



THE PERIA KARAMALAI TEA AND PRODUCE COMPANY LIMITED

CORPORATE INFORMATION

Board of Directors	:	Shri L.N. Bangur, Chairman Smt Alka Bangur, Managing Director Shri Prakash Parasher, Executive Director Shri R.L. Gaggar Shri H.M. Parekh Shri P.R. Ramakrishnan Shri N. Swaminathan
Company Secretary	:	Shri R.V. Sridharan
Corporate Management Team	:	Smt. Alka Bangur, Managing Director Shri Prakash Parasher, Executive Director Shri Shreeyash Bangur, President, (Corporate Strategy & Business Development) Shri R.V. Sridharan, Chief Financial Officer & Company Secretary Shri K.P. Krishnakumar, Vice President (Operations)
Registered Office	:	Panchratn, 286, Race Course Road Coimbatore - 641 018 Tamil Nadu
Statutory Auditors	:	S. Krishnamoorthy & Co Chartered Accountants ICAI Regn. No. 001496S Coimbatore
Cost Auditors	:	S. Mahadevan & Co. Cost Accountants, Coimbatore
Bankers	:	Union Bank of India
Registrar & Share Transfer Agents	:	M/s. SKDC Consultants Ltd. Kanapathy Towers 1391/1-A, III Floor Sathy Road, Ganapathy Coimbatore - 641 006 Tel No. +91 (422) 6549995, 2539835,2539836 Fax No. +91 (422) 2539837 Email: info@skdc-consultants.com



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NOTICE OF THE 99th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 99th Annual General Meeting of the Company will be held at the Indian Chamber of Commerce & Industry, "Chamber Towers," 732, Avinashi Road, Coimbatore - 641 018 at 11.00 a.m. on Saturday, the 21st July 2012 to transact the following business.

ORDINARY BUSINESS

1. To receive and adopt the Director's Report, Audited Statement of Profit & Loss for the year ended 31st March 2012, the Balance Sheet as at that date and the Auditor's Report thereon.
2. To declare dividend.
3. To appoint a Director in place of Shri R.L.Gaggar, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri H.M.Parekh, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint auditors in the place of retiring auditors and to fix their remuneration.

SPECIAL BUSINESS

6. To consider and, if thought fit, to pass with or without modification, the following resolution as **Special Resolution**.

"RESOLVED THAT the Company hereby grants its approval and consent under Section 314 of the Companies Act, 1956, to Shri.Shreeyash Bangur, a relative of Shri L.N.Bangur and Smt. Alka Bangur, Directors of the company, for holding and continuing to hold an office or place of profit as an employee in the management cadre of the Company on a basic salary of ₹ 1,20,000/- per month together with the usual allowances and benefits applicable to employees occupying similar posts in the said management cadre including bonus, gratuity, provident fund and superannuation benefits, and that the directors be and they are hereby authorized to grant from time to time to Shri Shreeyash Bangur such increment or increments as the Directors may, in their discretion think fit, so that his total remuneration shall not exceed ₹ 2,50,000 per month."

By Order of the Board
R.V. Sridharan

*Chief Financial Officer &
Company Secretary*

Coimbatore,
June 15, 2012.

NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN HIS STEAD AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. Proxies in order to be effective must be received at the registered office of the company not less than 48 hours before the commencement of the Annual General Meeting.
3. The Register of Members and the Share Transfer Books of the company will remain closed from 18th July 2012 to 21st July 2012 (both days inclusive).
4. The dividend when declared will be paid to those members whose name appears in the Register of Members as on 21st July 2012. In respect of shares held in electronic form, dividend will be paid on the basis of the beneficial ownership of the shares as on the closing business hours on 17th July 2012 as per details that may be furnished by M/s National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.
5. Pursuant to section 205A (5) of the Companies Act, 1956, the company has already transferred unclaimed dividends for the year ended 31st March 2002 to the Investor Education and Protection Fund.
6. Members who have so far not encashed the dividend warrant (s) are requested to seek issue of duplicate warrant (s) to the Registrar and Share Transfer Agents immediately. Members are requested to note that no claims shall lie against the company or the said fund in respect of amounts which were unclaimed for a period of seven years from the dates that they first became due for payment and no payment shall be made in respect of any such claim.
7. Members holding shares in physical form are requested to intimate changes, if any, in their registered address immediately to the Registrars & Share Transfer Agents. Members holding shares in dematerialized form are requested to notify such changes to their depository participants.
8. Members are requested to bring their copy of the Annual Report to the meeting.



9. The company's shares are listed in the following stock exchanges:

1. The Coimbatore Stock Exchange Limited
683/686, Trichy Road
Coimbatore - 641 005
2. Madras Stock Exchange Limited
30, Second Line Beach
Chennai - 600 001
3. The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700 001

The Company has paid the annual listing fee for the year 2012-13 to the Madras Stock Exchange. Since the company has not received any intimation from Calcutta and Coimbatore Stock Exchanges, listing fee has not been paid.

10. Information required under the Listing Agreement.

- (a) Shri R.L.Gaggar, independent Director, aged 80 is a leading advocate and solicitor of Calcutta High Court. Shri R.L.Gaggar holds B.A. (Hons), Degree and is also a law graduate with more than 53 years of experience in the legal profession. Shri R.L.Gaggar has been associated with the Company as director since 7th October 1989.

He holds directorship in Somani Ceramics Limited, Sarda Plywoods Industries Ltd, TIL Limited, Paharpur Cooling Towers Ltd., International Combustion (India) Ltd., SPML Infra Ltd., Machino Plastics Ltd., Sumedha Fiscal Service Ltd., Shree Cement Ltd and Machino Polymer Ltd. Besides, he holds membership in audit committee, remuneration committee etc. of many companies.

He holds 1,125 equity shares of ₹ 10/- each in the Company.

- (b) Shri H.M.Parekh, independent director, aged 75 years is a tea professional with 51 years of experience in tea industry. He is a commerce graduate. He retired as Chairman of J.Thomas Co. Pvt. Ltd., the world's largest tea broking company. He was CEO of Project India Blend Ltd. Currently, he offers consultancy services to some of the top tea producing companies in India. He has been associated with the Company as director since 23rd June 2009.

He holds directorship in The Methoni Tea co.Ltd., Gujarat Tea Processors & Packers Ltd., Rossel Tea Ltd., Diana Tea Co.Ltd., The Grob Tea Co.Ltd., Williamson Magor & Co.Ltd., Gillandars Arbhuthnot & Co.Ltd., Rasoi Ltd., Quality Tea Plantation Pvt. Ltd and BMG Enterprises Ltd. Besides, he holds membership in audit committee, remuneration committee etc of many companies.

He does not hold any share in the company.



Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956

Item No. 6

Shri. Shreeyash Bangur was appointed as President (Corporate Strategy and Business Development) at the meeting of the Board of Directors of the Company held on 12th November 2011 subject to the approval of the Company in the general meeting. The appointment was made on the recommendation of the Selection Committee on a basic salary of ₹1,20,000/- per month together with the usual allowances and benefits applicable to employees occupying similar posts in the said management cadre including bonus, gratuity, provident fund and superannuation fund with authority to the Board of Directors to grant from time to time to Shri Shreeyash Bangur such increment or increments as the Board may, in its discretion think fit, subject to the condition that his overall remuneration shall not exceed ₹2,50,000 per month.

Shri Shreeyash Bangur is a graduate in Accounting and Management from University of Wales, Cardiff, United Kingdom. He also holds Post Graduate Degree in Engineering Business Management from the prestigious Warwick Manufacturing Group, UK.

His stints at Ernest & Young and Price Water House, has seen him build skill sets that include an intense exposure and understanding of business strategy, planning, strong expertise in research, data analysis and implementation. He possess exceptional cerebral understanding of business processes, excellent communication and people management skills.

Shri Shreeyash Bangur is a relative of Shri L.N.Bangur and Smt. Alka Bangur, directors of the Company. Section 314 provides that no relative of a director shall hold office or place of profit in the company which carries a monthly remuneration of not exceeding ₹ 2,50,000/- except with the consent of the company by a Special Resolution.

The Directors recommend the resolution for approval of the shareholders.

None of the directors except Shri L.N.Bangur and Smt. Alka Bangur is concerned or interested in the said Special Resolution.



DIRECTORS' REPORT

Your Directors have pleasure in presenting the 99th Annual Report for the year ended 31st March 2012.

FINANCIAL RESULTS

	2011-12 ₹	2010-11 ₹
Profit before interest, depreciation and tax	73,07,10,508	6,42,45,102
Interest	34,45,550	32,06,888
Profit before depreciation	72,72,64,958	6,10,38,214
Depreciation	1,34,65,206	97,62,787
	71,37,99,752	5,12,75,427
Add Excess provision made in the previous year reversed	—	20,08,137
Profit before Tax	71,37,99,752	5,32,83,564
Provision for tax:		
Current tax	15,13,00,000	54,00,000
Mat Credit Entitlement	(6,80,00,000)	(10,00,000)
Deferred tax liability	3,40,960	7,76,807
Profit after tax	63,01,58,792	4,81,06,757
Add: Balance brought forward from previous year	1,34,25,571	1,61,84,885
Profit available for appropriation	64,35,84,363	6,42,91,642
APPROPRIATIONS		
Proposed Dividend @ ₹ 5 per share	1,54,79,395	92,87,637
Tax on proposed Dividend	26,30,723	15,78,434
Transfer to General Reserve	50,00,00,000	4,00,00,000
Surplus carried to Balance Sheet	12,54,74,245	1,34,25,571
	64,35,84,363	6,42,91,642

OVERALL PERFORMANCE

The Company recorded total revenue of ₹ 107,26,16,640 (including other income of ₹ 77,32,01,941) for the year ended 31st March 2012. Other income includes ₹ 74,34,49,639 made on profit on sale of investments.

OPERATIONS

Production

The Company harvested a lower crop of 34,69,114 kg in 2011-12 as against 44,00,047 kg in 2010-11. The reduction in crop was due to severe drought in the last quarter of the year under review. The whole plantation district reported lesser production in the last quarter of the financial year due to prolonged dry spell.

Price & Sales

Your company's average tea price was marginally higher at ₹ 75.74 per kg as against ₹ 72.88 per kg last year. Sales realization clocked ₹ 29,55,44,178 compared to ₹ 34,90,56,983 made last year.

DIVIDEND

For the year ended 31st March 2012, the company has incurred a loss of ₹ 3,83,82,125 in tea operations. Despite the loss in tea operations, the directors have recommended a dividend of ₹ 5/- per share (last year ₹ 3/- per share) as a special case in view of profit made on sale of investments.

FUTURE PROSPECTS

With predictions of normal monsoon during the current year, production is expected to be normal. With prices showing an uptrend from the beginning of the first quarter in the current year coupled with production shortfalls elsewhere in the globe, we hope to do reasonably well.

WIND TURBINES

During the year under review, the Wind Mills generated 46,12,818 units as against 43,10,323 units generated during the same period last year.

PUBLIC DEPOSITS

Deposits outstanding as on 31st March 2012 were ₹ 94,52,000. Two deposits totaling ₹ 90,000 which remained unclaimed as on that date has since been paid.



TRANSFER OF UNCLAIMED AMOUNTS TO IEPF

Pursuant to the provisions of Section 205A (5) of the Companies Act, 1956, the dividends declared by the company on equity shares, which have remained unclaimed for a period of seven years, have been transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 205C of the said Act, last such transfer being made on September 16, 2008.

STATUTORY STATEMENTS

Information pursuant to Section 217(1) (e) of the Companies Act, 1956, read with Rule 2 of the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is given in Annexure I which forms part of this report.

PARTICULARS OF EMPLOYEES

There are no employees attracting the provisions of Section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules 1975 as amended.

DIRECTORS

Shri R.L.Gaggar and Shri H.M.Parekh retire by rotation at the ensuing Annual General Meeting and are eligible for re-appointment.

INDUSTRIAL RELATIONS

The relation between management and labour was cordial during the year.

CORPORATE DEVELOPMENTS

During the year, the company divested its entire stake of 12,23,093 equity shares of ₹ 10/- each held by the company in The Andhra Pradesh Paper Mills Limited.

INVESTMENT IN SHIVPHAL VINIMAY PRIVATE LIMITED

As part of growth strategy, the Company has acquired 100% stake in the equity of M/s. Shivphal Vinimay Private Limited in March 2012.

INFORMATION RELATING TO SUBSIDIARY COMPANIES

Pursuant to the provision of Section 212 (8) of the Companies Act, 1956, the Ministry of Corporate Affairs vide its circular No.2/2011 dated February 8, 2011 has granted general exemption from attaching the Balance Sheet, Statement of Profit and Loss and other documents of the subsidiary companies with the Balance Sheet of the Company. A statement containing brief financial details of the company's subsidiaries for the year ended March 31, 2012 is included in the Annual Report. The annual accounts of the subsidiaries and the related detailed information will be made available to any member of the company/subsidiary seeking such information at any point of time and are also available for inspection by any member of the company/subsidiaries at the registered office of the company. The annual accounts of the said subsidiaries will also be available for inspection, as above, at the registered office of the respective company. The Company shall furnish a copy of details of annual accounts of subsidiaries to any member on demand.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements have been prepared by the Company in accordance with the applicable Accounting Standards (AS 21, AS 23 and AS 27) issued by the Institute of Chartered Accountants of India and the same together with Auditor's Report thereon form part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

In compliance of Section 217 (2AA) of the Companies Act, 1956 as amended by Companies (Amendment) Act, 2000, the Directors of your Company confirm that:

1. all applicable accounting standards have been followed in the preparation of annual accounts and that there are no material departure.
2. such accounting policies have been selected and applied consistently and such judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2012 and of the profit of the Company for the year ended on that date.
3. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for



safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities and

4. the annual accounts have been prepared on a going concern basis.

STATUTORY AUDITORS

M/s. S. Krishnamoorthy & Co., Auditors of the Company retire at the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

The Board on the recommendation of the Audit Committee, has proposed that S. Krishnamoorthy & Co., Chartered Accountants, Coimbatore be re-appointed as the Statutory Auditors of the Company and to hold the office till the conclusion of the next Annual General Meeting of the Company. The Company has received letter from them to the effect that their reappointment, if made, would be within the limits prescribed under Section 224(1B) of the Companies Act, 1956 and that they are not disqualified for such reappointment within the meaning of Section 226 of the said Act.

