Floor
84, Mahatma Gandhi Road, Bangalore - 560 001
Tel : 080- 25320321, Fax : 080-25580019
Email : tsrdlbbang@tsrdarashaw.com

- 2 TSR Darashaw Limited
Bungalow No.1, "E" Road Northern Town, Bistupur,
Jamshedpur – 831 001
Tel: 0657 – 2426616, Fax: 0657 – 2426937
Email : tsrdljsr@tsrdarashaw.com
- 3 TSR Darashaw Limited
Tata Centre, 1st Floor, 43, Jawaharlal Nehru Road,
Kolkata – 700 071
Tel : 033 – 22883087, Fax : 033 – 22883062
Email : tsrdlcal@tsrdarashaw.com
- 4 TSR Darashaw Limited
Plot No.2/42, Sant Vihar, Ansari Road, Daryaganj,
New Delhi – 110 002
Tel : 011 – 23271805, Fax : 011 – 23271802
Email : tsrdldel@tsrdarashaw.com

Agent:

Shah Consultancy Services Limited

Sumatinath Complex, 2nd Dhal, Pritam Nagar, Ellisbridge
Ahmedabad – 380 006 Telefax : 079 – 2657 6038
Email : shahconsultancy@hotmail.com

Dematerialisation of Shares & Liquidity:

The Shares of the Company are available for trading under both the depository systems in India – National Securities

Depository Ltd. (NSDL) & Central Depository Services (India) Ltd. (CDSL) 91.72 % (1,18,69,147 of total equity shares) of the shares are held in electronic form as on 31st March, 2011.

Sr. No.	Category	Total shares	% of equity
1	NSDL	80,99,611	62.59
2	CDSL	37,69,536	29.13
3	PHYSICAL	10,70,853	8.28
	Total	1,29,40,000	100.00

The Secretarial Audit Report from a Company Secretary in practice confirming that the total issued capital of the Company is in agreement with the total number of equity shares in physical form and the total number of dematerialised equity

shares held with NSDL and CDSL, is placed before the Board on a quarterly basis. A copy of the Audit Report is submitted to the Stock Exchanges where the equity shares of the Company are listed.

Distribution of Shareholding as on 31st March, 2011:

Group of Shares	Holdings	Amount (₹)	Percent to Capital	No. of Holders	Percent To Total Holders
1 to 5000	4,92,535	49,25,350	3.81	4,941	90.03
5001 to 10000	2,18,433	21,84,330	1.69	266	4.85
10001 to 20000	1,79,505	17,95,050	1.39	115	2.10
20001 to 30000	1,07,201	10,72,010	0.83	43	0.78
30001 to 40000	72,555	7,25,550	0.56	20	0.36
40001 to 50000	1,01,493	10,14,930	0.78	22	0.40
50001 to 100000	1,98,112	19,81,120	1.53	26	0.48
Greater than 100000	1,15,70,166	11,57,01,660	89.41	55	1.00
Grand Total	1,29,40,000	12,94,00,000	100.00	5,488	100.00

Shareholding Pattern as on 31st March, 2011:

Category	No. of Shareholders	No. of Shares Held	Percent to Shareholding
Foreign Companies	-	-	-
Non Resident Indians	-	-	-
Foreign Inst. Investors	7	15,15,200	11.71
Financial Institutions	1	2,700	0.02
Mutual Funds	-	-	-
Banks	-	-	-
Other Bodies Corporate	360	20,48,522	15.83
Promoters	12	47,87,400	37.00
Resident Individuals	5,108	45,86,178	35.44
TOTAL	5,488	1,29,40,000	100.00

Plant Location:

- Survey No.204/1, Plot No.2, Near Dadra Check Post, Village Dadra-396 191, U.T. of D. & N.H., INDIA
- Survey No.207, Plot No.4, Near Dadra Check Post, Village Dadra-396191, U.T. of D. & N.H., INDIA
- Survey No.208, Unit No.8, Near Dadra Check Post, Village Dadra-396191, U.T. of D.& N.H., INDIA

Address for Correspondence:

For Physical & Demated Shares

TSR Darashaw Ltd.
6-10, Haji Moosa Patrawala Industrial Estate,
20, Dr. E. Moses Road, Mahalaxmi, Mumbai - 400011
Tel: 91-22-66568484

Company's Share Department at:

G-11, Everest Building, 8th floor, Tardeo Road, Tardeo,
Mumbai - 400 034, INDIA
Tel.: +91-22-23521777

For and on behalf of the Board of Directors

Amitabh Parekh
Chairman & Managing Director

Mumbai, 31st August, 2011

Financial section

Auditors' Report

To the Members,

Parekh Aluminex Limited

We have audited the attached Balance Sheet of **Parekh Aluminex Limited** as at **31st March, 2011** and also the Profit & Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto.

1. 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.
2. 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 management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004, issued by the Central Government of India in terms of sub-section (4A) Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to in paragraph 3 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 account as required by law, have been kept by the Company so far as it appears from our examination of such books of the Company;
 - (c) The Balance Sheet, Profit & Loss Account and Cash Flow

Statement dealt with by this report are in agreement with books of account of the Company;

- (d) In our opinion, Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards as referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
- (e) On the basis of the written representations received from the Directors, as on **31st March, 2011** and taken on record by the Board of Directors, we report that none of the Directors of the Company are disqualified as on **31st March, 2011**, from being appointed as a Director, in terms of clause (g) of sub-section (1) 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 Company's Accounting Policies and the Notes on Accounts of Schedule "J" thereto, 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:
 - (i) in the case of the Balance Sheet, of the state of affairs of the Company As at **31st March, 2011**;
 - (ii) in the case of the Profit & Loss Account, of the Profit for the year ended on that date and
 - (iii) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For **C.V. Pabari & Co.**
Chartered Accountants
Firm Registration No.114402W

Chetan Pabari
Proprietor

Mumbai, 31st August, 2011

Membership No: 047924

Annexure to the auditor's report

Referred to in paragraph 3 of our Report of even date to the members of Parekh Aluminex Limited on the accounts for the year ended 31st March, 2011.

