

UNI★STAR®



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UNIVERSAL CABLES LTD.

Annual Report & Accounts
for the Year Ended 31st March 2010



UNIVERSAL CABLES LIMITED

ANNUAL REPORT 2009-2010

DIRECTORS

SHRI H.V. LODHA *Chairman*
SHRI S.N. PRASAD
(ALTERNATE : SHRI S.K. DAGA)
DR. S. R. JAIN
SHRI S.S. KOTHARI
SHRI S.C. JAIN
SHRI J.C. SHARMA
SHRI DINESH CHANDA
(ALTERNATE : SHRI S.P. TAMRAKAR)

AUDIT COMMITTEE

DR. S.R. JAIN *Chairman*
SHRI S.S. KOTHARI
SHRI J.C. SHARMA
SHRI DINESH CHANDA

CHIEF EXECUTIVE OFFICER

SHRI D.R. BANSAL

PRESIDENT (COMMERCIAL) & SECRETARY

SHRI PANKAJ KALANI

AUDITORS

S.R. BATLIBOI & CO.
CHARTERED ACCOUNTANTS

BANKERS

STATE BANK OF INDIA

REGISTERED OFFICE

P.O. BIRLA VIKAS,
SATNA - 485 005 (M.P.)
PHONE : + 91 7672 257121 to 27, 414000
E-mail : headoffice@unistar.co.in
Website : www.unistar.co.in

IS / ISO 9001:2000



IS / ISO 14001

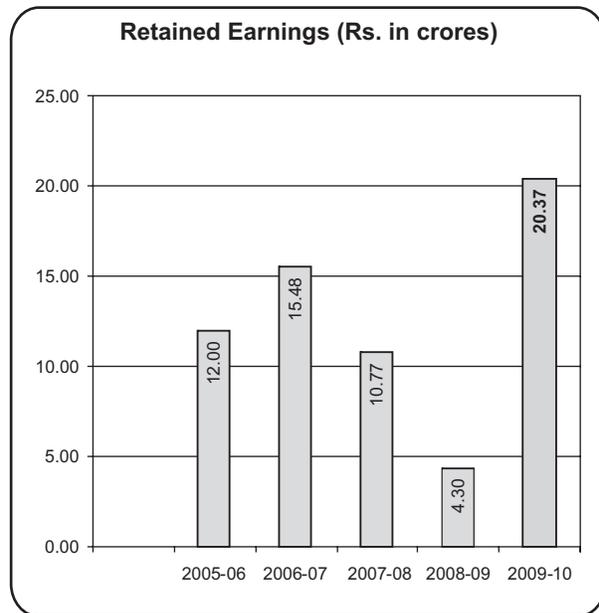
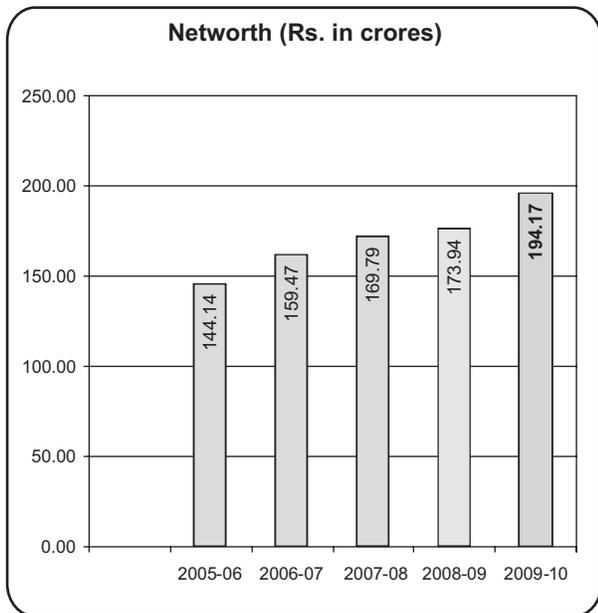
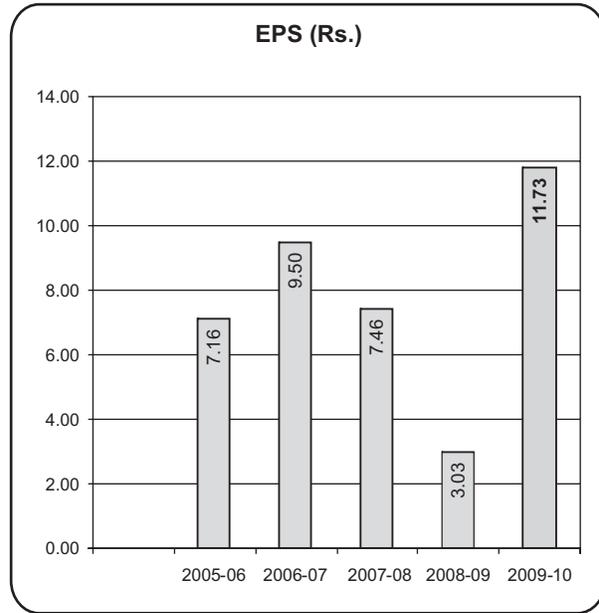
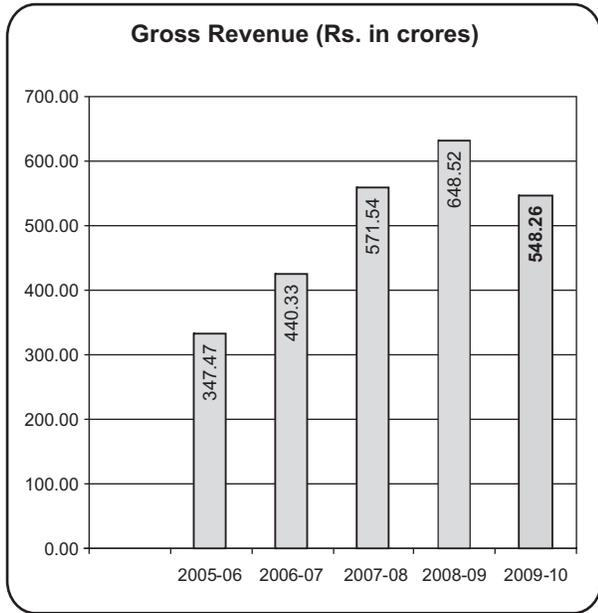