COST AUDIT

The Company received the approval of the Central Government for the appointment of M/s. S. Mahadevan & Co., Cost Accountants, Coimbatore as Cost Auditor to conduct cost audit for the financial year 2011-12.

CORPORATE GOVERNANCE

A separate section on corporate governance as per Clause 49 of the Listing Agreement and Management Discussion and Analysis Report are given as annexure to this report. A certificate from the statutory auditors of the company regarding compliance of provisions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement forms part of this report.

The Executive Director of the Company has certified to the Board on the financial statements and other matters in accordance with Clause 49 (V) of the Listing Agreement pertaining to CEO certification for the financial year ended 31st March 2012.

ACKNOWLEDGEMENTS

The Board wishes to thank all the shareholders, customers, vendors, financial institutions, banks and depositors for the support extended by them.

The Board also wishes to place on record their appreciation of the contribution made by the employees at all levels during the year.

Valparai,
April 28, 2012.

For and on behalf of the Board
L.N. Bangur
Chairman



ANNEXURE TO DIRECTORS' REPORT

Information as per Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988.

ANNEXURE I

A. CONSERVATION OF ENERGY

Energy conservation is an on-going activity and it is being closely monitored to a specific programme of reduction.

(FOR TEA ONLY)

FORM A

(See Rule 2)

Particulars with respect to conservation of energy

A. POWER & FUEL CONSUMPTION	31.3.2012	31.3.2011
1. Electricity		
a) Purchased:		
Units	38,26,050	41,81,252
Total Amount (₹)	2,08,91,655	2,11,25,454
Rate/Unit (₹)	5.46	5.05
b) Own Generation		
(i) Through Diesel Generators - Units	1,72,080	1,47,683
Units per Litre of Diesel	2.51	2.57
Cost/Unit (₹)	17.03	15.12
(ii) Through Wind Turbine Generators - Units	46,12,818	43,10,323
2. Others		
(i) Firewood		
Quantity (Kg.)	55,21,080	81,59,381
Total Cost (₹)	1,83,78,887	2,16,15,427
Average Rate (₹/Kg.)	3.33	2.65
(ii) Bio fuel		
Quantity (Kg.)	26,05,370	4,24,230
Total Cost (₹)	1,24,92,859	17,39,343
Average Rate (₹/Kg.)	4.80	4.10

**B. CONSUMPTION PER UNIT OF PRODUCTION**

Product - Tea

(kgs. of made tea per unit of Power/Fuel)

Electricity : Unit

1.15

0.98

Fuel : Kg.

2.34

1.95

Note : No standards are available for comparison.

B. TECHNOLOGY ABSORPTION**FORM B**

(See Rule 2)

Particulars with respect to Absorption

1.	Research and Development (R&D)		
	a.	Specific area in which R & D carried out by the Company	The development activities of the Company are mainly towards higher yields, quality improvement and energy conservation.
	b.	Benefits derived, as a result of above R & D	Improvement in yield and quality of product.
	c.	Future plan of action and expenditure on R & D	The development work is an on - going process. No separate record of expenditure incurred is maintained.
2.	Technology absorption, adaptation and innovation		The Company is continuously adapting suggestions / recommendations of UPASI besides its own efforts for improvements in better upkeep, productivity, etc. Benefits derived are cost reduction, improvement in yield and quality of product.
3.	Import of Technology		There is no import of technology

C. FOREIGN EXCHANGE EARNINGS AND OUTGO : NilValparai,
April 28, 2012For and on behalf of the Board
L.N. BANGUR
Chairman



MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY OVERVIEW

A. TEA

The beginning of calendar year 2011 saw Kenya pulling down the global tea production significantly. The Indian Tea Industry ended 2011 with the highest ever production an increase of over 23% over the previous year but fell short of achieving production of 1 billion kg.

The all India production stood at 988.33 million kg in 2011 as compared to 966.40 kg in 2010. The share of South India was 240.88 million kg compared to 243.37 million kg in 2010. North India produced 747.45 million kg during the year compared to 723.03 million kg in 2010.

All India auction average stood at ₹106.07 per kg which was marginally lower compared to ₹106.32 per kg in 2010. North India averaged ₹117.43 per kg (last year ₹118.31) while South Indian tea averaged ₹ 71.56 per kg (last year ₹69.24).

India exported 192.87 million kg tea in 2011 compared to 193.30 million kg in 2010.

India imported 19.26 million kg tea in 2011 compared to 25.80 million kg tea in 2010 registering a sharp decline of 25%.

PERSPECTIVE AT PERIA KARAMALAI

The Peria Karamalai Tea & Produce Co. Ltd, one of the oldest black tea manufacturers in India, was incorporated in the year 1913.

Till 1950, the Company was manufacturing Orthodox Tea. Most of these teas were exported through London Auction Center. After 1950, the Company started manufacturing Reconditioned CTC Tea in one of its gardens catering mainly to the South Indian Tea Market.

The company was a pioneer in introducing manufacture of NRC Tea (Non Reconditioned Tea) in South India way back in 1988.

The Company has under its fold four tea estates namely, Karamalai, Akkamalai, Vellamalai and Nadumalai, and two factories with a total stretch of over 5,500 acres producing approximately 50 lakhs kg. tea every year.

The four gardens are located in Anamallai Hills in the Western Ghats of South India at an altitude of

approximately 1,650 m above sea level. Anamallais is the largest planting district in South India and major center for tea production. It is located 110 KM away south of Coimbatore City.

Presently, the Company manufactures both RC and NRC CTC Teas.

PERFORMANCE REVIEW

Production

The production for the year 2011-12 was lower at 34,69,114 kg as compared to 44,00,047 kg in the previous year, a reduction of 21.16% over the previous year.

Sales

The Sales for the year was 28,74,804 kg as compared to 47,60,266 kg in the previous year registering reduction of 18.60%.

The turnover was ₹ 29,55,44,178 as compared to ₹ 34,90,56,983 in the previous year registering a decline of 15.33% over the previous year.

Average price realization

The average price realized per kg was lower at ₹ 75.74 compared to ₹ 70.98 in 2010-11.

Utilities

Power & Fuel cost was marginally lower at ₹ 43592829 as compared to ₹ 45222829 because of lower production.

Stores & Spares consumption

Consumption of stores & spares was ₹ 2,60,94,492 as compared to ₹ 3,35,79,793 in 2010-11 due to reduction in volume of production.

Staff Cost

The staff cost was marginally lower at ₹ 17,54,76,391 as compared to ₹ 17,59,86,174 in 2010-11.

PBIDT

Profit before interest, depreciation and tax was ₹ 73,07,10,508 compared to ₹ 6,42,45,102 in 2010-11.



Interest

Interest cost was higher by ₹ 2,38,662 over the previous year.

Depreciation

Depreciation was higher by ₹ 37,02,419 over the previous year due to capital additions made during the year.

Profit before tax

Profit before tax was ₹ 71,37,99,752 compared to ₹ 5,32,83,564 in 2010-11.

OPPORTUNITIES

- Increasing domestic consumption of Tea
- Cross border merger and acquisitions as other countries like Vietnam, Uganda and Caribbean Islands offer land to Indian producers for development of Tea gardens.
- Egypt and Pakistan offer excellent scope for Indian producers to export teas.
- Tea as a health drink is gaining importance

CHALLENGES

Some of the constraints which affect tea production directly are –

- Ageing bushes with more than 30% of the tea area being above the economic threshold age limit.
- Slower pace of replantation with rate of replanting being less than 0.5% as against desired level of 2%.
- Poor management practice & infrastructure.
- Lack of standardization and quality with respect to packing, pesticide and MRL problems that affect export of Indian teas.

BUSINESS RISKS

- **Labour:**
Being labour intensive industry, worker shortage has become acute in the industry. There is migration of workers to cities in search of better avenues.
- **Quality:**
Ageing bushes pose threat to sustained soil fertility thereby affecting quality of teas.

- **Weather:**

Tea being agriculture based, production is very much dependent on conducive weather conditions.

OUTLOOK FOR 2012

All major tea producing nations reported decline in production due to non- conducive weather resulting in severe shortage in the world tea supply.

There is shortage of tea in India and therefore prices of good premium teas are expected to go up significantly. India's total production in first quarter of 2012 fell by 12 million kg. The market is bullish and if the trend persists, the tea industry will see prices ruling higher than in the same period a year ago.

South Indian tea gardens witnessed one of the largest duration of dry weather since November last which contributed significantly to crop loss. However, price realization for South Indian Tea is on the brighter side due to shortage and higher exports. Export of tea looks very encouraging this year.

B) WIND POWER

The world wide installed capacity of wind power by the end of 2011 was 2,38,000 MW. India occupies 5th position after USA, Germany, Spain and China.

Wind power accounts for 6% of India's total installed power capacity and it generates 1.6% of the country's power.

The cumulative installed capacity of Wind power in India as on 31st March 2012 reached 17,351.50 MW, with capacity addition of 3196.70 MW during the financial year 2011-12 which is the highest addition in any financial year so far.

Tamil Nadu is the state with most wind generating capacity 6987.6 MW at the end of March 2012 followed by other states.

Wind Farm at Muppandal

The Company has installed nine wind turbine generators with a total capacity of 2.275 MW, capable of generating 50,00,000 units of power per annum at Muppandal, Kanyakumari District, Tamil Nadu. The surplus power remaining after captive consumption is sold to Tamil Nadu Electricity Board.



Opportunities

- Short gestation period for installing wind turbines
- Increasing reliability and performance of wind energy machines
- Offer of additional incentives to wind power players by the Government.

Threats

- Cost of wind turbine is very high compared to conventional fossil fuel generators.
- Wind cannot be stored unless batteries are used.
- Policy incentives are generally towards installation rather than operation of wind turbines.
- Not all winds can be harnessed to meet the timing of electricity demands.

Performance

During the year, Wind Mills have generated 46,12,818 units as compared to 43,10,323 units in 2010-11. Out

of 46,12,818 units generated by the Wind Mills, captive consumption was 33,19,304 units and balance 12,93,514 units were sold to Tamil Nadu Electricity Board.

INTERNAL CONTROL

The Company has a sound internal control system which ensures that all assets are protected against loss from unauthorized use and all transactions are recorded and reported correctly. The Audit Committee of the Board assures the existence of effective internal control environment.

FORWARD LOOKING STATEMENTS

Certain statements included above may be forward looking and would involve a number of risks, uncertainties and other factors that could cause actual results to differ materially from those suggested by the forward looking statements.

The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.



Management of Risk

Your company has been conscious of its risk factors and has been taking pro-active steps to mitigate / minimise the industry specific risks.

Risk Assessment Matrix

Risk	Risk Category	Risk Mitigation strategy	Risk Mitigation measures
Sectoral slowdown could impact growth	Economy Risk	Accept - Monitor and address	The Company is actively pursuing plans to acquire more gardens and enter new markets
Product may not find market acceptance	Marketing Risk	Avoid - Not allowing the event to happen	The Company closely communicate with the existing and prospective customers to see that the product they need meet the specifications
Cyclical nature of the Tea Industry	Economy Risk	Accept - Monitor and address	Performance depends on both external and internal factors. The Company has continuously kept its cost under control by restructure of operations and stepping up the volume of production, subject to favourable weather condition.
Cost of funds	Finance Risk	Reduce - Institute plans and controls	The Company is a debt free company and has used internal accruals to fund its Capital and other developmental expenditure. Available funds are judiciously invested to generate additional non-operative Income.
Product Quality	Manufacturing Risk	Avoid - Not allowing the event to happen	The Company is always quality conscious and has taken steps for continuously monitoring the quality of its products right from plucking stage to end product.
Labour Shortage	HR Risk	Accept - Monitor and Address	The Company has already introduced mechanical harvesters in plucking operations to overcome the shortage of labour.
Power	Economy Risk	Accept - Monitor and Address	The Company has established Wind Farm to meet part of its power requirements.
Failure to arrest Cost in an inflationary scenario could impact profitability	Commercial Risk	Reduce - Institute plans / control	The Company has taken steps to control the cost by avoiding wasteful expenditure on a continuous basis.
Occupational health and safety	HR Risk	Avoid - Not allowing the event to happen	Measures are taken to minimise the risk to health and safety. Your company also provides a healthy and risk-free work environment to all the employees.
Concentration on a handful of clients could impact growth	Marketing Risk	Avoid - Not allowing the event to happen	The Company is taking steps to enter new markets and to serve new clients.
Pollution	Environment Risk	Share - Partner to reduce risk	The Company, with less pollutants, has been a responsible corporate citizen. It encourages planting twice the number of trees it cuts for meeting its fuel requirements, thus ensuring the environmental balance.



REPORT ON CORPORATE GOVERNANCE

Compliance Report on Corporate Governance as required under Clause 49 of the Listing Agreement is furnished below:

1. Company's Philosophy on Corporate Governance

Corporate Governance is the combination of voluntary practices and compliance with laws and regulations leading to effective control and management of the organisation. Good Corporate Governance with focus on fiduciary and trusteeship role of directors to align and direct the actions of the organisation brings lasting shareholder value and enhances interest of all other stakeholders.

2. Board of Directors

- i) The Board comprises of seven (7) members, of which five are non-executive directors and two are executive directors. Majority of the directors are independent directors who are leading professionals in their respective fields.

Name of Director	Category	Other Directorships	Membership of other Board Committees	
			Member	Chairman
Shri L.N.Bangur	Promoter- Non Executive - Chairman	14	1	1
Smt. Alka Bangur	Promoter - Managing Director	1	2	—
Shri R.L.Gaggar	Independent	10	14	—
Shri Prakash Parasher	Non Promoter - Executive Director	2	—	—
Shri H.M.Parekh	Independent	10	9	2
Shri P.R.Ramakrishnan	Independent	—	—	—
Shri N.Swaminathan	Independent	—	—	—

- ii) During the financial year 2011-12, five meetings of Board of Directors were held on 25th May 2011, 6th August 2011, 22nd September 2011, 12th November 2011 and 28th January 2012.

iii) Attendance of Directors at Board Meetings and Annual General Meeting

The attendance of directors at the meetings of Board of Directors held during the financial year 2011-11 and at the last Annual General Meeting held on 28th July 2011 were as under:

Name	Board Meeting		Annual General Meeting
	Held during the year	Attended	
Shri L.N. Bangur	5	4	No
Smt. Alka Bangur	5	3	Yes
Shri R.L. Gaggar	5	2	No
Shri Prakash Parasher	5	5	Yes
Shri H.M. Parekh	5	2	No
Shri P.R. Ramakrishnan	5	2	Yes
Shri N. Swaminathan	5	5	Yes



3. Audit Committee

Terms of reference

The terms of reference of the Audit Committee broadly are as under:

- ❖ To hold periodic discussions with the Statutory Auditors and internal auditors of the company concerning the financial reports of the company, internal control systems, scope of audit and observations of the Auditors/Internal Auditors.
- ❖ Discussion with internal auditors on significant audit findings and follow up thereon
- ❖ To review compliance with internal control systems
- ❖ To review the quarterly and annual financial results of the Company before submission to the Board
- ❖ To make recommendations to the Board on any matter relating to the financial management of the company including the audit report
- ❖ Recommending the appointment/reappointment of statutory auditors and their remuneration
- ❖ The scope of the audit committee includes matters which are set out in Clause 49 of the Listing Agreement with the Stock Exchanges as amended from time to time read with Section 292A of the Companies Act, 1956.