1. In respect of Fixed Assets:
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
 - (b) The Company has a programme for physical verification of the Fixed Assets, which in our opinion is reasonable having regards to the nature of business. Accordingly, the Fixed Assets have been physically verified by the management at the end of the year and no material discrepancies were noticed on such verification.
 - (c) During the year, Company has disposed off some of the fixed assets. In our opinion and according to the information and explanations given to us, fixed assets disposed off were not substantial and therefore has not affected the going concern assumption.
2. In respect of its inventories:
 - (a) As explained to us, the inventory has been physically verified by the management during the year and partially at the close of the year. In our opinion the frequency of verification is reasonable.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us and on the basis of the records of inventory, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to the book records were not material and have been properly dealt with in the books of account.
3. (a) According to the information and explanations given to us, Company has not granted / taken any secured or unsecured loan to Companies, Firms or other parties covered in the Register maintained under Section 301 of the Companies Act, 1956. Therefore, sub-clause (b), (c), (d), (e), (f) and (g) of (iii) of the said Order are not applicable.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and nature of its business with regard to the purchase of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in the internal controls.
5. In respect of transactions entered in the registered maintained in pursuance of Section 301 of the Companies Act, 1956,
 - (a) In our opinion and according to the information and explanations given to us, we are of the opinion that the transactions that needed to be entered into register maintained under Sections 301 have been so entered.
 - (b) According to the information and explanations given to us and excluding certain transactions of purchase of goods and material of special nature for which alternate quotations are not available, where each of such transactions is in excess of ` Five Lacs in respect of any party, in our opinion, the transactions have made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time. However, with regard to the Management Service Contract with a party, as service is of specialized nature it is not possible to ascertain the market price for the same.
6. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from public and therefore, the provisions of Section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and Companies (Acceptance of Deposits) Rules, 1975 are not applicable to the Company.
7. In our opinion, Company has an internal audit system commensurate with the size and the nature of its business.
8. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956.
9. Statutory and Other Dues:
 - (a) According to the records of the Company and information and explanations given to us, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Income-Tax, Sales-Tax, Customs Duty and other statutory dues with the appropriate authorities during the year;
 - (b) According to the records of the Company and information and explanations given to us, disputed Excise Duty demands aggregating to ₹ 2,26,818/- have been deposited but the matter is pending with Central Excise & Service Tax Appellate Tribunal.
 - (c) According to the records of the Company and information and explanations given to us, disputed Income tax demands aggregating to ₹ 91,97,877/-.
10. The Company does not have accumulated losses as at the end of the year and the Company has not incurred cash losses during current and the immediately preceding financial year.
11. Based on our audit procedures and on the basis of information and explanations given by the management, we are of the opinion that the Company has not defaulted in the repayment of dues to financial institutions and banks.
12. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any Special Statute applicable to Chit Fund, Nidhi or Mutual Benefit Fund/Societies are not applicable to the company.
14. (a) Based on the records examined by us and according to the information and explanations given to us, we are of the opinion that the Company is not dealing in shares and securities and hence, the question of maintenance of proper records of transactions and contracts of dealing in shares and securities does not arise.
 - (b) Based on our audit procedures and to the best of our knowledge and belief and according to the information and explanations given to us, the Company does not own any shares and securities in its own name.
15. According to the information and explanations given to us, the Company has given any guarantee of ₹ 125 Million for loans taken by others from banks and financial institutions.
16. To the best of our knowledge and belief and according to the information and explanations given to us, term loans availed by the Company were prima facie, applied by the Company during the year for the purposes for which the loans were obtained.
17. According to the Cash Flow Statement and records examined by us and according to the information and explanations given to us, on overall basis, funds raised on short term basis have, prima facie, not been used during the year for long term investment and vice-versa.
18. The Company has not any made preferential allotment of shares to various parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956, during the year.
19. According to the information and explanations given to us and the records examined by us, the Company has issued Non- Convertible Debentures and created adequate security/charges during the year under review.
20. The Company has not raised any money by public issues during the year and hence, the question of disclosure and verification of end use of such money does not arise.
21. During the Course of our examination of the books and records of the Company and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the course of our audit, nor have we been informed of such case by the Management.

For C.V. Pabari & Co.
Chartered Accountants
Firm Registration No.114402W

Chetan Pabari
Proprietor

Mumbai, 31st August, 2011

Membership No: 047924

Balance Sheet As at 31st March, 2011

(₹ in Million)

Schedules	As at 31.03.2011	As at 31.03.2010
I SOURCES OF FUNDS		
1) Shareholders' Funds		
a) Share Capital A	129.40	129.40
b) Reserves & Surplus B	3,553.77	2,934.02
2) Loan Funds		
a) Secured Loans C	3,525.52	2,695.29
b) Unsecured Loans D	1,840.01	1,364.11
3) Deferred Tax Liability	18.06	38.56
Total	9,066.76	7,161.38
II APPLICATIONS OF FUNDS		
1) Fixed Assets E		
Gross Block	5,727.53	2,200.57
Less: Depreciation	1,113.05	671.19
Net Block	4,614.48	1,529.38
Capital Work-in-Progress	950.18	3,378.87
2) Current Assets, Loans & Advances F		
a) Inventories	1,752.16	1,095.25
b) Sundry Debtors	1,942.12	1,287.81
c) Cash & Bank Balances	377.25	399.20
d) Loans & Advances	242.55	378.58
	4,314.08	3,160.84
Less: Current Liabilities & Provisions G	684.90	769.14
Creditors for Deferred Payments	132.88	138.57
	817.78	907.71
Net Current Assets	3,496.30	2,253.13
3) Miscellaneous Expenditures	5.80	0.00
Total	9,066.76	7,161.38