Five Years at a Glance

(Rs. in crores)

| Particulars | Year | | | | |
|--|---------------|---------------|---------------|---------------|---------------|
| | 2009-10 | 2008-09 | 2007-08 | 2006-07 | 2005-06 |
| OPERATING RESULTS | | | | | |
| Turnover | 527.61 | 640.91 | 562.96 | 433.27 | 343.13 |
| Other Income | 20.65 | 7.61 | 8.58 | 7.06 | 4.34 |
| Gross Revenue | 548.26 | 648.52 | 571.54 | 440.33 | 347.47 |
| Profit before Interest, Depreciation & Tax | 66.05 | 47.97 | 54.88 | 48.86 | 37.60 |
| Interest | 7.86 | 20.23 | 14.80 | 6.65 | 4.96 |
| Profit before Depreciation & Tax | 58.19 | 27.74 | 40.08 | 42.21 | 32.64 |
| Depreciation | 16.87 | 16.49 | 13.42 | 8.24 | 6.33 |
| Income Tax (including tax for earlier years) | 11.80 | 4.63 | 7.30 | 8.90 | - |
| Deferred Tax Charge/(Credit)(including credit for earlier years) | 2.43 | (0.75) | 1.93 | 2.73 | 9.32 |
| Fringe Benefit Tax (including tax/(credit) for earlier years) | (0.05) | 0.37 | 0.40 | 0.37 | 0.42 |
| Excess Provision for Tax written back | - | - | (0.23) | - | - |
| Net Profit | 27.14 | 7.00 | 17.26 | 21.97 | 16.57 |
| Dividend | 5.78 | 2.31 | 5.55 | 5.55 | 4.01 |
| Corporate Dividend Tax | 0.99 | 0.39 | 0.94 | 0.94 | 0.56 |
| Retained Earnings | 20.37 | 4.30 | 10.77 | 15.48 | 12.00 |
| Cash Earnings | 44.01 | 23.49 | 30.68 | 30.21 | 22.90 |
| ASSETS & LIABILITIES | | | | | |
| Fixed Assets | | | | | |
| Gross Block | 284.69 | 271.61 | 256.95 | 226.88 | 164.65 |
| Net Block | 144.04 | 144.01 | 145.29 | 125.56 | 69.39 |
| Investments | 50.74 | 28.33 | 28.33 | 28.33 | 28.33 |
| Current & Other Assets | 247.03 | 245.37 | 244.86 | 176.07 | 147.98 |
| Total Assets | 441.81 | 417.71 | 418.48 | 329.96 | 245.70 |
| Represented by : | | | | | |
| Share Capital | 23.13 | 23.13 | 23.13 | 23.13 | 20.04 |
| Share Capital Suspense | - | - | - | - | 3.09 |
| Reserves & Surplus | 171.04 | 150.81 | 146.66 | 136.34 | 121.01 |
| Net Worth | 194.17 | 173.94 | 169.79 | 159.47 | 144.14 |
| Borrowings | 134.25 | 125.62 | 147.29 | 99.45 | 53.14 |
| Deferred Tax Liabilities | 12.92 | 10.49 | 11.24 | 9.47 | 6.73 |
| Current Liabilities & Provisions | 100.47 | 107.66 | 90.16 | 61.57 | 41.69 |
| Total Liabilities | 441.81 | 417.71 | 418.48 | 329.96 | 245.70 |
| RATIOS | | | | | |
| Earnings per Ordinary Share (Rs.) | 11.73 | 3.03 | 7.46 | 9.50 | 7.16 |
| Cash Earnings per Ordinary Share (Rs.) | 19.03 | 10.16 | 13.26 | 13.06 | 11.43 |
| Net Worth per Ordinary Share (Rs.) | 83.95 | 75.20 | 73.41 | 68.95 | 62.32 |