Composition and Meetings

Audit Committee meetings are attended by the head of internal audit, head of finance, senior management team, representatives of the statutory auditors and cost auditor. The Company Secretary acts as Secretary of the Committee.

The Company has adopted Clause 49 (2) (D) of the Listing Agreement as the terms of reference for the Audit Committee.

The members of the Audit Committee as on 31st March 2012 comprised of:

Name of the Director	Designation
Shri P.R. Ramakrishnan	Chairman
Shri L.N. Bangur	Member
Shri H.M. Parekh	Member
Shri N. Swaminathan	Member

All the above members are independent non-executive directors except Shri L.N.Bangur. Shri P.R.Ramakrishnan and Shri H.M.Parekh possess expert knowledge in finance and accounts.

Shri R.V. Sridharan, Chief Financial Officer & Company Secretary is the Secretary of the Committee.

iii) During the year, the Audit Committee met Four (4) times on 21st May 2011, 6th August 2011, 10th November 2011 and 25th January 2012.

Attendance of each of the member is given below:

Name	Number of Meetings held	Number of Meetings attended
Shri L.N. Bangur	4	1
Shri P.R. Ramakrishnan	4	4
Shri H.M. Parekh	4	0
Shri N. Swaminathan	4	4



4. Remuneration Committee

Objective

The committee reviews and determines the Company's policy on managerial remuneration and recommends to the Board on the specific remuneration of Executive Directors, so as to ensure that they are fairly rewarded for their individual contributions to the Company's overall performance and their remuneration is in line with industry standards.

Terms of reference

The broad terms of reference to the Compensation and Nomination Committee are to recommend to the Board salary, perquisites and incentive payable to the Company's Managing Director, to finalise the annual increments payable within the overall ceiling fixed by the Board. The Committee also recommends including re-appointments and the tenure of office, whether of executive or of non executive directors.

Remuneration policy

The company while deciding the remuneration package of the senior management, takes into consideration the following items: job profile and special skill requirements, prevailing compensation structure in companies of similar size and in the industry, remuneration package of comparable managerial talent in other industries.

i) The members of the Remuneration Committee as on 31st March, 2012 comprised of:

Name of the Director	Designation
Shri P.R. Ramakrishan	Chairman
Shri L.N. Bangur	Member
Shri H.M. Parekh	Member
Shri N. Swaminathan	Member

During the year 2011-12, the Committee met on 6th August 2012.

ii) Remuneration to Executive Directors

The details of remuneration paid to Smt. Alka Bangur, Managing Director and Shri Prakash Parasher, Executive Director during the financial year 2011-12 are given below:

(in ₹)

Name	Salary	Commission	Perquisites	Contribution to Provident fund & Super Annuation Fund	Total
Smt. Alka Bangur	15,80,834	—	9,52,550	4,26,825	29,60,209
Shri Prakash Parasher	14,56,667	—	9,82,986	3,93,300	28,32,953

The contracts with Executive Directors are terminable by either party by giving three months notice.



iii) Payments to Non-Executive Directors

Director	Relationship with other Directors	Business relationship with the company	Sitting fees ₹	Commission ₹	Total ₹
Shri L.N. Bangur	Husband of Smt. Alka Bangur	Promoter	30,000	—	30,000
Shri R.L. Gaggar	None	None	15,000	—	15,000
Shri H.M. Parekh	None	None	10,000	—	10,000
Shri P.R. Ramakrishnan	None	None	35,000	—	35,000
Shri N. Swaminathan	None	None	50,000	—	50,000

5. Shareholding of Non-Executive Directors

Name	No. of Shares
Shri L.N. Bangur	86,681
Shri R.L. Gaggar	1,125
Shri H.M. Parekh	Nil
Shri P.R. Ramakrishnan	300
Shri N. Swaminathan	75

6. Investor Grievance Committee

The Committee has constituted Investor Grievance Committee to look into the redressal of Shareholders and Investors' complaints. The primary role of the committee is to specifically look into the redressal of investors grievances pertaining to transfer of shares, dividends, non-receipt of declared dividend, non-receipt of Annual Report, de-materialisation of shares, etc.

The Members of the Committee as on 31st March 2012 comprised of:

Name of the Director	Designation
Shri L.N. Bangur	Chairman
Shri Prakash Parasher	Member
Shri P.R. Ramakrishnan	Member

The Board has designated Shri R.V.Sridharan, Vice President (Finance) & Company Secretary as Compliance Officer.

The status of complaints received from the investors during the financial year 2011-12 are furnished below:

Pending as on 1st April 2011	Nil
Complaints received during the year	4
Complaints resolved during the year	4
Pending as on 31st March 2012	Nil



7. Share Transfer Committee

The Share Transfer Committee consists of members of the Board, Company Secretary and Share Transfer Agents. At present there are 7 members in the Committee. The Committee reviews and approves transfers, transmission, split, consolidation, issue of duplicate Share Certificate, recording change of name, etc.

8. General Body Meetings

i) The location and time of the last three Annual General Meetings held:

Year	Date and time	Venue
2008-09	29th July 2009 at 11.30 a.m.	The Indian Chamber of Commerce & Industry Coimbatore - 641 018
2009-10	28th July 2010 at 11.30 a.m.	The Indian Chamber of Commerce & Industry Coimbatore - 641 018
2010-11	22nd September 2011 at 11.30 a.m.	The Indian Chamber of Commerce & Industry Coimbatore - 641 018

ii) Special Resolution passed in the previous three Annual General Meetings:

Date	Description of Special Resolution passed
29th July 2010	Payment of Commission to Non-Whole Time Directors for a period of 5 years with effect from 1st April 2008

iii) No Special Resolution was passed through postal ballot during the financial year 2011-12.

iv) At present no special resolution is proposed to be passed through postal ballot. The procedure laid down in Companies (Passing of Resolutions by Postal Ballot) Rules, 2001 would be followed as and when necessary.

9. Disclosure on materially significant related party transactions

During the year, there were no transactions of material nature with the Directors and management or relatives that had potential conflict with the interest of the company.

10. Details of non-compliance by the Company

There were no penalties, strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

11. Whistle Blower Policy

The Company does not have Whistle Blower Policy. However any employee, if he/she so desires, would have free access to meet the senior level management and report any matter of concern.

12. Code of conduct for Directors and Senior Executives

The Company has adopted a Code of Business Conduct and Ethics for its Directors and Senior Executives. The Executive Director has given a declaration that all the Directors and concerned executives have affirmed compliance with the Code of Conduct.

13. CEO/CFO Certification

A certificate duly signed by the Executive Director & CEO and & CFO relating to financial statements and internal controls and internal control systems for financial reporting as per the format provided in Clause 49 of the Listing Agreement was placed before the Board and taken on record.

14. Compliance with non mandatory requirements

The Company has complied with the following non-mandatory requirements of Clause 49 of the Listing Agreement.



The Company has constituted a Remuneration Committee to determine the package of Executive Directors based on their performance and defined assessment criteria.

The Company has not adopted other non-mandatory requirements.

15. Means of communication

Quarterly, half-yearly and annual financial results are published in The Hindu-Business Line (English Version) and Dinamalar (Tamil Version). Quarterly and Half-yearly Financial Results are not sent to the Shareholders individually.

16. General Shareholder Information

	Date & Time	Venue
99th Annual General Meeting	21st July 2012 11.00 a.m.	The Indian Chamber of Commerce & Industry, Coimbatore - 641 018.

17. Financial Calendar (tentative and subject to change)

Financial year 2012-13

	On or before
Unaudited Financial results for the quarter ending 30th June 2012	14th August 2012
Unaudited Financial results for the quarter ending 30th September 2012	14th November 2012
Unaudited Financial results for the quarter ending 31st December 2012	14th February 2013
Audited Financial results for the quarter ending & Annual Audited Financial results 31st March 2013	30th May 2013
Annual General Meeting for the year ending 31st March 2013	30th September 2013

Date of Book closure for payment of dividend : 18th July 2012 to 21st July 2012
(Both days inclusive)

Date of Payment of Equity Dividend : On and from 14th August 2012

18. Listing on Stock Exchanges

The Company's Shares are listed in the following Stock Exchanges:

Madras Stock Exchange Limited
No.11, Second Line Beach
Chennai - 600 001

The Calcutta Stock Exchange Limited
No.7, Lyons Range
Kolkata - 700 001

Coimbatore Stock Exchange Limited
CSX Building
682-686, Trichy Road
Coimbatore - 641 005

The Company has paid the annual listing fees for the year 2012-13 to Madras Stock Exchange. Since the Company has not received intimation from and Calcutta and Coimbatore Stock Exchanges for payment of listing fee, the same has not been paid.

**19. Stock Code**

Madras Stock Exchange Limited	pkmalaita
Calcutta Stock Exchange Limited	10026140
National Stock Exchange Limited (NSE - MSE Platform)	periatea
ISIN (for demat)	INE 431F01018

20. Details of monthly high and low quotations of the equity shares of the company traded on the NSE under permitted category during the financial year 2011-12.

Month	High	Low
April - 2011	230.55	167.95
May - 2011	189.05	171.50
June - 2011	194.00	170.00
July - 2011	183.95	146.35
August - 2011	159.75	126.55
September - 2011	160.00	128.30
October - 2011	190.00	130.05
November - 2011	208.00	132.05
December - 2011	187.00	121.15
January - 2012	194.80	138.60
February - 2012	195.00	167.05
March - 2012	189.70	157.50

The Company's equity shares are traded in National Stock Exchange since 30.06.2011 under permitted category.

There were no Trading in the Equity Shares of the Company in Madras, Calcutta and Coimbatore Stock Exchanges during the year.

21. Registrar and Transfer Agents

SKDC Consultants Limited
 Kanapathy Towers, 3rd Floor,
 1391/A-1, Sathy Road, Ganapathy, Coimbatore - 641 006
 Tel No. +91(422) 6549995, 2539835,2539836
 Fax No. +91 (422) 2539837
 Email: info@skdc-consultants.com

22. Share Transfer system

The Share transfers are registered and certificates are returned within a period of 15 days from the date of receipt, if documents are in order. The transfers are approved by the Share Transfer Committee.



23. Distribution of Equity Shareholding as on 31st March 2012

Slab of Shareholdings	Shareholders		Shares	
	Number of shareholders	%	Shares	%
1 - 5000	4,053	89.71	5,06,367	16.36
5001 - 10000	274	6.06	1,87,447	6.05
10001 - 20000	122	2.70	1,62,137	5.24
20001 - 30000	20	0.44	48,511	1.57
30001 - 40000	7	0.15	23,041	0.74
40001 - 50000	5	0.11	22,307	0.72
50001 - 100000	15	0.33	1,02,733	3.32
Above 100000	22	0.49	20,43,336	66.00
Total	4,518	100.00	30,95,879	100.00

24. Category of Shareholders as on 31st March, 2012

S.No.	Category	Number of shares	%
A	Indian Promoters & Promoters Group	14,41,628	46.566
	Public Shareholding		
	1. Institutions		
	a) Financial Institutions /Banks	3,935	0.127
	b) Insurance Companies	3,60,138	11.633
	c) Central / State Governments	27,715	0.895
B	2. Non Institutions		
	a) Bodies Corporate	1,35,428	4.374
	b) Individuals	11,27,035	36.400
	Total Public Shareholding (1+2)	16,54,251	53.435
	Total (A + B)	30,95,879	100.000

25. Dematerialisation of shares as on 31st March, 2012

Depository Name	No. of shares dematerialised	Percentage on Equity Share Capital
National Securities Depository Limited	23,18,202	74.88
Central Depository Services (India) Limited	2,29,980	7.43
Total	25,48,182	82.31



26. No GDRs, ADRs or Warrants have been issued by the Company during the year

27. Estate Locations

- | | |
|---|--|
| 1. Karamalai Estate
Karamalai Bazaar Post
Valparai - 642 130 | 2. Akkamalai Estate
Akkamalai Branch P.O.
Valparai - 642 127 |
| 3. Vellamalai Estate
Karamalai Bazaar Post
Valparai - 642 130 | 4. Nadumalai Estate
Valparai - 642 127 |

28. Wind Mill Location

Aralvaimozhi
Muppandal, Kanyakumari Dt.
Tamil Nadu

29. Address for correspondence

SKDC Consultants Limited Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road Ganapathy Coimbatore - 641 006	or	The Company Secretary The Peria Karamalai Tea & Produce Co. Ltd 286, Race Course Road Coimbatore - 641 018 Tamil Nadu
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30. Email ID for Investor Grievance Redressal : periakaramalai.investors@gmail.com

Declaration by the Executive Director

The Members of
The Peria Karamalai Tea & Produce Co. Ltd

In compliance with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges relating to Corporate Governance, I confirm that, on the basis of confirmations/declarations received, all the Directors and senior management personnel of the Company have complied with the Code of Business Conduct and Ethics framed by the Company

Valparai
April 28, 2012

Prakash Parasher
Executive Director



AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

The Members of
The Peria Karamalai Tea & Produce Co. Ltd.

We have examined the compliance of conditions of corporate governance by THE PERIA KARAMALAI TEA & PRODUCE CO. LTD, for the year ended on 31.03.2012, as stipulated in clause 49 of the listing agreement of the said company, with the stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the company for ensuring compliance with the conditions of corporate governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the company has complied with the conditions of corporate governance as stipulated in clause 49 of the above mentioned listing Agreement.

As required by the guidance note issued by the Institute of Chartered Accountants of India, we have to state that based on the representation given by the Registrars of the company to the Investors' Grievance Committee as on March 31, 2012, there were no investors' grievance matters against the Company remaining pending for more than 30 days.