The Schedules referred to above form an integral part of the Accounts

As per our attached report of even date

For & on behalf of the Board

For C.V. Pabari & Co.
Chartered Accountants
Firm Registration No.114402W

Jitendra Lekhwani
Company Secretary

Amitabh Parekh
Chairman & Managing Director

Chetan Pabari
Proprietor
Membership No. 047924
Mumbai, 31st August, 2011

Vikram Mordani
Director

Rajendra Gothi
Executive Director

Profit and Loss account For the year ended 31st March, 2011

(₹ in Million)

Schedules	As on 31.03.2011	As on 31.03.2010
INCOMES		
Sales	9,023.46	6,341.56
Other Incomes	17.82	15.71
Total	9,041.28	6,357.27
EXPENDITURES		
Raw Materials Consumed H	6,770.17	4,759.88
Manufacturing, Trading & Other Expenses I	654.17	492.33
Profit Before Interest & Depreciation	1,616.94	1,105.06
Interest	363.07	267.97
Depreciation E	441.86	251.72
PROFIT BEFORE TAX	812.01	585.37
Less : Provision for Taxation		
Current	160.00	105.00
Deferred	(20.50)	24.86
PROFIT AFTER TAX	672.51	455.51
Add : Balance of Profit from Previous Year	1,185.92	823.09
Add : Excess/Short provision of I. Tax of earlier years, written back	0.23	(1.66)
Total	1,858.66	1,276.94
APPROPRIATIONS		
Proposed Dividend	45.29	38.82
Tax on Proposed Dividend	7.70	6.60
Debenture Redemption Reserve	67.60	0
General Reserve	67.50	45.60
Balance carried to Balance Sheet	1,670.57	1,185.92
Total	1,858.66	1,276.94
Basic and diluted earnings per share (in Rupees)	51.97	35.20

The Schedules referred to above form an integral part of the Accounts

As per our attached report of even date

For & on behalf of the Board

For C.V. Pabari & Co.
Chartered Accountants
Firm Registration No.114402W

Jitendra Lekhwani
Company Secretary

Amitabh Parekh
Chairman & Managing Director

Chetan Pabari
Proprietor
Membership No. 047924
Mumbai, 31st August, 2011

Vikram Mordani
Director

Rajendra Gothi
Executive Director

Schedules forming part of the Balance Sheet & Profit and Loss Account

For the year ended 31st March, 2011

(₹ in Million)

	As at 31.03.2011	As at 31.03.2010
Schedule – A SHARE CAPITAL		
Authorised		
2,00,00,000 (2,00,00,000) Equity shares of ₹10 each	200.00	200.00
	200.00	200.00
Issued Subscribed & Paid Up – Equity Share Capital		
(i) 1, 29, 40,000 (1, 29, 40,000) Equity shares of ₹ 10/- each.		
Out of Which 63,100 equity shares are issued for Consideration Otherwise than cash.	129.40	129.40
(Previous year 63,100 equity shares).		
Total	129.40	129.40

	As at 31.03.2011	As at 31.03.2010
Schedule – B RESERVES & SURPLUS		
General Reserve	214.15	146.65
Share Premium Account	1,601.45	1,601.45
Debenture Redemption Reserve	67.60	00.00
Profit and Loss Account	1,670.57	1,185.92
Total	3,553.77	2,934.02

	As at 31.03.2011	As at 31.03.2010
Schedule – C SECURED LOANS		
Cash Credit	1,055.52	1,402.91
Term Loan	00.00	1,292.38
Working Capital facilities are secured by hypothecation of stocks and book debts. These are further secured by second charge on the fixed assets of the company. Term loans from banks are secured by equitable mortgage of land & building and hypothecation of plant & machineries and movable assets, both present and future.		
Non Convertible Debentures	2,470.00	0.00
Secured by first pari-passu charge on fixed assets of the Company.		
Total	3,525.52	2,695.29

	As at 31.03.2011	As at 31.03.2010
Schedule – D UNSECURED LOANS		
From Directors & Others	1,840.01	1,364.11
Total	1,840.01	1,364.11

Schedules forming part of the Balance Sheet & Profit and Loss Account

(Contd...)

(₹ in Million)

Schedule – E	FIXED ASSETS									
	GROSS BLOCK				DEPRECIATION			NET BLOCK		
Particulars	As on 01.04.2010	Additions during the year	Deduction during the year	As at 31.03.2011	Upto 31.03.2010	For the year	As at 31.03.2011	As on 31.03.2011	As on 31.03.2010	
Bore wells	0.03	--	--	0.03	0.03	0.00	0.03	--	--	
Computers	5.33	12.03	--	17.36	3.90	2.11	6.01	11.35	1.43	
Electric Installations	11.04	10.53	--	21.57	4.16	1.48	5.64	15.93	6.88	
Factory Buildings	369.61	579.55	--	949.16	83.19	41.06	124.25	824.91	286.42	
Furniture & Fixtures	17.17	17.05	0.03	34.19	11.57	1.64	13.21	20.98	5.60	
Land	130.03	0.31	--	130.34	--	--	--	130.34	130.03	
Office Equipments	10.36	9.45	--	19.81	4.20	1.20	5.40	14.41	6.16	
Plant & Machineries and Moulds	1,627.89	2,907.65	2.73	4,532.81	549.75	392.33	942.08	3,590.73	1,078.14	
Vehicles	29.11	--	6.85	22.26	14.39	2.04	16.43	5.83	14.72	
Total	2,200.57	3,536.57	9.61	5,727.53	671.19	441.86	1,113.05	4,614.48	1,529.38	
Previous Year	1,450.75	749.82	--	2,200.57	419.47	251.72	671.19	1,529.38	--	