Key Financials at a Glance



Directors' Report

TO THE SHAREHOLDERS

Your Directors have the pleasure of presenting their Annual Report, together with the Audited Annual Accounts of the Company for the year ended 31st March, 2010.

FINANCIAL MATTERS

| | Year Ended | | | |
|--|-------------------|-------------------|-------------------|-------------------|
| | 31st March, 2010 | | 31st March, 2009 | |
| | Rupees in lacs | Rupees in lacs | Rupees in lacs | Rupees in lacs |
| Gross Income | | 54826.63 | | 64852.48 |
| Profit before Interest, Depreciation and Tax | | 6605.65 | | 4796.98 |
| Interest | | 786.17 | | 2023.15 |
| Profit before Depreciation and Tax | | 5819.48 | | 2773.83 |
| Depreciation and Amortisation | 1687.43 | | 1648.47 | |
| Current Income Tax | 1180.00 | | 365.00 | |
| Income Tax for earlier years (Net) | - | | 98.26 | |
| Deferred Tax Charge | 242.54 | | 30.19 | |
| Deferred Tax Credit for earlier years | - | | (104.69) | |
| Fringe Benefit Tax for current year | - | | 36.55 | |
| Fringe Benefit Tax Credit for earlier years | (4.68) | 3105.29 | - | 2073.78 |
| Net Profit | | 2714.19 | | 700.05 |
| Surplus brought forward from previous year | | 3568.05 | | 3288.61 |
| Total amount available for appropriation | | 6282.24 | | 3988.66 |
| Appropriation | | | | |
| Proposed Dividend | | 578.26 | | 231.30 |
| Corporate Dividend Tax | | 98.27 | | 39.31 |
| Transfer to General Reserve | | 300.00 | 976.53 | 150.00 |
| Surplus carried to Balance Sheet | | 5305.71 | | 3568.05 |

DIVIDEND

Your Directors are pleased to recommend for your consideration a dividend of Rs. 2.50 per share (*i.e.* 25%) on 23130254 Equity Shares of Rs. 10/- each for the year ended 31st March, 2010.

GENERAL & CORPORATE MATTERS

The Company has created yet another milestone by achieving the highest ever Net Profit of Rs. 27.14 Crores with an impressive growth of about 288%.

The true hallmark of the Company's impressive performance is attributed to its sharp focus on the bottom-line improvement by re-formatting its business portfolio with major thrust on high-end products and turnkey projects.

This has been a watershed year for the Company in the 220 kV Cables segment with commendable execution figures in just second year of commercialization. Looking into the success in the Extra High Voltage (EHV) Cable market, the Company is expanding its capacity and range by installing the 2nd VCV line with technology transfer from Furukawa Electric Co. Ltd., Japan. This is slated for commissioning in September, 2010.

The long duration Pre-qualification (PQ) Test on 220 kV EHV Cables manufactured by the Company is currently undergoing at an overseas laboratory.

The Company has been imparting rigorous on site and off site training to its employees for laying, installation and commissioning jobs of 220 kV cables to have an edge over the competitors by developing these capabilities in-house in a cost effective manner to provide end-to-end solutions.

The Company has, during the year, been accredited to SA 8000:2008, an International Standard which aims to promote continuous improvement for work place condition and ensures the ethical sourcing for production of goods and services thereby testifying the Company's commitment to global best industrial practices.