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

For **S. KRISHNAMOORTHY & CO**
Chartered Accountants
Regn. No. 001496S

Coimbatore,
April 28, 2012

K.N. Sreedharan
Partner Auditors
Membership No. 12026



REPORT OF THE AUDITORS

Auditor's Report to the Members of The Peria Karamalai Tea and Produce Company Limited

1. We have audited the attached Balance Sheet of The Peria Karamalai Tea & Produce Company Limited as at 31st March 2012, the statement of Profit and Loss and also the cash flow statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting frame work and are free of material misstatements. 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 statements presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by 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 paragraphs 4 and 5 of the said Order.
4. 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 purposes 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, the statement of Profit and Loss and the Cash Flow Statement dealt with by this report are prepared in accordance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956.
 - (iv) In our opinion, the Balance Sheet, the statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - (v) On the basis of written representations received from the directors of the Company, as at 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 clause (g) of sub-section (1) of section 274 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 read together with the Notes thereon 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 the Balance sheet, of the state of affairs of the Company as at 31st March 2012;
 - (b) in the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
 - (c) in the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

For **S. KRISHNAMOORTHY & CO**
Chartered Accountants
Registration No: 001496S

K.N. Sreedharan
Partner Auditors
Membership No. 12026

Coimbatore,
April 28, 2012



Annexure Referred to in Paragraph 3 of the Report of Even date

- i) In respect of fixed assets:
- a) The Company has maintained proper records showing full particulars, including quantitative details and situations of fixed assets.
 - b) Some of the fixed assets were physically verified during the year by the management in accordance with the program of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) There are no disposal of substantial part of fixed assets during the year.
- ii) In respect of its inventories:
- a. As explained to us, inventories were physically verified during the year by the management at reasonable intervals.
 - b. In our opinion and according to the information and explanations given to us, the procedure of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and nature of its business.
 - c. In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- iii) The Company has granted loan to two parties covered in the register maintained under section 301 of the Companies Act. The maximum amount involved on the above loan is ₹ 75000000 and year end balance is ₹ Nil.
- a. The rate of interest and other terms and conditions of such loans are, in our opinion, prima facie not prejudicial to the interest of the Company.
 - b. The receipt and payment of principal amount and interest have been regular/as per stipulations during the year.
 - c. There are no overdue amounts of loans granted at the year end.
- d. The Company has not taken any loans from parties, firms or other companies covered in the register maintained u/s.301 of the Companies Act, 1956.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business for the purchase of inventory and fixed assets and for the sale of the goods and services and we have not observed any continuing failure to correct major weaknesses in such internal controls.
- v) (a) In respect of contracts or arrangements entered in the register maintained in pursuance of section 301 of the Companies Act 1956, to the best of our knowledge and belief and according to the information and explanations given to us, the particulars of contracts or arrangements referred to Section 301 that needed to be entered into the register, maintained under the said section have been so entered.
- b) In our opinion and according to the information and explanation given to us, the transactions pursuant to such contracts or arrangements have been made at prices which are reasonable to the prevailing market prices at the relevant time.
- vi) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 58A and other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposit) Rules 1975, with regard to the deposits accepted from the public.
- vii) The company has no formalized internal audit system. However, the internal audit functions are being carried out by persons authorised by the Management from time to time.
- viii) We have broadly reviewed the books of account and records maintained by the Company relating to the manufacture of Tea, pursuant to the order made by the Central Government for the maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956 and are of the opinion that prima facie prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the records with a view to determining whether they are accurate and complete. To the best of our knowledge and according to the information and explanations given to us, the Central



Government has not prescribed the maintenance of cost records for any other product of the Company.

ix) In respect of statutory dues:

a. According to the information and explanations given to us, the Company has been generally regular in depositing undisputed statutory dues, including Provident Fund, Investor Education and Protection Fund, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise duty, Cess and any other material statutory dues with the appropriate authorities during the year. and there are no undisputed statutory dues which are outstanding for more than six months as at the Balance Sheet date.

b. According to the information and explanation given to us, details of disputed sales tax, income tax, customs duty, wealth tax, service tax, excise duty and cess which have not been deposited as on March 31, 2012 on account of any dispute are given below:

Name of the Statute	Nature of Dues	Amount (Rs)	Period to which the amount relates	Forum where dispute is pending
E.S.I.	Contribution	2,93,605	01.05.1997 to 31.03.2000	ESI Court

x) The company has no accumulated losses at the end of the year. The company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year

xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the payment of dues to financial institutions, banks and debenture holders.

xii) The Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.

xiii) The Company is not chit fund or a nidhi/mutual benefit / society. Therefore, clause 4(xiii) of the Companies (Auditor's Report) Order 2003 is not applicable to the Company.

xiv) The Company is not dealing or trading in shares, securities, debentures and other investments

xv) The Company has not given guarantee for loans taken from others from banks or financial institutions.

xvi) The Company has applied term loans for the purpose for which the loans were obtained during the year.

xvii) According to the information and explanations given to us and on an overall examination of the source and application of funds of the Company, we report that no funds raised on short-term basis have been used for long term investments during the year.

xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956 during the year.

xix) The Company has not issued any secured debentures during the year.

xx) The Company has not raised any money by way of public issues during the year.

xxi) To the best of our knowledge and belief and according to the information and explanations given to us, no frauds on or by the Company has been noticed or reported during the year.

For **S. KRISHNAMOORTHY & CO**
Chartered Accountants
Registration No: 001496S

Coimbatore,
April 28, 2012

K.N. Sreedharan
Partner Auditors
Membership No. 12026

**BALANCE SHEET AS AT 31ST MARCH, 2012**

(Rupees)

	Note No.	31.3.2012	31.3.2011
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	A	30,958,790	30,958,790
(b) Reserves and surplus	B	986,024,883	373,976,209
(c) Money received against share warrants		—	—
		<u>1,016,983,673</u>	<u>404,934,999</u>
(2) Share application money pending allotment			
		—	—
(3) Non-current liabilities			
(a) Long-term borrowings	C	4,018,000	5,960,000
(b) Deferred tax liabilities (Net)		5,033,765	4,692,805
(c) Other Long term liabilities		—	—
(d) Long-term provisions	D	424,904	424,904
		<u>9,476,669</u>	<u>11,077,709</u>
(4) Current liabilities			
(a) Short-term borrowings	E	26,437,930	39,948,961
(b) Trade payables	F	6,760,936	7,730,213
(c) Other current liabilities	G	2,955,896	2,682,558
(d) Short-term provisions	H	56,822,540	43,149,256
		<u>92,977,302</u>	<u>93,510,988</u>
TOTAL		<u>1,119,437,644</u>	<u>509,523,696</u>
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	I	170,627,678	146,495,297
(ii) Intangible assets		328,525	—
(iii) Capital work-in-progress		—	—
(iv) Intangible assets under development		—	—
(b) Non-current investments	J	116,518,617	47,990,617
(c) Deferred tax assets (net)		—	—
(d) Long-term loans and advances	K	12,487,634	9,737,170
(e) Other non-current assets		—	—
		<u>299,962,454</u>	<u>204,223,084</u>
(2) Current assets			
(a) Current investments	L	611,744,520	56,135,179
(b) Inventories	M	36,697,254	65,463,626
(c) Trade receivables	N	31,054,664	26,655,592
(d) Cash and cash equivalents	O	61,855,408	43,858,564
(e) Short-term loans and advances	P	78,123,344	113,187,651
(f) Other current assets		—	—
		<u>819,475,190</u>	<u>305,300,612</u>
TOTAL		<u>1,119,437,644</u>	<u>509,523,696</u>

See accompanying notes to the financial statements

Per our Report of even date attached
For S. Krishnamoorthy & Co
Chartered Accountants
Reg. No. 001496S

K.N. Sreedharan
Partner Auditors, M.No. 12026.

Valparai,
April 28, 2012

For and on behalf of the Board

L.N. Bangur
Chairman

Alka Bangur
Managing Director

Prakash Parasher
Executive Director

R.V. Sridharan
Chief Financial Officer & Company Secretary

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2012**

(Rupees)

	Note No.	31.3.2012	31.3.2011
I. Revenue from operations	1	299,414,699	350,771,879
II. Other income	2	773,201,941	39,054,959
III. Total Revenue (I + II)		1,072,616,640	389,826,838
IV. Expenses:			
Cost of materials consumed		26,094,492	33,579,793
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	3	23,983,870	16,864,080
Employee benefits expense	4	175,476,391	175,986,174
Finance costs	5	3,445,550	3,206,888
Depreciation and amortization expense		13,465,206	9,762,787
Other expenses	6	116,351,379	99,151,689
Total expenses		358,816,888	338,551,411
V. Profit before exceptional and extraordinary items and tax (III-IV)		713,799,752	51,275,427
VI. Exceptional items Add : Excess Provision of earlier year reversed		—	2,008,137
VII. Profit before extraordinary items and tax (V - VI)		713,799,752	53,283,564
VIII. Extraordinary Items		—	—
IX. Profit before tax (VII- VIII)		713,799,752	53,283,564
X Tax expense:			
(1) Current tax		151,300,000	5,400,000
Less : MAT Credit entitlement		(68,000,000)	(1,000,000)
		83,300,000	4,400,000
(2) Deferred tax		340,960	776,807
XI Profit (Loss) for the period from continuing operations (IX-X)		630,158,792	48,106,757
XII Profit/(loss) from discontinuing operations		—	—
XIII Tax expense of discontinuing operations		—	—
XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		—	—
XV Profit (Loss) for the period (XI + XIV)		630,158,792	48,106,757
XVI Earnings per equity share:			
(1) Basic		203.55	15.54
(2) Diluted		203.55	15.54

See accompanying notes to the financial statements

Per our Report of even date attached

For S. Krishnamoorthy & Co

Chartered Accountants

Reg. No. 001496S

K.N. Sreedharan

Partner Auditors, M.No. 12026.

Valparai,

April 28, 2012

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L.N. Bangur

Chairman

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Prakash Parasher

Executive Director

R.V. Sridharan

Chief Financial Officer & Company Secretary

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012**

(Rupees)

	31.3.2012	31.3.2011
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax and Extraordinary items	713,799,752	51,275,428
Adjustments for:		
Depreciation	13,465,206	9,762,787
Profit / Loss on sale of assets	(166,996)	498,400
Profit on sale of investments	(743,449,639)	—
Income from Wind Mill	(3,492,481)	(1,714,416)
Sale of Trees	(2,700,000)	(2,787,500)
Interest received	(10,308,678)	(8,688,225)
Dividend received	(16,060,261)	(1,430,295)
Interest payments	3,445,550	3,206,888
Extraordinary Income	—	(25,928,871)
Operating Profit before working capital charges	(45,467,547)	24,194,196
Adjustments for:		
Trade and other receivables	(6,626,199)	(21,844,361)
Inventories	28,766,372	11,635,435
Trade payables	5,206,354	(10,584,514)
Short term borrowings	(11,129,031)	11,584,100
Cash generated from operations before extraordinary items	(29,250,051)	14,984,856
Direct Taxes paid	149,311,172	(4,224,734)
Excess Provision reversed	—	2,008,137
Net Cash from operating activities before extraordinary items	(178,561,223)	12,768,259
Extraordinary Income	—	25,928,871
Net Cash generated from operations	(178,561,223)	38,697,130
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(37,927,749)	57,162,079
Sale of fixed assets	168,633	520,000
Purchase of investments	(680,272,520)	13,277,750
Sale of investments	825,513,690	—
Sale of trees	2,700,000	2,787,500
Income from Wind Mill	3,492,481	1,714,416
Interest received	10,321,948	10,240,558
Loan to a Public Limited Company	75,000,000	31,010,000
Dividend received	16,060,261	1,430,295
Net Cash used in investing activities	215,056,744	22,737,060
C. CASH FLOW FROM FINANCING ACTIVITIES		
Public Deposit	(4,324,000)	260,000
Interest paid	(3,746,811)	(3,206,888)
Dividend paid including dividend distribution tax	(10,427,866)	(12,677,083)
Net Cash used in financing activities	(18,498,677)	(15,623,971)
Net increase / decrease in Cash and Cash Equivalents	17,996,844	336,099
Cash and Cash Equivalents as at 1st April 2011	43,858,564	43,516,215
Cash and Cash Equivalents as at 31st March 2012	61,855,408	43,852,314

Per our Report of even date attached
For S. Krishnamoorthy & Co
Chartered Accountants
Reg. No. 001496S

K.N. Sreedharan
Partner Auditors, M.No. 12026.