	As at 31.03.2011	As at 31.03.2010
Schedule – F CURRENT ASSETS, LOANS & ADVANCES		
Inventories		
Raw Materials	1,321.24	871.00
Finished Goods (As valued and Certified by Directors)	430.92	224.25
Total	1,752.16	1,095.25
Sundry Debtors (Unsecured, Considered goods)		
i) Debts outstanding for a period more than six months	0	0
ii) Others	1,942.12	1,287.81
Total	1,942.12	1,287.81
Cash and Bank Balances		
Cash on hand	13.76	33.14
Bank Balance with Scheduled Bank		
-In Current Accounts	90.22	40.21
-In Fixed Accounts	62.16	248.54
Margin money kept with banks	211.11	77.31
Total	377.25	399.20
LOANS & ADVANCES(Unsecured, Considered good)		
Advances recoverable in cash or in kind for the value to be received	230.60	368.47
Deposits		
For Premises	10.27	8.34
For Tenders	1.68	1.77
Total	242.55	378.58

Schedules forming part of the Balance Sheet & Profit and Loss Account

(Contd...)

(₹ in Million)

	As at 31.03.2011	As at 31.03.2010
Schedule – G CURRENT LIABILITIES & PROVISIONS		
A. Current Liabilities		
Sundry creditors for Goods	329.09	121.37
Sundry creditors for Others	195.81	542.77
	524.90	664.14
B. Provision for Income Tax	160.00	105.00
	684.90	769.14
C. Creditors for deferred payments	132.88	138.57
Total	817.78	907.71

Schedule – H RAW MATERIAL CONSUMED		
II. RAW MATERIAL CONSUMED		
Opening Stock	871.00	714.45
Add: Purchases	7,427.08	4,986.87
	8,298.08	5,701.32
Less: Closing Stock	1,321.24	871.00
	6,976.84	4,830.32
II. VARIATION IN THE STOCK OF FINISHED GOODS		
Opening Stock	224.25	153.81
Closing Stock	430.92	224.25
	(206.67)	(70.44)
Total	6,770.17	4,759.88

Schedule – I MANUFACTURING, TRADING & OTHER EXPENSES		
Manufacturing Expenses		
Store & Spares	23.43	16.92
Power & Fuels	26.95	19.23
Rent	12.20	8.56
Other Expenses	352.74	263.09
Employees Remuneration & Benefits		
Salaries & Bonus	27.97	24.83
Staff Welfare Expenses	8.06	7.31
Managerial Remuneration		
Directors' Remuneration	25.11	15.86
Directors' Sitting Fees	0.17	0.12
Administrative & General Expenses		
Conveyance & Travelling Expenses	14.76	11.26
Professional & Legal Fees	14.50	11.95
Telephone Expense	2.25	2.40
Other Expenses	109.92	78.27
Selling & Distribution Expenses		
Brokerage & Commission	3.83	3.15
Sales Promotion Expenses	27.46	24.88
Insurance	3.28	3.18
Audit Fees	1.54	1.32
Total	654.17	492.33

Schedule – J ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

Forming part of the Balance Sheet as at 31st March, 2011 and Profit & Loss Account for the year ended on that date

A. SIGNIFICANT ACCOUNTING POLICIES

1) System of Accounting

a) Basis of Accounting

The financial statements are prepared on historical cost convention basis and in accordance with the generally accepted accounting principles in India, the provisions of the Companies Act, 1956, and the applicable Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006. Company follows the mercantile system of accounting. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

b) Use of Estimates

The presentation of the financial statements in conformity with generally accounting principles requires the Management to make estimates and assumptions that affect the reported amount of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Such estimates and assumptions are based on management's evaluation of relevant facts and circumstances as on the date of financial statements. The actual outcome may diverge from these estimates.

2) Fixed Assets & Depreciation

(a) Fixed Assets are stated at their original cost. Such expenditure comprises purchase price, import duties, levies and any directly attributable cost of bringing the assets to their working condition.

(b) Depreciation on fixed assets is provided on written down value method at the rates and in the manner prescribed in schedules XIV to the Companies Act 1956.

(c) Depreciation on assets added / disposed off during the year is provided on pro-rata basis with reference to the period of use.

(d) Assets costing upto ₹ 5,000/= are fully depreciated in the year of acquisition.

3) Valuation of Inventory

(a) Finished goods are valued at cost plus direct expenses related to it.

(b) Raw Material is valued at cost.

4) Revenue Recognition

Domestic Sales revenue are recognized on dispatch of the goods to the customers and stated net of returns. Export sales are recognised on date of bill of landing/airway bill.

5) Foreign Currency Transactions

Foreign Currency transactions are accounted at the rates prevailing on the date of transaction. Exchange differences arising on foreign currency transactions settled during the year are recognised in the profit and loss account.

All foreign currency denominated monetary assets and liabilities are translated at the exchange rate prevailing at the date of balance sheet and resultant exchange differences are recognised in the profit and loss account for the year

6) Taxation

Current tax is determined as the amount of tax payable in respect of the taxable income for the year.