The Company has made noteworthy progress by being elevated to "Star Export House" category. The Company has also won the EEPICINDIA (formerly Engineering Export Promotion Council) coveted Star Performer Silver Shield award for 2007-08 in the category of Medium Enterprises – Miscellaneous engineering goods which has been announced during the year.

The Optic Fibre Goa Unit of the Company has, during the year, been awarded with a Certificate of Merit by ELCINA-DUN and BRADSTREET for outstanding achievement in export of Optical Fibres in the Large Scale Sector.

The Company has recently partnered with Innovites B.V., a software development Company of Netherlands to implement CableBuilder, the popular cable design software of Cimteq Ltd. The implementation of CableBuilder will seamlessly integrate designing, costing and quoting process of the Company, thereby giving it the cutting edge capabilities.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement(s) with the Stock Exchanges, Management Discussion and Analysis, Corporate Governance Report and Certificate by Chief Executive Officer (CEO) confirming compliance by all the Board Members and Senior Management Personnel with Company's Code of Conduct and Auditors' Certificate regarding compliance of conditions of Corporate Governance are made a part of the Annual Report.

RESPONSIBILITY STATEMENT

As required under Section 217 (2AA) of the Companies Act, 1956, your Directors to the best of their knowledge and belief and according to the information and explanation obtained by them, state that:

- ❖ in the preparation of the Annual Accounts for the year ended 31st March, 2010, the applicable accounting standards have been followed;
- ❖ the Company has selected such accounting policies, applied them consistently, made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at the end of the financial year 2009-10 and of the profit for the year ended 31st March, 2010;
- ❖ proper and sufficient care have been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- ❖ the attached Annual Statement of Accounts for the year ended 31st March, 2010 have been prepared on a 'going concern' basis.

INDUSTRIAL RELATIONS & SAFETY

Industrial relations remained by and large cordial during the year.

DIRECTORS

Shri S. N. Prasad, Shri J. C. Sharma and Shri Dinesh Chanda retire by rotation and, being eligible, offer themselves for re-appointment.

AUDITORS

M/s S. R. Batliboi & Co., Chartered Accountants, retire as Auditors of the Company and being eligible, offer themselves for re-appointment for the financial year 2010-11.

M/s Satish Dhume & Co., Chartered Accountants, Panaji, Goa retire as Branch Auditors of the Company and being eligible, offer themselves for re-appointment as Branch Auditors of the Company to audit the accounts in respect of Optic Fibre Goa Unit for the financial year 2010-11.

M/s D. Sabyasachi & Co., Cost Accountants, have been re-appointed as Cost Auditors on 11th May, 2010 for the financial year 2010-11.

JOINT VENTURE

While the market conditions are not very much favourable, Birla Ericsson Optical Limited, a venture promoted by your Company in association with Vindhya Telelinks Limited and Ericsson Cables AB, Sweden has shown satisfactory performance during the year under review.

Following the alliance with Japanese major Furukawa Electric Co. Ltd., the Company has incorporated a new Joint Venture Company viz. Birla Furukawa Fibre Optics Limited in the State of Goa to deal in optical fibre and allied businesses. The Joint Venture Company is yet to commence commercial production.

PARTICULARS OF EMPLOYEES

As required under Section 217(2A) of the Companies Act, 1956 and the Rules made thereunder, particulars of the employee concerned are given in Annexure 'A' which is attached hereto and forms a part of the Directors' Report.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

As required under Section 217(1)(e) of the Companies Act, 1956 and the Rules made thereunder, the concerned particulars relating to Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo are given in Annexure 'B' which is attached hereto and forms a part of the Directors' Report.

ACKNOWLEDGEMENT

The Board of Directors would like to thank the Shareholders, all Employees of the Company, Customers, Suppliers and the Bankers for their continued support.

Yours faithfully,

| | | |
|---------------|---|------------------|
| H. V. Lodha | } | <i>Chairman</i> |
| S. R. Jain | | |
| S. S. Kothari | } | <i>Directors</i> |
| S. C. Jain | | |
| J. C. Sharma | | |
| Dinesh Chanda | | |

New Delhi, 11th May, 2010

ANNEXURE 'A'

PARTICULARS OF EMPLOYEES AS PER SECTION 217(2A) OF THE COMPANIES ACT, 1956 AND THE RULES MADE THEREIN AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2010.