Valparai,
April 28, 2012

For and on behalf of the Board

L.N. Bangur
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Alka Bangur
Managing Director

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Executive Director

R.V. Sridharan
Chief Financial Officer & Company Secretary



NOTES ON FINANCIAL STATEMENTS

(Rupees)

	31.3.2012	31.3.2011
A. SHARE CAPITAL		
Authorised		
75,00,000 Equity Shares of ₹ 10/- each (75,00,000 Equity Shares of ₹ 10/- each)	75,000,000	75,000,000
Issued and Subscribed		
30,95,879 Equity Shares of ₹ 10/- each fully paid (Shares at the beginning & end of the year are same - 30,95,879 Equity shares)	30,958,790	30,958,790
Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held		
	Number of Shares	
Digvijay Investments Ltd	654,499	654,162
Maharaja Shree Umaid Mills Ltd	415,462	303,817
Life Insurance Corporation of India	207,712	211,396
For the period immediately preceding 5 years from 31.03.2012		
	Number of Shares	
Aggregate number and class of shares allotted as fully paid up by way of bonus shares on 31.03.2010	1,031,960	1,031,960
B. RESERVES AND SURPLUS		
a) Reserves		
Capital Subsidy		
As per last Balance Sheet	4,169,108	4,169,108
Additions / Deductions during the year	—	—
	4,169,108	4,169,108
Securities Premium Account		
As per last Balance Sheet	27,973,700	27,973,700
Additions / Deductions during the year	—	—
	27,973,700	27,973,700
General		
As per last Balance Sheet	328,407,830	288,407,830
Additions / Deductions during the year	500,000,000	40,000,000
	828,407,830	328,407,830



NOTES ON FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
b) Surplus		
As per last Balance Sheet	13,425,571	16,184,885
Profit after tax for the year	630,158,792	48,106,757
Transfer to General Reserve	(500,000,000)	(40,000,000)
Proposed Dividend @ ₹ 5/- per share	(15,479,395)	(9,287,637)
Tax on Dividend	(2,630,723)	(1,578,434)
	<u>125,474,245</u>	<u>13,425,571</u>
	<u>986,024,883</u>	<u>373,976,209</u>
 C. Long-Term Borrowings		
Public Deposits	4,018,000	5,960,000
Note: The Deposit are repayable on the maturity dates mentioned on the face of the deposit receipts		
	<u>4,018,000</u>	<u>5,960,000</u>
 D. Long-term provisions		
(a) Provision for employee benefits.	—	—
(b) Others (Sales Tax - Disputed)	424,904	424,904
	<u>424,904</u>	<u>424,904</u>
 E. Short-term borrowings		
(a) Secured - Loans repayable on demand		
From Bank		
Cash Credit from Union Bank of India	21,093,930	32,222,961
Secured by hypothecation of Tea Stock and Standing Crops and Equitable Mortgage on the immovable properties of the estate		
(b) Unsecured - Deposits.		
Public Deposits - Repayable within one year	5,344,000	7,726,000
	<u>26,437,930</u>	<u>39,948,961</u>
 F. Trade Payables		
Sundry Creditors		
Due to Micro Small & Medium Enterprises	—	—
Due to Others	6,760,936	7,730,213
	<u>6,760,936</u>	<u>7,730,213</u>

**NOTES ON FINANCIAL STATEMENTS (Contd..)**

(Rupees)

	31.3.2012	31.3.2011
G. Other current liabilities		
(a) Unpaid dividends	1,650,240	1,212,035
(b) Unclaimed interest	18,419	20,618
(c) Interest accrued but not due on deposits; (There is no amount due to be credited to Investors Education and Protection Fund)	1,150,843	1,449,905
(d) Unclaimed Deposits	90,000	—
(e) Other Payables Customer Credit Balance	46,394	—
	<u>2,955,896</u>	<u>2,682,558</u>
H. Short-term provisions		
(a) Provision for employee benefits.		
Bonus	16,800,000	14,500,000
Leave Encashment	547,961	607,942
Gratuity	3,889,218	—
Wages & PF Arrears	17,175,243	17,175,243
(b) Others		
Proposed Dividend	15,479,395	9,287,637
Tax on Dividend	2,630,723	1,578,434
Wealth Tax	300,000	—
	<u>56,822,540</u>	<u>43,149,256</u>



NOTES ON FINANCIAL STATEMENTS (Contd..)

(Rupees)

I. FIXED ASSETS

DESCRIPTION OF ASSETS	COST				DEPRECIATION				Net Value of Assets as at 31st March	
	1st April 2011	Additions during the year	Deductions during the year	31st March 2012	1st April 2011	For the year	Deductions during the year	31st March 2012	2012	2011
TANGIBLE ASSET										
Freehold Land & Development	24,246,608	—	—	24,246,608	—	—	—	—	24,246,608	24,246,608
Buildings	90,268,600	1,363,763	—	91,632,363	47,995,351	2,192,382	—	50,187,733	41,444,630	42,273,249
Plant and Equipment	222,342,875	3,974,587	5,832,282	220,485,180	161,664,990	7,464,995	5,831,427	163,298,558	57,186,622	60,677,885
Furniture and Fixtures	6,859,496	12,982,159	—	19,841,655	5,621,211	252,201	—	5,873,412	13,968,243	1,238,285
Vehicles	31,649,966	17,499,286	482,475	48,666,777	14,397,697	3,240,544	482,471	17,155,770	31,511,007	17,252,269
Computer	1,716,036	1,750,454	55,990	3,410,500	909,035	286,109	55,212	1,139,932	2,270,568	807,001
INTANGIBLE ASSETS										
Computer Software	—	357,500	—	357,500	—	28,975	—	28,975	328,525	—
Total	377,083,581	37,927,749	6,370,747	408,640,583	230,588,284	13,465,206	6,369,110	237,684,380	170,956,203	146,495,297
Previous Year	321,635,327	57,162,079	1,713,825	377,083,581	221,520,922	9,762,787	695,425	230,588,284	146,495,297	100,114,405



NOTES ON FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
M. INVENTORIES		
Finished Goods - Valued at Cost		
Tea	27,100,000	51,000,000
Cardamom	—	—
Pepper	2,050	85,920
Stores and Spare Parts	9,223,026	13,784,126
Nursery Stock	—	120,641
Loose Tools	372,178	472,939
	36,697,254	65,463,626
N. TRADE RECEIVABLES		
Unsecured considered good;		
i) Aggregate amount of Trade Receivables outstanding for a period exceeding six months	1,595,584	356,289
ii) Others	29,459,080	26,299,303
	31,054,664	26,655,592
O. CASH AND CASH EQUIVALENTS		
(i) Cash and cash equivalents shall be classified as:		
(a) Balances with banks	18,549,687	40,687,727
(b) Cheques, drafts on hand	—	—
(c) Cash on hand	1,108,762	1,952,552
(ii) Unpaid dividend Account	1,650,240	1,212,035
(iii) Balances with banks to the extent held as margin money or security against the borrowings, guarantees, other commitments shall be disclosed separately.	274,719	6,250
(iv) Bank deposits (Deposit held in Escrow Account) - Maturing after 31.03.2013 (Refer Note No. 7(B)(d) - Note on other financial statements)	40,272,000	—
	61,855,408	43,858,564



NOTES ON FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
P. SHORT-TERM LOANS AND ADVANCES		
Unsecured and Considered Good		
Advances recoverable in cash or in kind or for value to be received	2,874,824	3,399,662
Balance with Central Excise Authorities	180,714	179,214
Interest accrued on bank Deposits	1,164,897	1,178,167
Receivable on account of Exclusivity agreement for investments	—	25,928,872
Loan to Public Limited Company - Related Party		
Digvijay Investment Ltd	—	72,500,000
M B Commercial Co Limited	—	2,500,000
Advance payment of Tax (Net of provision) and Tax Deducted at Source	73,902,908	7,501,736
	<u>78,123,344</u>	<u>113,187,651</u>



NOTES ON FINANCIAL STATEMENTS (Contd..)

(Rupees)

1 REVENUE FROM OPERATIONS :	31.3.2012	31.3.2011
Sales of Products		
Tea	295,544,178	349,056,983
Minor Produce	378,040	480
Other Operating Revenues		
Sale of Electricity to TNEB	3,492,481	1,714,416
	299,414,699	350,771,879
Less : Excise Duty	—	—
	299,414,699	350,771,879
2 OTHER INCOME		
Interest on		
Bank Deposit	2,130,091	627,996
Loans	6,267,807	7,654,692
Others	1,910,780	405,537
(Tax Deducted at Source ₹ 8,95,688/-)		
Dividend	16,060,261	1,430,295
Profit on Sale of Fixed Assets	166,996	—
Profit on Sale of Investment	743,449,639	—
Other Non Operating Income - Miscellaneous Receipts	336,367	49,246
Sale of trees on contract	2,700,000	2,787,500
Extraordinary income	—	25,928,871
Debts written off recovered	180,000	170,822
	773,201,941	39,054,959
3 CHANGES IN INVENTORIES OF FINISHED GOODS WORK-IN-PROGRESS AND STOCK-IN-TRADE		
Opening Stock of Finished Goods		
Tea	51,000,000	67,950,000
Minor Produce	85,920	—
	51,085,920	67,950,000
Less : Closing Stock of Finished Goods		
Tea	27,100,000	51,000,000
Minor Produce	2,050	85,920
	23,983,870	16,864,080



NOTES ON FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
4 EMPLOYEE BENEFITS EXPENSE		
Salaries, Wages and Bonus	145,055,938	151,164,666
Contribution to Provident, Gratuity and Pension Fund	19,204,240	15,217,981
Employees Welfare Expenses	11,216,213	9,603,527
	<u>175,476,391</u>	<u>175,986,174</u>
5 FINANCE COSTS		
Interest expense		
Public Deposits	1,177,922	1,375,748
Cash Credit and others	2,267,628	1,831,140
	<u>3,445,550</u>	<u>3,206,888</u>
6 OTHER EXPENSES		
Power and Fuel	43,592,829	45,222,829
Repairs to Buildings	19,622,006	12,118,708
Repairs to Machinery	11,244,361	9,387,795
Insurance	2,074,092	1,293,860
Rates and Taxes	1,045,193	599,041
Transport	3,574,744	4,013,588
General Charges - Estate	5,176,837	4,804,581
General Charges - Others	3,245,467	1,599,822
Receiving and Forwarding	7,193,299	6,948,351
Cess and Sample Charges	1,723,106	1,343,304
Commission and Brokerage	2,526,216	3,005,370
Miscellaneous - Selling Expenses	476,575	500,546
Postage, Telegrams, Stationery, Advertisements, and Other Expenses	1,688,257	1,716,187
Payments to Auditors for :		
Auditor's remuneration		
For Statutory Auditors	90,000	90,000
For Certifying Statements	66,690	13,530
For Taxation matters	55,150	39,708
For Others matters	34,193	—
For Cost Auditors	30,000	30,000
Directors' Sitting Fees	140,000	150,000
Loss on sale of Assets	—	498,400
Legal Expenses	5,323,195	2,672,720
Rent	4,209,818	702,571
Travelling Expenses	3,219,350	2,400,778
	<u>116,351,379</u>	<u>99,151,689</u>



NOTES ON FINANCIAL STATEMENTS (Contd..)

7. ACCOUNTING POLICIES

A. ACCOUNTING POLICIES

1. *Basis of Accounting*

The financial statements are prepared under historical cost convention and on accrual basis and going concern basis.

2. *Revenue Recognition*

Revenue from sale transaction is recognized as and when significant risks and rewards attached to the ownership in the goods is transferred to the buyer. Revenue from other sources and expenses are recognized on accrual basis.

3. *Own Fixed Assets*

Fixed assets are stated at cost of acquisition or construction less accumulated depreciation. All costs relating to acquisition / installation are capitalized. Expenditure on development and new planting are capitalized.

4. *Depreciation*

Depreciation is provided on Straight Line basis in accordance with Schedule XIV of Companies Act, 1956 except field machineries which are depreciated over three year period.

5. *Investments*

Investments are recorded at cost inclusive of brokerage and stamp duty. Long Term investments are not adjusted for diminution in their market value if, in the opinion of the management, such diminution is temporary in nature.

6. *Inventories*

Stock of plantation produces of tea and pepper are valued at lower of cost and net realizable value. Other inventories are valued at average cost.

7. *Sale of Trees*

Sale of trees given on contract is accounted on realization.

8. *Employee benefits:*

I. Short Term

Short term employee benefits are recognized as an expense at the undiscounted amount in the Statement of profit and loss of the year in which the related service is rendered.

II. Post Retirement

Post Retirement benefits comprise of Provident Fund, Superannuation Fund and Gratuity which are accounted as follows:

A. Provident Fund

This is defined contribution plan, and contributions are made to the Fund are charged to revenue. The Company has no further obligations for future provident fund benefits other than annual contributions.



NOTES ON FINANCIAL STATEMENTS (Contd..)

B. Superannuation Fund

This is a defined contribution plan. The company contributes a sum equivalent to defined contribution plan for eligible employees' salary towards superannuation fund administered by the Trustees and managed by Life Insurance Corporation of India. The Company has no further obligations for future superannuation benefits other than its annual contributions and recognizes such contributions as expense in the year incurred.

C. Gratuity Fund

This is a defined contribution plan. The Company makes annual contributions to a Gratuity Fund administered by Life Insurance Corporation of India through the trust.

III. Long Term

Leave Encashment

This is defined contribution plan. The Company makes annual contribution to the Fund administered by Life Insurance Corporation of India. The Company has no further obligations for future leave encashment other than its annual contribution and recognizes such contributions as expense in the year incurred.

9. *Current Tax*

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act 1961.

10. *Deferred Tax*

Deferred tax is recognized on timing differences being difference between the taxable income and the accounting income that originates in one period and capable of reversal in one or more subsequent periods.

11. *Impairment of Assets*

Impairment is recognized to the extent that the recoverable amount of assets is less than the carrying value and is charged to Statement of Profit & Loss.

12. *Wind Power*

The value of power generated by Wind Energy Generators and exported to the Grid is treated as reduction in the power charges to the extent it is adjusted in the bills by TNEB and the surplus, if any, as sale of electricity.

B. OTHER NOTES ON FINANCIAL STATEMENTS

- a) No provision is considered necessary for excise duty demands relating to earlier years under appeal/stay: ₹ 1,50,940/- (Previous year ₹ 1,50,940/-) paid under protest is grouped under loans and advances.
- b) The Company has obtained a stay of proceedings from the Honorable High Court of Madras on 24th March 2006 against a proposition notice from the Commercial Tax Department for levy of sales tax on export sales effected through auction centers. The matter is pending and in common with the other tea planting companies, no account has been taken of the contingent liability.



NOTES ON FINANCIAL STATEMENTS (Contd..)

- c) The Company has received full consideration of ₹ 79,95,84,818/- (Sale Consideration ₹ 63,96,77,639/- and Non-compete fee of ₹ 15,99,07,179/-) on sale of 12,23,093 equity shares held in The Andhra Pradesh Paper Mills Limited from IP Holding Singapore PTE. Ltd, an affiliate of International Paper, USA on 14.10.2011.

The Gain arising on the above transfer amounting to ₹ 74,34,49,639/- has been shown as Profit on sale of Investments under the heading "Other Income" in Note 2 forming part of the Statement of Profit and Loss.

- d) Contingent Liabilities and commitments

i) Contingent Liabilities : Nil

ii) Commitments

With respect to the divestment of the shares in The Andhra Pradesh Paper Mills Limited during the year, under the Share Purchase Agreement (SP Agreement) and Indemnity Escrow Agreement between all the sellers including the Company, IP Holding Asia Singapore Pte. Ltd. and International Paper Company, the sellers including the Company have agreed to indemnify and hold free and harmless to IP Holding Asia Singapore Pte. Ltd. and International Paper Company from losses incurred or suffered in terms of indemnification clause(s) of the said SP Agreement and Indemnity Escrow Agreement. Further, as per the aforesaid agreements, term deposits with Citibank have been made for an amount of ₹ 4,02,72,000/-.

- e) Provision for income tax has been computed on the basis of Minimum Alternate Tax (MAT) in accordance with Section 115 JB of the Income Tax Act, 1961. Considering the future profitability and taxable positions in the subsequent years, the Company has recognized "MAT Credit Entitlement" of ₹ 6,80,00,000 (Previous Year – ₹ 10,00,000) as an asset by crediting to the Statement of Profit and Loss, an equivalent amount and included under Short Term Loans and Advances in accordance with the guidance note on "Accounting for credit available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, issued by the Institute of Chartered Accountants of India.