Deferred tax is recognised, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period are capable of reversal in one or more subsequent periods. Deferred tax assets are not recognised on unabsorbed depreciation and carry forward of losses unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Minimum Alternate Tax (MAT) credit is recognised as an asset on the basis of the considerations that there being a convincing evidence of realisation of the asset and in the year in which the MAT credit becomes eligible to be recognised, the said asset is created by way of credit to the profit and loss account.

Schedule – J ACCOUNTING POLICIES AND NOTES ON ACCOUNTS (Contd...)

7) Impairment of Assets

Impairment is ascertained at each balance sheet date in respect of Cash Generating Units. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is greater of the net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value based on an appropriate discount factor.

8) Employee Benefits

(i) As per the consistent accounting policies followed by the Company since inspection, the Company is not providing for any other benefit to employees except for Provident Fund to their permanent employees.

(ii) Short term employee benefits are recognised as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

9) Borrowing Costs

Borrowing costs attributable to acquisition, construction or production of qualifying assets are capitalized as part of such asset till the time the asset is ready for use or sale. All other borrowing costs are recognised as an expense in the period in which they are incurred.

10) Earnings Per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standards 20, "Earnings per Share" issued by the ICAI. Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earning per share, the net profit or loss for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

11) Capital Work-In-Progress

Project under commissioning and other Capital Work-In-Progress are carried at cost, comprising direct cost and related incidental expenses.

12) Cash Flow Statements

Cash flow statements are prepared in accordance with "Indirect Method" as explained in the Accounting Standard on Cash Flow Statements (AS-3) notified under the Companies (Accounting Standards) Rules, 2006.

13) Provisions and Contingencies

A provision is recognised when the Company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle obligation, in respect of which reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but are disclosed in the notes to the financial statement. A contingent asset is neither recognised nor disclosed.

B. NOTES ON ACCOUNTS

1) Related Party Disclosures

Disclosures as required by the Accounting Standard - 18 "Related Party Disclosures" are given below;

a. List of related party

Associated Companies	
	1. Deepen Holding Limited
	2. AAP Securities Limited
	3. AAP Racing and Stud Farms Limited
	4. AAP Entertainment Limited
	5. AAP Realtors Limited
	6. AAP Hotel and Hospitality Limited
	7. Arms Retails (India) Limited
	8. AAP Equity Capital Limited
	9. AAP Minerva Builtcon Limited
Key Management Personnel	Mr. Amitabh Parekh – Chairman & Managing Director

Schedule – J ACCOUNTING POLICIES AND NOTES ON ACCOUNTS (Contd...)

b. Transaction with Related Party

(₹ in Million)

Nature of Transactions	Associates Companies		Key Management Personnel and their relatives	
	Current Year	Previous Year	Current Year	Previous Year
Transactions				
Sales	--	--	--	--
Purchases	--	--	--	--
Professional Fees	--	--	0.84	0.84
Salary Expenses	--	--	0.38	0.33
Interest Expense	--	--	--	0.88
Rental Expenses	--	--	6.30	1.50
Directors Remuneration	--	--	25.11	15.86
Directors Sitting Fees	--	--	0.17	0.12
Car Hiring Charges	--	--	1.15	1.20
Dividend on Shares	--	--	14.60	10.97

2) Segment Reporting

Primary Segment

Based on the guiding principle given in the Accounting Standard – 17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, the Company's primary segment are Aluminium Foil Containers, Lids & Rolls. Company's operation during the year predominately consists of Aluminium Foil Containers, Trays, Lids & Rolls. Hence, there is no separately reportable segment

Secondary Segment

Segment reporting of revenue for the Company is on the basis of the geographical location of the customers is as under:

(₹ in Million)

Revenue	India	U.K/ Europe	U.S.A.	Others	Total
Current Year	8,030.12	333.55	517.66	142.13	9,023.46
Previous Year	5,367.37	375.77	470.38	128.04	6,341.56

3) Contingent Liabilities

(a) Disputed demand of Central Excise of ₹ 0.23 Million. And the matter is taken up before Central Excise & Service Tax Appellate Tribunal. The Company has made deposit of ₹ 0.23 Million with Central Excise & Service Tax Appellate Tribunal (Previous Year ₹ 0.23 Million).

(b) According to the records of the Company and information and explanations given to us, disputed Income tax demands aggregating to ₹ 9.20 Million and the matter is pending in Appeal with Commissioner of Income Tax (Appeal) (Previous Year ₹ 7.31 Million).

(c) Outstanding L.C. & Bank Guarantee issued to clients / suppliers by Bankers secured by counter guarantee of the Company is ₹ 1,269.16 Million. (Previous Year ₹ 937.55 Million).

(d) Export obligation of ₹ Nil to be met against EPCG License availed. (Previous year ₹ Nil)

(e) Guarantee given by the Company on behalf of others ₹ 125.00 Million (Previous year ₹ Nil)

4) Payment to Auditors

(₹ in Million)

	Current Year	Previous Year
For Audit Fees	1.54	1.32
For Other capacity	0.67	0.67
	2.21	1.99

5) In the opinion of the management, the Current Assets, Loans & Advances are expected to realise at least the amount at which they are stated, if realised in the ordinary course of business and provision for all known liabilities have been made in the accounts.

Schedule – J ACCOUNTING POLICIES AND NOTES ON ACCOUNTS (Contd...)