| Name | Designation | Remuneration received (Rs.) | Qualification | Experience (Years) | Date of commencement of Employment | Age (Years) | Previous Employment held |
|------------------|-------------------------|-----------------------------|---------------|--------------------|------------------------------------|-------------|---|
| Shri D.R. Bansal | Chief Executive Officer | 36,17,666 | M.Sc | 46 | 01.08.1964 | 70 | Hindustan Gum & Chemicals Ltd., Bhiwani. (Designation-Sales Incharge & Chief Chemist) |

Notes :

1. The employment is non-contractual.
2. Other Terms & Conditions are as per Company's Rules & Regulations.
3. Shri D.R. Bansal is not a relative of any Director of the Company.
4. Remuneration received includes Salary, Commission, Company's contribution to Provident Fund and taxable value of Perquisites.
5. Shri D.R. Bansal does not own more than 2% of the outstanding shares of the Company as on 31st March, 2010.

| | |
|---------------|--------------------|
| H. V. Lodha | } <i>Directors</i> |
| S. R. Jain | |
| S. S. Kothari | |
| S. C. Jain | |
| J. C. Sharma | |
| Dinesh Chanda | |
| | <i>Chairman</i> |

New Delhi, 11th May, 2010

ANNEXURE 'B'

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS PER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956 AND THE RULES MADE THEREUNDER AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2010.

(A) CONSERVATION OF ENERGY**1. Following Energy Conservation measures were taken during the year:**

- (a) Installation of APFC Panel for improvement of Power factor.
- (b) Installation of Energy Saver Unit in Lighting Load Loop.
- (c) Replacement of existing reciprocating Compressors by Rotary Screw Type Compressor with VFD.
- (d) Upgradation of Heating System of CCV Line.
- (e) Replacement of Cooling Water Circulation Pumps.
- (f) Replacement of extruder side pulley on Sheathing Lines.
- (g) Replacement of old Air Conditioners with energy efficient ones.
- (h) Replacement of existing Resistance Type Fan Regulators by Electronic Regulators.

(B) TECHNOLOGY ABSORPTION**I. Research and Development (R&D)**

- | | |
|---|--|
| 1. Specific areas in which R&D carried out by the Company | Product development and process improvement in cables and capacitors. R&D Department has developed following new products: |
| | (i) Alternative Heat, Oil and Fire resistant sheathing compound equivalent to the conventional (HOFR) compound for elastomeric cables. |
| | (ii) Halogen free, oil resistant welding cables suitable for (-)30° to 105° C operation. |
| | (iii) Non contact cable length measurement system. |
| | (iv) Automatic power factor improvement control and relay panels for 3.3/6.6 kV application with air break contactors. |
| 2. Benefits derived as a result of the above R&D | Import substitution, technology upgradation and extension of product range. |
| 3. Future plan of action | (i) Development of fire retardant, low smoke halogen free PE compound for power cable jacketing application. (ii) Development of electronic measurement and calibration system. (iii) Development of automatic power factor improvement control and relay panels with thyristor switching system for 3.3/6.6 kV. |
| 4. Expenditure on R&D | (a) Capital Rs. 9.99 lacs (b) Recurring Rs. 127.96 lacs (c) Total Rs. 137.95 lacs (d) Total R&D expenditure 0.26% (as percentage of total turn over) |

II. Technology absorption, adaptation and innovation

1. Efforts, in brief, made towards technology absorption, adaptation and innovation

2. Benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution, etc.

3. In case of imported technology (imported during the last five years reckoned from the beginning of the financial year), following may be furnished:
 - (a) Technology imported

 - (b) Year of import

 - (c) Has technology been fully absorbed? If not fully absorbed, areas where this has not taken place, reasons thereof and future plans of action

The technology employed is being updated with continuous interaction between the technicians of the Company and the Technical Collaborators. In-house training is being imparted to plant personnel for adaptation of the updated technology.

New product development, cost optimization, productivity and product quality improvement.

Know-How and Technical Assistance from The Furukawa Electric Co. Ltd. for manufacture of 132kV to 400 kV XLPE cables by Continuous Vulcanization (CV) process using VCV Line.

2006-2007

Technology imparted is being absorbed.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Earnings : Rs. 4385.29 lacs
 Outgo : Rs. 17671.24 lacs

| | | |
|---------------|---|-----------------|
| H. V. Lodha | } | <i>Chairman</i> |
| S. R. Jain | | |
| S. S. Kothari | | |
| S. C. Jain | | |
| J. C. Sharma | | |
| Dinesh Chanda | | |

New Delhi, 11th May, 2010

Management Discussion and Analysis

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company prides itself with its remarkable history as the foremost quality manufacturer of cables and capacitors. The company's brand "UNISTAR" is an emblem of quality, backed by world-class technology. With the market environment shifting to a more competitive and complex plain, the Company has taken strategic measures by moving up the technology path and shaping its future with a distinctive competitive edge to ensure long term sustainable growth. The true hallmark of the Company's impressive performance is attributed to its sharp focus on the bottom-line improvement by re-formatting its business portfolio with major thrust on high-end products and turnkey projects.