- f) No amount is due and payable to any micro, small and medium enterprises as defined under MSME Development Act, 2006. No interest is due and / or has been paid or is payable to such parties.

- g) The Company has carried out an exercise to ascertain the impairment, if any in the carrying value of fixed assets. The exercise has not revealed any impairment of assets during the year under review.

- h) Deferred Tax:

Deferred tax liability as at 31st March 2012 comprises of:

Particulars	Opening as on 01.4.2011 ₹	Provided during the year ₹	Closing as on 31.3.2012 ₹
On Account of Depreciation	46,92,805	3,40,960	50,33,765
		31.3.2012 ₹	31.3.2011 ₹
i) Earnings in Foreign Exchange		Nil	Nil
j) Expenditure in Foreign Currency		Nil	Nil



NOTES ON FINANCIAL STATEMENTS (Contd..)

- k) Repairs to Buildings, Machinery and Workmen and Staff Welfare
Expenses include :

Salary and Wages	1,32,11,509	1,43,93,417
Consumption of stores (Indigenous)	1,06,06,813	97,97,156

- l) Remuneration to Managing Director and Executive Director:

Salary	30,37,501	26,51,999
Contribution to Provident Fund/Superannuation Scheme	8,20,125	7,16,040
Perquisites	19,35,537	17,05,471
Commission	<u>—</u>	<u>—</u>
	<u>57,93,163</u>	<u>50,73,510</u>

- m) For the year under audit, the company has two reportable segment viz. Tea and Wind Energy Generation..

The total production of the segments are as follows:

- a. Tea

Particulars of manufacturing of made tea (Kg)

Production	34,69,114	44,00,047
Sales	38,74,804	47,60,266
Opening Stock	7,67,996	11,60,970
Closing Stock	3,30,117	7,67,996
Green leaf from own estates	1,49,79,948	1,87,20,380

- b. Minor Produce : (Kg)

Pepper

Production	583	720
Sales	1278	4
Opening Stock	716	—
Closing Stock	21	716

	31.3.2012		31.3.2011	
c. Wind Mill (units)	Units	Value (₹)	Units	Value (₹)
No. of units generated (Net)	46,12,818		43,10,323	
Less : Adjusted in TNEB Bills	33,19,306	1,22,93,072	32,39,729	1,24,17,554
Balance sold to TNEB	12,93,512	34,92,482	8,11,143	17,14,416

The units adjusted have been charged at the tariff as may be levied by the TNEB.



NOTES ON FINANCIAL STATEMENTS (Contd..)

n) Segment-wise revenues, results and other information (in ₹) :

Particulars	31.3.2012			31.3.2011		
	Tea	Windmill	Total	Tea	Windmill	Total
Revenue	295544178	3492482	299036660	349056	1714416	350771399
External Sales	—	12293072	12293072		12417554	12417554
Total	295544178	15785554	327115286	349056983	14131970	363138953
Less Inter Segment Revenue	—	—	12293072	—	—	12417554
Total			299036660			350771399
Results						
Operating Profit	(69957629)	13622950	(56334679)	5045221	12389792	17435013
Less: Interest			3445550			3206888
Add: Other Income			773579981			39055439
Profit before tax			713799752			53283564
Provision for taxation			83640960			5176807
Profit after tax			630158792			48106757
Other Information						
Segment Assets	391174507	—	391174507	405397900	—	405397900
Add: Unallocated assets			728263137			104125796
Total			1119437644			509523696
Segment Liabilities	102453971	—	102453971	104588697	—	104588697
Add: Unallocated liabilities			1016983673			404934999
Enterprise liabilities			1119437644			509523696
Capital Expenditure	37927749	—	37927749	57162079	—	57162079
Depreciation	13465206	—	13465206	9762787	—	9762787

o) Employee Benefits

a) Defined Contribution Plan :

The Company makes contribution towards employees' provident fund and superannuation fund. Under the rules of these schemes, the company is required to contribute a specified percentage of payroll costs. The company during the year recognized ₹ 1,58,41,260/- (Previous year ₹ 1,03,64,701/-) as expense towards contribution to the Provident Fund.

Out of the total contribution made for employees' provident fund, ₹ 9,38,918/- (previous year ₹ 7,79,105/-) is made to the PL Planting Provident Fund while the remainder contribution is made to Provident Fund Plan operated by the Regional Provident Fund Commissioner.

The liability towards superannuation fund for the year ended 31st March 2012 amounting to ₹ 16,38,355/- (Previous year ₹ 13,81,395/-) has been charged to the Statement of Profit & Loss.

The liability towards leave encashment for the year ended 31st March 2012 amounting to ₹ 5,47,961/- (previous year ₹ 6,33,750/-) has been charged to Statement of Profit and Loss.



NOTES ON FINANCIAL STATEMENTS (Contd..)

b) Defined Benefit Plan:

Gratuity

The gratuity liability is covered by a master policy taken out with LIC of India under the Cash Accumulation Scheme.

	31.3.2012	31.3.2011
1) Changes in Defined Benefit Obligation:		
Present Value of Defined Benefit Obligation as at the beginning of the year	7,10,79,086	68182433
Interest Cost	56,86,327	54,54,959
Benefits Paid	(73,99,976)	(60,58,356)
Current service cost	39,77,317	36,43,595
Actuarial (Gain)/Loss	1,43,28,509	(1,43,181)
Present value of obligation as at the year end	8,76,71,263	7,10,79,086
2) Changes in Fair Value of Assets:		
Fair Value of Plan Assets as at the beginning of the year	8,19,40,450	7,73,05,781
Expected Return on Plan Assets	73,57,857	69,53,294
Contribution by the employer	26,78,160	37,39,731
Benefits Paid	(73,99,976)	(60,58,356)
Actuarial Gain/(loss)	Nil	Nil
Fair Value of Plan Assets as at the end of the year	8,45,76,491	8,19,40,450
3) Reconciliation of Fair Value of Assets and Obligations:		
Fair Value of Plan Assets	8,45,76,491	8,19,40,450
Present value of Obligation	8,76,71,263	7,10,79,086
Amount recognised in the Balance Sheet	30,94,772	1,08,61,364
4) Expenses recognized in statement of Profit & Loss		
Current Service Cost	39,77,317	36,43,595
Interest Cost	56,86,327	54,54,595
Expected return on plan assets	(73,57,857)	(69,53,294)
Net Actuarial (gain)/Loss recognized in the year	1,43,28,509	(1,43,181)
Expenses recognized in statement of Profit & Loss	1,66,34,296	20,01,715
5) Principal actuarial assumptions:		
Rate of Discounting	8%	8%
Expected Return on Plan Assets	8%	8%
Rate of increase in salaries	8.50%	7.50%
Mortality Table (LIC)	1994-95	1994-95

**NOTES ON FINANCIAL STATEMENTS (Contd..)**

p) The Company has taken office buildings on lease and the lease rent amounting to ₹ 42,09,818/- (previous year ₹ 7,02,571/-) has been charged to Profit & Loss Account. Assets are taken on lease over a period of three years. Future minimum lease payments are as under:

Not Less than one year	:	₹ 62,46,000
Later than one year but not later than five years	:	₹ 1,21,88,000
More than five years	:	₹ Nil

q) Related Party Disclosures

Name of Related Parties and nature of relationship where control exists are as under:

Key Management Personnel	Shri. L.N.Bangur - Chairman Smt.Alka Bangur - Managing Director Shri. Prakash Parasher - Executive Director Shri. Shreeyash Bangur - President
Associate Companies	Digvijay Investments Ltd. M.B.Commercial Company Ltd. Amalgamated Development Ltd. Maharaja Shree Umaid Mills Ltd. The Andhra Pradesh Paper Mills Ltd. The Marwar Textiles (Agency) Pvt.Ltd. Placid Ltd. Sree Rama Vaikunth Trust
Subsidiary Companies	Periakaramalai Tea (India) Ltd. Shivphal Vinimay (P) Ltd.
Relatives of Key Management Personnel	Ms.Sheetal Bangur Shri. Yogesh Bangur Shri. Rahul Parasher



NOTES ON FINANCIAL STATEMENTS (Contd..)

r) Transactions during the year with Related Parties

	Nature of transaction	Associate Company	Key Managerial Personnel	Relatives of Key Managerial Personnel	Subsidiary Company
		₹	₹	₹	₹
1	Interest receipts				
	a) Digvijay Investments Limited	57,07,533 (70,54,007)			
	b) M.B. Commercial Co. Ltd.,	5,60,274 (6,00,685)			
2	Rent payments				
	a) M.B. Commercial Co. Ltd.	25,200 (25,200)			
	b) Marwar Textiles Agency Limited	52,800 (52,800)			
	c) Shree Rama Vaikunt Trust	3,00,000 (3,03,000)			
3	Dividend receipts				
	The Andhra Pradesh Paper Mills Ltd.	12,23,093 (9,66,058)			
4	Purchase of Asset				
	Santhosh Overseas Company represented by Mr. Rahul Parasher			7,33,167 (7,01,688)	
5	Equity participation				
	a) The Andhra Pradesh Paper Mills Ltd.	(Nil) (1,28,51,750)			
	b) Shivphal Vinimay Private Ltd.				1,00,000 (Nil)
6	Loans given				
	a) Digvijay Investment Limited	2,50,00,000 (7,25,00,000)			
	b) M.B. Commercial Co. Ltd.	75,00,000 (25,00,000)			
7	Remuneration				
	a) Smt. Alka Bangur		29,60,209 (26,01,772)		
	b) Shri. Prakash Parasher		28,32,953 (24,71,738)		
	c) Shri Shreeyash Bangur		9,10,800 (Nil)		



NOTES ON FINANCIAL STATEMENTS (Contd..)

	Nature of transaction	Associate Company	Key Managerial Personnel	Relatives of Key Managerial Personnel	Subsidiary Company
		₹	₹	₹	₹
8	Outstandings				
A	Receivables				
	a) Digvijay Investments Limited	Nil (7,25,00,000)			
	b) M.B. Commercial Co. Ltd.	Nil (25,00,000)			
B	Payables	(Nil) (Nil)			

Note : Figures in bracket represents previous year's amount.

		31.3.2012	31.3.2011
s)	Earnings Per Share		
	Profit after tax (₹)	63,01,58,792	4,81,06,757
	Weighted average No. of shares outstanding	30,95,879	30,95,879
	Basic earnings per share ₹	203.55	15.54
	(Nominal value of equity share - ₹ 10/-)		

t) Previous year's figures have been reclassified wherever necessary to conform to this year's classification.

Per our Report of even date attached
For S. Krishnamoorthy & Co
Chartered Accountants
Reg. No. 001496S

K.N. Sreedharan
Partner Auditors, M.No. 12026.

Valparai,
April 28, 2012

For and on behalf of the Board

L.N. Bangur
Chairman

Alka Bangur
Managing Director

Prakash Parasher
Executive Director

R.V. Sridharan
Chief Financial Officer & Company Secretary



CONSOLIDATED FINANCIAL STATEMENTS



Auditor's Report on the Consolidated Financial Statements of M/s. The Peria Karamalai Tea & Produce Co. Ltd., and its subsidiaries

To

The Members of
The Peria Karamalai Tea & Produce Co. Ltd

We have examined the attached consolidated balance sheet of M/s. THE PERA KARAMALAI TEA & PRODUCE Co Ltd. and its subsidiaries as at 31st March 2012, the consolidated Statement of Profit and Loss for the year then ended and the consolidated cash flow statement for the year ended on that date.

These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with generally accepted auditing standards in India. These Standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. 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 statements. We believe that our audit provides a reasonable basis for our opinion.

We have audited the financial statements of the subsidiary, M/s. Periakaramalai Tea (India) Ltd. whose financial statements reflect total assets of ₹ 25,63,490/- as at 31st March 2012 and total revenues of ₹ 1,98,620/- and the net cash outflows of ₹ 15,11,887/- for the year then ended.

We did not audit the financial statements of M/s. Shivphal Vinimay (P) Ltd., whose financial statements reflect total assets of ₹ 89,806/- as at 31st March 2012, total Revenue of ₹ Nil and Cash Flows amounting to ₹ 89,806/- for the year than ended. These financial statements have been audited by other auditors whose reports have been

furnished to us and our opinion is based solely on the report of other auditors.

We report that the consolidated financial statements have been prepared by the Company in accordance with the requirements of Accounting Standard (AS) 21, Consolidated Financial Statements, issued by the Institute of Chartered Accountants of India and on the basis of the separate audited financial statements of M/s. THE PERA KARAMALAI TEA & PRODUCE Co Ltd and its subsidiaries included in the consolidated financial statements.

On the basis of the information and explanation given to us and on the consideration of the separate audit reports on individual audited financial statements of M/s. THE PERA KARAMALAI TEA & PRODUCE Co Ltd and its aforesaid subsidiary, we are of the opinion that:

- a) the Consolidated Balance Sheet gives a true and fair view of the consolidated state of affairs of M/s. THE PERA KARAMALAI TEA & PRODUCE Co Ltd and its subsidiaries as at 31st March 2012; and
- b) the Consolidated Statement of Profit and Loss gives a true and fair view of the consolidated results of operations of M/s. THE PERA KARAMALAI TEA & PRODUCE Co Ltd and its subsidiaries for the year then ended
- c) the consolidated cash flow statement, of the cash flows of M/s. THE PERA KARAMALAI TEA & PRODUCE Co Ltd and its subsidiaries for the year ended on that date.