- 6) Closing stock has been taken, valued and certified by the management.
7) Information pursuant to para's 3, 4C and 4D of schedule VI to the Companies Act, 1956.(as certified by the Directors)

a) Capacity and Production

(₹ in Million)

Product	Unit Capacity	Year	Licensed Capacity P.A.	Installed Capacity P.A. (Pcs. in Million)	Actual Production
					P.A. (Pcs. in Million)
i. Casseroles/Trays Containers/Dishes	Pcs.	Current Year	N.A.	5,750.00	3,650.00
		Previous Year			2,860.00
ii. Aluminium Foils/Rolls	pcs.	Current Year	N.A.	98.00	65.00
		Previous Year			54.00
iii. Lids	pcs.	Current Year	N.A.	1,590.00	1,050.00
		Previous Year			867.00

b) Turnover and Stocks

Year	Opening Stock		Turnover / Sales		Closing Stock	
	Pcs in Million	₹ in Million	Pcs in Million	₹ in Million	Pcs in Million	₹ in Million
Current Year	89.69	224.25	4,469.90	9,023.46	384.79	430.92
Previous Year	61.28	153.81	3,752.59	6,341.56	89.69	224.25

c) Raw Material Consumption

Year	Product	Quantity in Tons	₹ in Million
Current Year	Aluminium Foils/Laminates/Reels/Sheets	41,530.00	6,976.84
Previous Year	-"	28,884.00	4,830.32

d) Value of Imports calculated on C.I.F. basis

(₹ in Million)

	Current Year	Previous Year
Raw Material	1,062.10	536.95

e) Expenditure in Foreign Currency

(₹ in Million)

	Current Year	Previous Year
Plant & Machinery and Moulds	41.84	376.41
Stores	153.50	135.35
Power & Fuel	8.28	0.00

f) FOB value of sales

(₹ in Million)

	Current Year	Previous Year
Exports of Goods	922.09	923.59
Sale of Mould (Others)	2.70	0.00

g) Imported and Indigenous Raw Materials

(₹ in Million)

	Current Year	Previous Year
1. Imported	1,062.10	536.95
2. Indigenous	6,364.98	4,449.92

Schedule – J ACCOUNTING POLICIES AND NOTES ON ACCOUNTS (Contd...)

h) Remuneration to whole time Directors

(₹ in Million)

	Current Year	Previous Year
Director Remuneration	25.11	15.86

The computation of net profits in accordance with Sec.198 read with Sec.309 (5) of the Companies Act, 1956 for the year ended on 31st March, 2011:

	(₹ in Million)	
Profit Before taxation as per Profit & Loss Account		812.01
Add:		
Directors' remuneration including Directors' fees	25.28	
Depreciation charged in the accounts	441.86	467.14
		1,279.15
Less:		
Depreciation as per Sec.350		441.86
Net Profit as per Sec.309 (5)		837.29
Ceiling on total remuneration to whole time Directors		83.73
Actual remuneration to whole time Directors		25.11

- 8) Balances in respect of Sundry Debtors, Sundry Creditors, Loans & Advances and unsecured Loans are subject to confirmation.

- 9) Remittance in foreign currency on account of Dividends to N.R.I. :

	Current Year	Previous Year
No. of Shareholders:	08	09
No. of shares held:	2007441	2139000
Dividend remitted (₹ in Million):	6.02	5.35
Dividend for the year:	2009-10	2008-09

10) Earnings per Share:

	Current Year	Previous Year
i. Numerator used for calculating basic and diluted earnings per share – Profit after Tax –	672.51 Million	455.51 Million
ii. Weighted average number of shares outstanding during the year	1,29,40,000	1,29,40,000
iii. Nominal value of shares – ₹	10/-	10/-
iv. Basic & diluted Earnings per Share – ₹	51.97	35.20

- 11) As required by Accounting Standard (AS 28) " Impairment of Assets " the management has carried out the assessment of impairment of assets and no impairment loss has been recognised during the year.

12) Operating Leases (AS 19)

	Current Year	Previous Year
i. The Company normally acquire offices, factory & vehicles on operating leases. The future minimum lease payment in respect of which as at 31st March, 2011 are as follows:		
Period		
- Payable not later than 1 year	₹40,04,222	₹27,24,875
- Payable later than 1 year not later than 5 years	₹11,47,083	₹18,56,631
- Payable later than 5 years	-	-
ii. The Company has given property on lease and lease rentals are receivable as follows:		
Period		
- Receivable not later than 1 year	₹24,00,000	NIL
- Receivable later than 1 year not later than 5 years	₹32,00,000	-
- Receivable later than 5 years	-	-

Schedule – J ACCOUNTING POLICIES AND NOTES ON ACCOUNTS (Contd...)

13) There are no amounts due and outstanding to be credited to Investor Education & Protection Fund.

	Current Year	Previous Year
14) Industrial license held	NA	NA

15) Break – up of deferred tax assets (liability): (₹ in Million)

	Current Year	Previous Year
	Deferred Tax Assets/ (Liability)	Deferred Tax Assets/ (Liability)
i. Difference between Books & Tax Depreciation	20.50	(82.86)

16)a) Disclosure of Sundry Creditors under Current Liabilities is based upon the information available with the Company regarding the status of the suppliers as defined under the Micro, Small and Medium Enterprises as per Micro, Small and Medium Enterprise Development (MSMED) Act, 2006

b) Details of dues to Micro, Small and Medium Enterprises as per Micro, Small and Medium Enterprise Development (MSMED) Act, 2006

(₹ in Million)

Sl. No.	Particulars	Current Year	Previous Year
i)	The principal amount and the interest due thereon remaining unpaid to any supplier		
	- Principal amount	3.79	6.37
	- Interest thereon	Nil	Nil
	- Interest due & payable thereon	0.11	0.19

c) Total amount due to various Small Scale Industrial (SSI) Undertakings is ₹ 4.94 Million. The above information regarding Small Scale Industrial Undertaking have been determined to the extent such party has been identified on the basis of information furnished by Company.

17) The Company has classified the various benefits provided to the employees as under :

- i) Defined Contribution Plan
 - a) Provident Fund
 - b) Superannuation Fund and Pension Scheme – 1995

The Company has recognized the following amounts in the Profit and Loss account which are included under Contribution to Provident Fund and Other Funds for their permanent employees.

(In ₹)

	Current Year	Previous Year
Provident Fund	5,99,559	4,80,115

18) The Company has not incurred any expenditure for Research & Development Expenditures during the year under review.

19) Previous Year figures have been regrouped and rearranged wherever necessary to confirm to the current year's presentation.

20) Additional Information as required under Part IV of Schedule VI to the Companies Act, 1956.

Balance Sheet Abstract and Company's General Business Profile

1. Registration Details	
Registration No.:	11-80732 of 1994
State Code:	11
Balance Sheet Date:	31.03.2011
2. Capital raised during the year (₹ in Million)	
Public Issue:	NIL
Preferential Issue :	NIL
Warrants Issue :	NIL
Rights Issue:	NIL
Bonus Issue:	NIL
Promoter's Quota:	NIL
Call Money:	NIL
3. Position of mobilisation and deployment of Funds (₹ in Million)	
Total Liabilities:	9,066.76
Total Assets:	9,066.76
Sources of Funds:	
Paid-up Capital:	129.40
Reserves & Surplus:	3,553.77
Secured Loans:	3,525.52
Unsecured Loans:	1,840.01
Deferred tax liability:	18.06
Application of Funds:	
Net Fixed Assets:	4,614.48
Capital Work-in-progress:	950.18
Net Current Assets:	3,496.30
Miscellaneous Expenditures	5.80
4. Performance of the Company	
Turnover (Gross Receipts):	9,041.28
Total Expenditure:	8,229.27
Profit before tax:	812.01
Profit after tax:	672.51
Earnings Per Share of ₹ 10 each (Basic):	51.97
Dividend Rate including Special Dividend, if any	:
- on Preference Shares:	--
- on Equity Shares:	35%
5. Generic Names of Principal products, services of the Company	
Item Code No. (ITC Code)	AA 3003
Product Description	Aluminium Foil Trays / Containers / Casseroles, Lids for the same & Aluminium Foils Rolls.

As per our attached report of even date

For & on behalf of the Board

For C.V. Pabari & Co.

Jitendra Lekhwani

Amitabh Parekh

Chartered Accountants

Company Secretary

Chairman & Managing Director

Firm Registration No.114402W

Chetan Pabari

Vikram Mordani

Rajendra Gothi

Proprietor

Director

Executive Director

Membership No. 047924

Mumbai, 31st August, 2011

Cash Flow Statement For the year ended 31st March, 2011

(₹ in Million)

	Current Year	Previous Year
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before tax and extra-ordinary items	812.01	585.37
Adjustments for:		
Interest Paid	363.07	267.97
Interest Received	(17.43)	(13.80)
Depreciation	441.86	251.72
Operating profit before working capital changes	1,599.51	1,091.26
Changes in:		
Trade and other receivables	(518.28)	(480.66)
Inventories	(656.91)	(226.99)
Trade Payables	(124.22)	283.15
Cash generated from operations	300.10	666.76
Interest paid	(363.07)	(267.97)
Direct taxes paid	(131.60)	(30.36)
Net Cash Flow from operating activities	(194.57)	368.43
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of fixed assets	(3,526.96)	(749.82)
Payment for Capital Work-In-Progress	2,428.69	(1,445.05)
	(1,098.27)	(2,194.87)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from issue of Preferential Equity share	Nil	Nil
Proceeds from issue of Warrants	Nil	Nil
Proceeds from borrowings – Secured Loans	830.23	1,415.48
Proceeds from Unsecured Loans	475.90	557.60
Interest received	17.43	13.80
Dividend & Dividend Tax paid	(45.42)	(37.85)
Expenses for issue of NCD	(7.25)	Nil
Net Cash used in financing activities	1,270.89	1,949.03
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(21.95)	122.59
CASH AND CASH EQUIVALENTS AT THE COMMENCEMENT OF THE YEAR	399.20	276.61
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	377.25	399.20

As per our attached report of even date

For & on behalf of the Board

For C.V. Pabari & Co.

Jitendra Lekhwani

Amitabh Parekh

Chartered Accountants

Company Secretary

Chairman & Managing Director

Firm Registration No.114402W

Chetan Pabari

Vikram Mordani

Rajendra Gothi

Proprietor

Director

Executive Director

Membership No. 047924

Mumbai, 31st August, 2011

Auditor's Certificate

We have examined the attached Cash Flow statement of Parekh Aluminex Limited for the year ended 31st March, 2011. The statement has been prepared by the Company in accordance with the requirements of listing agreement Clause 32 with the Stock Exchanges (BSE & NSE) and is based on and in agreement with the corresponding Profit & Loss account and Balance Sheet of the Company covered by our report dated 31st August, 2011 to the members of the Company.

For C.V. Pabari & Co.
Chartered Accountants
Firm Registration No.114402W

Chetan Pabari
Proprietor
Membership No. 047924

Mumbai, 31st August, 2011

“The great thing in the world is not so much where we stand, as in what direction we are moving”
 Oliver Wendell Holmes



Parekh Aluminex Limited

Proxy Form

For Office use

REGD. FOLIO NO.	
DP. ID / CLIENT ID	
PROXY NO.	
NO. OF SHARES	

I /We _____ of _____ in the district of _____ being a member / members of PAREKH ALUMINEX LIMITED, hereby appoint _____ of _____ in the district of _____ failing him / her _____ of _____ in the district of _____ as my / our proxy to attend and vote for me / us on my / our behalf at the 17th Annual General Meeting of the Company to be held on Wednesday, 28th September 2011 at 4.00 PM at The Bombay Presidency Club Limited, 157, Arthur Bunder Road, Colaba, Mumbai - 400005 and at any adjournment thereof.