For **S. KRISHNAMOORTHY & CO**
Chartered Accountants
Registration No: 001496S

Coimbatore,
April 28, 2012

K.N. Sreedharan
Partner Auditors
Membership No. 12026



CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2012

(Rupees)

	Note No.	31.3.2012	31.3.2011
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	A	30,958,790	30,958,790
(b) Reserves and surplus	B	986,054,582	374,028,131
(c) Money received against share warrants		—	—
		<u>1,017,013,372</u>	<u>404,986,921</u>
(2) Share application money pending allotment			
		—	—
(3) Non-current liabilities			
(a) Long-term borrowings	C	4,018,000	5,960,000
(b) Deferred tax liabilities (Net)		5,033,765	4,692,805
(c) Other Long term liabilities		—	—
(d) Long-term provisions	D	424,904	424,904
		<u>9,476,669</u>	<u>11,077,709</u>
(4) Current liabilities			
(a) Short-term borrowings	E	26,437,930	39,948,961
(b) Trade payables	F	6,784,532	7,741,243
(c) Other current liabilities	G	2,955,896	2,682,558
(d) Short-term provisions	H	56,822,540	43,149,256
		<u>93,000,898</u>	<u>93,522,018</u>
TOTAL		<u>1,119,490,939</u>	<u>509,586,648</u>
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	I	170,627,678	146,495,297
(ii) Intangible assets		328,525	—
(iii) Capital work-in-progress		—	—
(iv) Intangible assets under development		—	—
(b) Non-current investments	J	113,918,617	45,490,617
(c) Deferred tax assets (net)		—	—
(d) Long-term loans and advances	K	12,487,634	9,737,170
(e) Other non-current assets		—	—
		<u>297,362,454</u>	<u>201,723,084</u>
(2) Current assets			
(a) Current investments	L	611,744,520	56,135,179
(b) Inventories	M	36,697,254	65,463,626
(c) Trade receivables	N	31,054,664	26,655,592
(d) Cash and cash equivalents	O	64,406,781	44,808,244
(e) Short-term loans and advances	P	78,225,266	114,691,087
(f) Other current assets	Q	—	109,836
		<u>822,128,485</u>	<u>307,863,564</u>
TOTAL		<u>1,119,490,939</u>	<u>509,586,648</u>

See accompanying notes to the financial statements

Per our Report of even date attached
For S. Krishnamoorthy & Co
Chartered Accountants
Reg. No. 001496S

K.N. Sreedharan
Partner Auditors, M.No. 12026.

Valparai,
April 28, 2012

For and on behalf of the Board

L.N. Bangur
Chairman

Alka Bangur
Managing Director

Prakash Parasher
Executive Director

R.V. Sridharan
Chief Financial Officer & Company Secretary

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2012**

(Rupees)

	Note No.	31.3.2012	31.3.2011
I. Revenue from operations	1	299,414,699	350,771,879
II. Other income	2	773,400,561	39,212,963
III. Total Revenue (I + II)		<u>1,072,815,260</u>	<u>389,984,842</u>
IV. Expenses:			
Cost of materials consumed		26,094,492	33,579,793
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	3	23,983,870	16,864,080
Employee benefits expense	4	175,476,391	175,986,174
Finance costs	5	3,445,550	3,206,888
Depreciation and amortization expense		13,465,206	9,762,787
Other expenses	6	116,545,322	99,233,049
Total expenses		<u>359,010,831</u>	<u>338,632,771</u>
V. Profit before exceptional and extraordinary items and tax (III-IV)		713,804,429	51,352,071
VI. Exceptional items Add : Excess Provision of earlier year reversed		—	<u>2,008,137</u>
VII. Profit before extraordinary items and tax (V - VI)		713,804,429	53,360,208
VIII. Extraordinary Items		—	<u>—</u>
IX. Profit before tax (VII- VIII)		713,804,429	53,360,208
X Tax expense:			
(1) Current tax		151,326,900	5,423,224
Less : MAT Credit entitlement		(68,000,000)	(1,000,000)
		83,326,900	4,423,224
(2) Deferred tax		340,960	776,807
XI Profit (Loss) for the period from continuing operations (IX-X)		<u>630,136,569</u>	<u>48,160,177</u>
XII Profit/(loss) from discontinuing operations		—	<u>—</u>
XIII Tax expense of discontinuing operations		—	<u>—</u>
XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		—	<u>—</u>
XV Profit (Loss) for the period (XI + XIV)		<u>630,136,569</u>	<u>48,160,177</u>
XVI Earnings per equity share:			
(1) Basic		203.54	15.56
(2) Diluted		203.54	15.56

See accompanying notes to the financial statements

Per our Report of even date attached
For S. Krishnamoorthy & Co
Chartered Accountants
Reg. No. 001496S

K.N. Sreedharan
Partner Auditors, M.No. 12026.

Valparai,
April 28, 2012

For and on behalf of the Board

L.N. Bangur
Chairman

Alka Bangur
Managing Director

Prakash Parasher
Executive Director

R.V. Sridharan
Chief Financial Officer & Company Secretary



CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2012

(Rupees)

	31.3.2012	31.3.2011
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax and Extraordinary items	713,804,429	51,352,072
Adjustments for:		
Depreciation	13,465,206	9,762,787
Profit on sale of assets	(166,996)	498,400
Profit on sale of investments	(743,449,639)	—
Income from Wind Mill	(3,492,481)	(1,714,416)
Sale of Trees	(2,700,000)	(2,787,500)
Interest received	(10,507,298)	(8,846,229)
Dividend received	(16,060,261)	(1,430,295)
Interest payments	3,445,550	3,206,888
Preliminary Expenses written off	—	36,612
Extraordinary Income	—	(25,928,871)
Operating Profit before working capital charges	(45,661,490)	24,149,448
Adjustments for:		
Trade and other receivables	(6,516,363)	(21,844,361)
Inventories	28,766,372	11,635,435
Trade payables	5,218,920	(10,583,484)
short term borrowings	(11,129,031)	11,584,100
Net Cash generated from operations before tax & extraordinary items	(29,321,592)	14,941,138
Direct Taxes paid	148,388,930	4,248,103
Excess provision reversed	—	2,008,137
Net Cash from operating activities before extraordinary items	(177,710,521)	12,701,172
Extraordinary Income	—	25,928,871
Net Cash generated from operations	(177,710,521)	38,630,043
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of fixed assets	(37,927,749)	(57,162,079)
Sale of fixed assets	168,633	520,000
Purchase of investments	(680,172,520)	(13,277,750)
Sale of investments	825,513,690	—
Sale of trees	2,700,000	2,787,500
Income from Wind Mill	3,492,481	1,714,416
Interest received	10,428,869	10,410,849
Loan to a Public Limited Company	76,500,000	29,510,000
Dividend received	16,060,261	1,430,295
Net Cash used in investing activities	216,763,666	(24,066,769)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Public Deposit received	(4,324,000)	260,000
Interest paid	(3,746,811)	3,206,888
Dividend paid including dividend distribution tax	(10,427,866)	(12,677,083)
Net Cash used in financing activities	(18,498,677)	(15,623,971)
Net increase / decrease in Cash and Cash Equivalents	20,554,466	(1,060,697)
Cash and Cash Equivalents as at 1st April 2011	43,852,314	45,862,691
Cash and Cash Equivalents as at 31st March 2012	64,406,781	4,480,1994

Per our Report of even date attached

For S. Krishnamoorthy & Co

Chartered Accountants

Reg. No. 001496S

K.N. Sreedharan

Partner Auditors, M.No. 12026.

Valparai,

April 28, 2012

For and on behalf of the Board

L.N. Bangur
Chairman**Alka Bangur**
Managing Director**Prakash Parasher**
Executive Director**R.V. Sridharan**
Chief Financial Officer & Company Secretary


NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

(Rupees)

	31.3.2012	31.3.2011
A. SHARE CAPITAL		
Authorised		
75,00,000 Equity Shares of ₹10/- each (75,00,000 Equity Shares of ₹ 10/- each)	75,000,000	75,000,000
Issued and Subscribed		
30,95,879 Equity Shares of ₹10/- each fully paid (Shares at the beginning & end of the year are same - 30,95,879 Equity shares)	30,958,790	30,958,790
Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held		
	Number of Shares	
Digvijay Investments Ltd	654,499	654,162
Maharaja Shree Umaid Mills Ltd	415,462	303,817
Life Insurance Corporation of India	207,712	211,396
For the period immediately preceding 5 years from 31.03.2012		
	Number of Shares	
Aggregate number and class of shares allotted as fully paid up by way of bonus shares on 31.03.2010	1,031,960	1,031,960
B. RESERVES AND SURPLUS		
a) Reserves		
Capital Subsidy		
As per last Balance Sheet	4,169,108	4,169,108
Additions / Deductions during the year	—	—
	4,169,108	4,169,108
Securities Premium Account		
As per last Balance Sheet	27,973,700	27,973,700
Additions / Deductions during the year	—	—
	27,973,700	27,973,700
General		
As per last Balance Sheet	328,407,830	288,407,830
Additions / Deductions during the year	500,000,000	40,000,000
	828,407,830	328,407,830



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
b) Surplus		
As per last Balance Sheet	13,477,493	16,183,387
Profit after tax for the year	630,136,569	48,160,177
Transfer to General Reserve	(500,000,000)	(40,000,000)
Proposed Dividend @ ₹ 5/- per share	(15,479,395)	(9,287,637)
Tax on Dividend	(2,630,723)	(1,578,434)
	<u>125,503,944</u>	<u>13,477,493</u>
	<u>986,054,582</u>	<u>374,028,131</u>
 C. Long-Term Borrowings		
Public Deposits	4,018,000	5,960,000
Note: The Deposit are repayable on the maturity dates mentioned on the face of the deposit receipts		
	<u>4,018,000</u>	<u>5,960,000</u>
 D. Long-term provisions		
(a) Provision for employee benefits.	—	—
(b) Others (Sales Tax - Disputed)	424,904	424,904
	<u>424,904</u>	<u>424,904</u>
 E. Short-term borrowings		
(a) Secured - Loans repayable on demand		
From Bank		
Cash Credit from Union Bank of India	21,093,930	32,222,961
Secured by hypothecation of Tea Stock and Standing Crops and Equitable Mortgage on the immovable properties of the estate		
(b) Unsecured - Deposits.		
Public Deposits - Repayable within one year	5,344,000	7,726,000
	<u>26,437,930</u>	<u>39,948,961</u>
 F. Trade Payables		
Sundry Creditors		
Due to Micro Small & Medium Enterprises	—	—
Due to Others	6,784,532	7,741,243
	<u>6,784,532</u>	<u>7,741,243</u>

**NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)**

(Rupees)

	31.3.2012	31.3.2011
G. Other current liabilities		
(a) Unpaid dividends	1,650,240	1,212,035
(b) Unclaimed interest	18,419	20,618
(c) Interest accrued but not due on deposits; (There is no amount due to be credited to Investors Education and Protection Fund)	1,150,843	1,449,905
(d) Unclaimed Deposits	90,000	—
(e) Other Payables Customer Credit Balance	46,394	—
	<u>2,955,896</u>	<u>2,682,558</u>
H. Short-term provisions		
(a) Provision for employee benefits.		
Bonus	16,800,000	14,500,000
Leave Encashment	547,961	607,942
Gratuity	3,889,218	—
Wages & PF Arrears	17,175,243	17,175,243
(b) Others		
Proposed Dividend	15,479,395	9,287,637
Tax on Dividend	2,630,723	1,578,434
Wealth Tax	300,000	—
	<u>56,822,540</u>	<u>43,149,256</u>



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

(Rupees)

I. FIXED ASSETS

DESCRIPTION OF ASSETS	COST				DEPRECIATION				Net Value of Assets as at 31st March	
	1st April 2011	Additions during the year	Deductions during the year	31st March 2012	1st April 2011	For the year	Deductions during the year	31st March 2012	2012	2011
TANGIBLE ASSET										
Freehold Land & Development	24,246,608	—	—	24,246,608	—	—	—	—	24,246,608	24,246,608
Buildings	90,268,600	1,363,763	—	91,632,363	47,995,351	2,192,382	—	50,187,733	41,444,630	42,273,249
Plant and Equipment	222,342,875	3,974,587	5,832,282	220,485,180	161,664,990	7,464,995	5,831,427	163,298,558	57,186,622	60,677,885
Furniture and Fixtures	6,859,496	12,982,159	—	19,841,655	5,621,211	252,201	—	5,873,412	13,968,243	1,238,285
Vehicles	31,649,966	17,499,286	482,475	48,666,777	14,397,697	3,240,544	482,471	17,155,770	31,511,007	17,252,269
Computer	1,716,036	1,750,454	55,990	3,410,500	909,035	286,109	55,212	1,139,932	2,270,568	807,001
INTANGIBLE ASSETS										
Computer Software	—	357,500	—	357,500	—	28,975	—	28,975	328,525	—
Total	377,083,581	37,927,749	6,370,747	408,640,583	230,588,284	13,465,206	6,369,110	237,684,380	170,956,203	146,495,297
Previous Year	321,635,327	57,162,079	1,713,825	377,083,581	221,520,922	9,762,787	695,425	230,588,284	146,495,297	100,114,405



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
M. INVENTORIES		
Finished Goods - Valued at Cost		
Tea	27,100,000	51,000,000
Cardamom	—	—
Pepper	2,050	85,920
Stores and Spare Parts	9,223,026	13,784,126
Nursery Stock	—	120,641
Loose Tools	372,178	472,939
	36,697,254	65,463,626
N. TRADE RECEIVABLES		
Unsecured considered good;		
i) Aggregate amount of Trade Receivables outstanding for a period exceeding six months	1,595,584	356,289
ii) Others	29,459,080	26,299,303
	31,054,664	26,655,592
O. CASH AND CASH EQUIVALENTS		
(i) Cash and cash equivalents shall be classified as:		
(a) Balances with banks	21,021,254	41,637,407
(b) Cheques, drafts on hand	—	—
(c) Cash on hand	1,188,568	1,952,552
(ii) Unpaid dividend Account	1,650,240	1,212,035
(iii) Balances with banks to the extent held as margin money or security against the borrowings, guarantees, other commitments shall be disclosed separately.	274,719	6,250
(v) Bank deposits (Deposit held in Escrow Account) - Maturing after 31.03.2013 (Refer Note No. 7(B)(b) - Note on other financial statements)	40,272,000	—
	64,406,781	44,808,244



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
P. SHORT-TERM LOANS AND ADVANCES		
Unsecured and Considered Good		
Advances recoverable in cash or in kind or for value to be received	2,874,824	3,399,662
Balance with Central Excise Authorities	180,714	179,214
Interest accrued on bank Deposits	1,256,596	1,178,167
Receivable on account of Exclusivity agreement for investments	—	25,928,872
Loan to Public Limited Company - Related Party		
Digvijay Investment Ltd	—	72,500,000
M B Commercial Co Limited	—	4,000,000
Advance payment of Tax (Net of provision) and Tax Deducted at Source	73,913,131	7,505,172
	78,225,266	114,691,087
Q. OTHER CURRENT ASSETS		
Preliminary Expenses	109,836	146,448
Less : written off during the year	109,836	36,612
	—	109,836