Signed this _____ Day of _____ 2011

Affix
Revenue
Stamp of
₹1/-

Signature _____

Note: The proxy must be deposited at the Registered Office of the Company not less than 48 hours before the time of holding the Meeting.



Parekh Aluminex Limited

Attendance Sheet

Folio No. _____ No. of Shares _____

D.P. ID / CLIENT ID _____

I / We hereby present my / our attendance at the 17th Annual General Meeting of PAREKH ALUMINEX LIMITED held on Wednesday, 28th September 2011 at 4.00 PM at The Bombay Presidency Club Limited, 157, Arthur Bunder Road, Colaba, Mumbai - 400005.

NAME OF THE SHAREHOLDER (IN CAPITAL LETTERS)	
SIGNATURE OF THE SHAREHOLDER	
NAME OF THE PROXY (IN CAPITAL LETTERS)	
SIGNATURE OF THE PROXY	

- Notes: 1. Members / Proxies are requested to hand over the slip at the entrance of the meeting
 2. Members / Proxies are requested to bring their copy of Annual Report for reference at the meeting

Dear Shareholders,

Re: Amendments to Section 109A of the Companies Act, 1956

Nomination Form 2B for Shares / Debentures

You may be aware that in view of amendment to Section 109A of the Companies Act, 1956, provision has been made for making Nomination for shares and debentures. For this purpose Form 2B has been prescribed by the Act which is appended.

You are requested to avail this facility, in case you so desire. The duly filled and signed form should be sent to the Registrars/Registered Office of the Company for action thereupon.

Yours faithfully,

For PAREKH ALUMINEX LIMITED

Amitabh Parekh

Chairman & Managing Director

Mumbai, 31st August, 2011

FORM 2B

(See rule 4CCC and 5D)

NOMINATION FORM

(To be filled in by individual(s) applying singly or jointly)

I/We _____ and _____ and _____ the holders of _____ Equity Shares bearing numbers from _____ to _____ of PAREKH ALUMINEX LIMITED wish to make a nomination and do hereby nominate the following person in whom all rights of transfer and / or amount payable in respect of Equity Shares shall vest in the event of my / our death.

Name and Address of the Nominee:

Name: _____

Address: _____

Date of Birth* _____

(* To be furnished in case Nominee is a minor)

The Nominee is a minor whose guardian is:

Name: _____

Address: _____

Signature(s) of Shareholder(s) as per SPECIMEN recorded with the company.

Folio No. _____

Name: _____

Signature _____

Address: _____

Name: _____

Signature _____

Address: _____

Name: _____

Signature _____

Address: _____

Dated _____

Signature of two witnesses:

(1) Name : _____ Signature _____

Address: _____

Dated _____

(2) Name : _____ Signature _____

Address: _____

Dated _____

(Before filling up the form please read the instructions)

1. The Nomination can be made by individuals only, holding shares on their own behalf, singly or jointly. Non-individuals including trust, society, body corporate, partnership firm, karta of Hindu Undivided Family, holders of power of attorney cannot nominate. If the shares are held jointly, all joint holders will sign the nomination form.
2. A minor can be nominated by a holder of shares and in that event the name and address of the guardian shall be given by the holder.
3. A nominee shall not be a trust, society, body corporate, partnership firm, karta of Hindu Undivided Family or a power of attorney holder. A non-resident Indian can be a nominee on repatriable basis, subject to applicable laws.
4. Nomination stands rescinded upon transfer of share(s).
5. Transfer of shares in favour of a nominee shall be a valid discharge by the Company against the legal heir.

31st August, 2011

Dear Shareholder(s)

Sub: Option for ECS Mandate / Bank Mandate

ECS Mandate

As an added service to our shareholders, we are pleased to offer the facility of electronic credit of dividend directly to the respective bank accounts of our shareholders, through Electronic Clearing Service (ECS). This facility is currently available to shareholders located at Ahmedabad, Bangalore, Bhubaneshwar, Chandigarh, Chennai, Guwahati, Jaipur, Hyderabad, Kanpur, Kolkata, Mumbai, Nagpur, New Delhi, Patna, Pune and Thiruvananthapuram. Shareholders in these locations who would like to avail of this facility are requested to fill up the mandate form provided else where and submit the same so as to reach the Company's Registrar & Share Transfer Agent latest by 21st September, 2011. This service not only protects a shareholder against fraudulent interception and encashment of dividend warrants but also eliminates dependence on the postal system, loss / damage of dividend warrants in transit and correspondence relating to revalidation / issue of duplicate dividend warrants.

Kindly note that as per directives of Securities and Exchange Board of India (SEBI), in respect of shareholders holding shares in dematerialised form, dividend shall be paid through ECS (where such facility is available) directly into the bank account furnished by the shareholders to their respective Depository Participant. Such shareholders therefore need not submit the mandate form provided along with this letter. In case it is desired to receive dividend in a bank account other than the one specified while opening the Demat Account, such shareholders may please inform the same to their respective Depository Participant immediately.

Bank Mandate

Shareholders holding shares of the Company in physical form and who, for any reason, would not like to avail of the ECS facility being offered to such shareholders as mentioned above, are requested to furnish (if not done earlier) in the mandate form provided along with this letter, details of their bank account number and name of the bank and the branch, which would be printed on the dividend warrants to avoid fraudulent encashment thereof.

Kindly note that the ECS/Bank mandate instructions should be under the signature of the shareholder(s) as per specimen lodged with the Company.

Thanking you,

Yours sincerely,

For PAREKH ALUMINEX LIMITED

Amitabh Parekh

Chairman & Managing Director