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
1 REVENUE FROM OPERATIONS :		
Sales of Products		
Tea	295,544,178	349,056,983
Minor Produce	378,040	480
Other Operating Revenues		
Sale of Electricity to TNEB	3,492,481	1,714,416
	299,414,699	350,771,879
Less : Excise Duty	—	—
	299,414,699	350,771,879
2 OTHER INCOME		
Interest on		
Bank Deposit	2,234,602	707,096
Loans	6,361,916	7,733,596
Others	1,910,780	405,537
(Tax Deducted at Source ₹ 9,17,913/-)		
Dividend	16,060,261	1,430,295
Profit on Sale of Fixed Assets	166,996	—
Profit on Sale of Investment	743,449,639	—
Other Non Operating Income - Miscellaneous Receipts	336,367	49,246
Sale of trees on contract	2,700,000	2,787,500
Extraordinary income	—	25,928,871
Debts written off recovered	180,000	170,822
	773,400,561	39,212,963
3 CHANGES IN INVENTORIES OF FINISHED GOODS WORK-IN-PROGRESS AND STOCK-IN-TRADE		
Opening Stock of Finished Goods		
Tea	51,000,000	67,950,000
Minor Produce	85,920	—
	51,085,920	67,950,000
Less : Closing Stock of Finished Goods		
Tea	27,100,000	51,000,000
Minor Produce	2,050	85,920
	23,983,870	16,864,080



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

(Rupees)

	31.3.2012	31.3.2011
4 EMPLOYEE BENEFITS EXPENSE		
Salaries, Wages and Bonus	145,055,938	151,164,666
Contribution to Provident, Gratuity and Pension Fund	19,204,240	15,217,981
Employees Welfare Expenses	11,216,213	9,603,527
	<u>175,476,391</u>	<u>175,986,174</u>
5 FINANCE COSTS		
Interest expense		
Public Deposits	1,177,922	1,375,748
Cash Credit and others	2,267,628	1,831,140
	<u>3,445,550</u>	<u>3,206,888</u>
6 OTHER EXPENSES		
Power and Fuel	43,592,829	45,222,829
Repairs to Buildings	19,622,006	12,118,708
Repairs to Machinery	11,244,361	9,387,795
Insurance	2,074,092	1,293,860
Rates and Taxes	1,045,193	599,041
Transport	3,574,744	4,013,588
General Charges - Estate	5,176,837	4,804,581
General Charges - Others	3,245,467	1,599,822
Receiving and Forwarding	7,193,299	6,948,351
Cess and Sample Charges	1,723,106	1,343,304
Commission and Brokerage	2,526,216	3,005,370
Miscellaneous - Selling Expenses	476,575	500,546
Postage, Telegrams, Stationery, Advertisements, and Other Expenses	1,847,064	1,785,487
Payments to Auditors for :		
Auditor's remuneration		
For Statutory Auditors	113,596	102,060
For Certifying Statements	66,690	13,530
For Taxation matters	55,150	39,708
For Others matters	45,733	—
For Cost Auditors	30,000	30,000
Directors' Sitting Fees	140,000	150,000
Loss on sale of Assets	—	498,400
Legal Expenses	5,323,195	2,672,720
Rent	4,209,818	702,571
Travelling Expenses	3,219,350	2,400,778
	<u>116,545,322</u>	<u>99,233,049</u>

**NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)****7. ACCOUNTING POLICIES****A. ACCOUNTING POLICIES****1. Basis of Preparation**

The financial statements are prepared under historical cost convention using uniform accounting policies and in accordance with the generally accepted accounting principles and Accounting Standard 21 on "Consolidated Financial Statements" and are presented to the extent possible in the same manner as the company's separate financial statements except as otherwise disclosed in the Notes to the Accounts.

2. Principles of Consolidation

The financial statements of the Company and its subsidiary have been combined on a line by line basis adding together the book value of like items of assets, liabilities, income and expenses after eliminating intra-group balances and intra-group transactions.

3. Method of Accounting

The financial statements are prepared under historical cost convention and on accrual basis and in accordance with provisions of the Companies Act, 1956 and accounting principles generally accepted in India and comply with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 issued by the Central Government to the extent applicable. The accounting is on the basis of going concern concept.

4. Revenue Recognition

Revenue from Sale transaction is recognised as and when significant risks and rewards attached to the ownership in the goods is transferred to the buyer. Revenue from other sources and expenses are recognised on accrual basis.

5. Own Fixed Assets

Fixed assets are stated at cost of acquisition or construction less accumulated depreciation. All costs relating to acquisition / installation are capitalized. Expenditure on development and new planting are capitalized.

6. Depreciation

Depreciation is provided on Straight Line basis in accordance with Schedule XIV of Companies Act, 1956 except field machineries which are depreciated over three year period.

7. Investments

Investments are recorded at cost inclusive of brokerage and stamp duty. Long Term investments are not adjusted for diminution in their market value if, in the opinion of the management, such diminution is temporary in nature.

8. Inventories

Stock of plantation produces of tea, cardamom and pepper are valued at lower of cost and net realizable value. Other inventories are valued at weighted average cost.

9. Sale of Trees

Sale of trees given on contract is accounted on realization.



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

10. *Employee benefits:*

- i. Short-term employee benefits are recognised as an expense at the undiscounted amount in the Statement of profit and loss of the year in which the related service is rendered.
- ii. Post employment and other long term employees benefits are administered through an approved benefit fund, contributions to which are made in accordance with year end actuarial valuation and charged to the Statement of profit and loss of the relevant period.

11. *Current Tax*

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of Income Tax Act 1961

12. *Deferred Tax*

Deferred Tax is recognised on timing differences being deferece between the taxable income and the accounting income that originates in one period and capable of reversal in one or more subsequent periods.

13. *Impairment of Assets*

Impairment is recognised to the extent that the recoverable amount of assets is less than the carrying value and is charged to Statement of Profit and Loss.

14. *Wind Power*

The value of power generated by Wind Energy Generators and exported to the Grid is treated as reduction in the power charges to the extent it is adjusted in the Bills by TNEB and the excess, if any, as sale of Electricity.

B. OTHER NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

- a) The Company has received full consideration of ₹ 79,95,84,818/- (Sale Consideration ₹ 63,96,77,639/- and Non-compete fee of ₹ 15,99,07,179/-) on sale of 12,23,093 equity shares held in The Andhra Pradesh Paper Mills Limited from IP Holding Singapore PTE. Ltd, an affiliate of International Paper, USA on 14.10.2011.

The Gain arising on the above transfer amounting to ₹ 74,34,49,639/- has been shown as Profit on sale of Investments under the heading "Other Income" in Note 2 forming part of the Statement of Profit and Loss.

- b) Contingent Liabilities and commitments

- i) Contingent Liabilities : Nil

- ii) Commitments

With respect to the divestment of the shares in The Andhra Pradesh Paper Mills Limited during the year, under the Share Purchase Agreement (SP Agreement) and Indemnity Escrow Agreement between all the sellers including the Company, IP Holding Asia Singapore Pte. Ltd. and International Paper Company, the sellers including the Company have agreed to indemnify and hold free and harmless to IP Holding Asia Singapore Pte. Ltd. and International Paper Company from losses incurred or suffered in terms of indemnification clause(s) of the said SP Agreement and Indemnity Escrow Agreement. Further, as per the aforesaid agreements, term deposits with Citibank have been made for an amount of ₹ 4,02,72,000/-.

- c) No amount is due and payable to any micro, small and medium enterprises as defined under MSME Development Act, 2006. No interest is due and / or has been paid or is payable to such parties.



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

d) The Company has carried out an exercise to ascertain the impairment, if any in the carrying value of fixed assets. The exercise has not revealed any impairment of assets during the year under review.

e) Subsidiary companies considered in the consolidated financial statements.

Name of the Company	Country of Incorporation	% of Voting Power held on 31.3.2012	% of Voting Power held on 31.3.2011
Periakaramalai Tea (India) Ltd.	India	100%	100%
Shivphal Vinimay (P) Ltd.	India	100%	—

f) Deferred Tax:

Deferred tax liability as at 31st March 2012 comprises of:

Particulars	Opening as on 01.04.2011 ₹	Provided during the year ₹	Closing as on 31.03.2012 ₹
On Account of Depreciation	46,92,805	3,40,960	50,33,765
		31.3.2012 ₹	31.3.2011 ₹

g) Earnings in Foreign Exchange

Nil Nil

h) Expenditure in Foreign Currency

Nil Nil

i) Segment-wise revenues, results and other information (in ₹) :

Particulars	31.3.2012			31.3.2011		
	Tea	Windmill	Total	Tea	Windmill	Total
Revenue	295544178	3492481	29903659	349056983	1714416	350771399
External Sales	—	12293072	12293072	—	12417554	12417554
Total	295544178	15785553	311329731	349056983	14131970	363188953
Less Inter Segment Revenue			12293072			12417554
Total			299036659			350771399
Results						
Operating Profit	(70151572)	13622950	(56528622)	4963861	12389792	17353653
Less: Interest			3445550			3206888
Add: Other Income			773778601			39213443
Profit before tax			713804429			53360208
Provision for taxation			83667860			5200031
Profit after tax			630136569			48160177
Other Information						
Segment Assets	393827802	—	393827802	407960852	—	407960852
Add: Unallocated assets			725663137			101625796
Total			1119490939			509586648



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

Particulars	31.3.2012			31.3.2011		
	Tea	Windmill	Total	Tea	Windmill	Total
Segment Liabilities	102477567	—	102477567	104599727	—	104599727
Add: Unallocated liabilities			1017013372			404986921
Enterprise liabilities			1119490939			509586648
Capital Expenditure	37927749	—	37927749	57162069	—	57162069
Depreciation	13465206	—	13465206	9762787	—	9762787

j) The Company has taken office buildings on lease and the lease rent amounting to ₹42,09,818/- (previous year ₹7,73,240/-) has been charged to Profit & Loss Account. Assets are taken on lease over a period of three years. Future minimum lease payments are as under:

Not Less than one year	:	₹ 62,46,000
Later than one year but not later than five years	:	₹ 1,21,88,000
More than five years	:	₹ Nil

k) Related Party Disclosures

Name of Related Parties and nature of relationship where control exists are as under:

Key Management Personnel	Shri. L.N.Bangur - Chairman Smt.Alka Bangur - Managing Director Shri. Prakash Parasher - Executive Director Shri. Shreeyash Bangur - President
Associate Companies	Digvijay Investments Ltd. M.B.Commercial Company Ltd. Amalgamated Development Ltd. Maharaja Shree Umaid Mills Ltd. The Andhra Pradesh Paper Mills Ltd. The Marwar Textiles (Agency) Pvt.Ltd. Placid Ltd. Sree Rama Vaikunth Trust
Relatives of Key Management Personnel	Ms.Sheetal Bangur Shri. Yogesh Bangur Shri. Rahul Parasher



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

I) Transactions during the year with Related Parties

	Nature of transaction	Associate Company	Key Managerial Personnel	Relatives of Key Managerial Personnel
		₹	₹	₹
1	Interest receipts a) Digvijay Investments Limited b) M.B. Commercial Co. Ltd.,	57,07,533 (70,54,007) 5,60,274 (6,00,685)		
2	Rent payments a) M.B. Commercial Co. Ltd. b) Marwar Textiles Agency Limited c) Shree Rama Vaikunt Trust	25,200 (25,200) 52,800 (52,800) 3,00,000 (3,03,000)		
3	Dividend receipts The Andhra Pradesh Paper Mills Ltd.	12,23,093 (9,66,058)		
4	Purchase of Asset Santhosh Overseas Company represented by Mr. Rahul Parasher			7,33,167 (7,01,688)
5	Equity participation The Andhra Pradesh Paper Mills Ltd.	(Nil) (1,28,51,750)		
6	Loans given a) Digvijay Investment Limited b) M.B. Commercial Co. Ltd.	2,50,00,000 (7,25,00,000) 75,00,000 (25,00,000)		
7	Remuneration a) Smt. Alka Bangur b) Shri. Prakash Parasher c) Shri Shreeyash Bangur		29,60,209 (26,01,772) 28,32,953 (24,71,738) 9,10,800 (Nil)	



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

	Nature of transaction	Associate Company	Key Managerial Personnel	Relatives of Key Managerial Personnel
		₹	₹	₹
8	Outstandings			
A	Receivables			
	a) Digvijay Investments Limited	Nil (7,25,00,000)		
	b) M.B. Commercial Co. Ltd.	Nil (25,00,000)		
B	Payables	(Nil) (Nil)		

Note : Figures in bracket represents previous year's amount.

m) Statement pursuant to Section 212(B) of the Companies Act, 1956 relating to subsidiary companies

The Company has opted for exemption granted vide Circular No. 2/2012 dated 8th February 2012 related to not attaching the Balance Sheet of Subsidiary Companies under Section 212(8) of the Companies Act, 1956. The details of subsidiary companies as at 31st March, 2012, as required vide Circular No. 2/2012 are as follows:

Name of the Subsidiary Company	Peria Karamalai Tea (India) Limited	Shivphal Vinimay Private Ltd
	₹	₹
Capital	25,00,000	1,00,000
Reserves & Surplus	52,254	(22,554)
Total Assets (Fixed Assets + Current Assets)	25,63,490	89,806
Total Liabilities (Debts + Current Liabilities)	25,63,490	89,806
Investments * excluding investment in Subsidiary	—	—
Miscellaneous Expenditure (to the extent not written off)	—	—
Total Income	1,98,620	—



NOTES ON CONSOLIDATED FINANCIAL STATEMENTS (Contd..)

Name of the Subsidiary Company	Peria Karamalai Tea (India) Limited	Shivphal Vinimay Private Ltd
	₹	₹
Profit before Tax	27,232	(22,554)
Provision for Taxation	26,900	—
Profit / (Loss) after Tax	332	(22,554)
Proposed Dividend	—	—

	31.3.2012	31.3.2011
n) Earnings Per Share		
Profit after tax (₹)	63,01,36,569	4,81,60,177
Weighted average No. of shares outstanding	30,95,879	30,95,879
Basic earnings per share ₹	203.54	15.56
(Nominal value of equity share - ₹ 10/-)		

- o) Previous year's figures have been reclassified wherever necessary to conform to this year's classification.

Per our Report of even date attached
For S. Krishnamoorthy & Co
Chartered Accountants
Reg. No. 001496S

K.N. Sreedharan
Partner Auditors
M.No. 12026
Valparai,
April 28, 2012.

R.V. Sridharan
Chief Financial Officer &
Company Secretary

For and on behalf of the Board

L.N. Bangur
Chairman

Alka Bangur
Managing Director

Prakash Parasher
Executive Director