With the competitive climate intensifying the Company continues its drive towards waste control measures by reduction of scrap & raw material over-usage, squeeze in manufacturing cycle-time, disciplined inventory control and energy conservation. To improve customer response time, the company has also implemented advanced software for designing & data management, which gives the Company a cutting-edge lead over competition. This software would eventually integrate with the existing ERP (SAP) system.

The demand for power cables & capacitors are inextricably intertwined with the power sector growth matrix. The power sector which had been adversely affected by the global recession is now returning to the recovery path, promising an upward demand cycle for the entire electrical power industry where the cable & capacitor industry is no exception. There has always been an air of apprehension surrounding the long awaited potential demand from the power sector which did not live up to its true expectation. Nevertheless, there is a note of optimism with the gaining momentum in the power sector as seen through the achievements and pro-active measures initiated by the Government. The achievements, so far, in the 11th Plan clearly outperforms the 10th Plan. In the generation sector, the thrust on the Ultra Mega Power Plants (UMPPs), with further expansion plans, coal import strategy to support thermal power stations, bulk gas allocation made available to power sector, acceleration on the pace of development of hydro projects, environmental imperatives driving rapid growth in the renewable energy segment and the strategy on energy security which is projecting sharp growth in the nuclear power, are all seen to spur the demand growth for power cables.

In the same breath, the power transmission sector is pumping in heavy investments and vigour by constructing gigantic power transmission super highways throughout the length and breadth of the country to match the increasing power generation and also for balancing the inter-state power demand. Not surprisingly, the ripple-effect out of this vigorous activity is boosting the demand in the sub-transmission segment and distribution networks as well, which are predominantly dependent on underground power cable links. In overall, these pointers, gives the industry a heart-warming confidence on a promised long-term sustainable growth of demand for power cables.

The other infrastructural sectors like port construction, modernization of airports, railways, mining sectors, road & real estate construction, heavy engineering, defence, oil & petroleum plants are returning to its vibrant expansionary phase and responding as the demand multiplier for power cables segment.

Company has developed Automatic Power factor Improvement systems for 3.3kV and 6.6kV range and has started executing orders. In LV range, the Company has established its place in market for Automatic Power factor improvement Capacitor Panels, and has also started exporting these Panels. To reduce manufacturing cost the company has updated its fabrication shop for Capacitor boxes and mounting structures.

PRODUCT-WISE PERFORMANCE, OPPORTUNITIES, THREATS & BUSINESS OUTLOOK

Power Cables & Capacitors

Gross revenue from this segment during the year was Rs. 45828 lacs as compared to Rs. 57790 lacs during the previous year. Despite the fall in the sales turnover, the Company improved its bottom line over the previous year by focussing its energy and resources on high margin products, mainly in the EHV segment and choosing to play selectively in the LV & MV segments which are going through a price war phase.

EHV Power Cables :

The market demand in this segment is rapidly gaining higher momentum with fast rate of urbanization across the country. It is compellingly evident that due to environmental issues and right-of-way constraints, construction of overhead tower and power lines are no longer feasible. Thus, the only alternative to transport power to cities & industrial towns is through EHV underground power transmission systems using power cables, which is world-over euphemistically characterized as "invisible power transmission" system. The EHV underground cable transmission system have advantages of lower

gestation period for implementation, free from land acquisition & right-of-way problems, lower transmission losses, freedom of maintenance and lower life-time-cost. These factors are well accepted by Utilities, who are now favouring underground cables from the standpoint of techno-economic feasibility, thus accelerating the demand.

In the EHV segment, 220kV & 400kV cable is the next frontier of growth in the transmission segment. This has been a watershed year for the Company in the 220kV segment with commendable execution figures in the second year of commercialization. Looking into the success in the EHV market from 66kV to 220kV, the company is ramping up the capacity and range by installing the 2nd VCV line. This line is slated for commissioning in September, 2010. The technology transfer from Furukawa Electric Co. Ltd. has richly contributed to the Company by providing latest know-how in design, manufacturing, cable jointing and installation methods.

Rubber Cables for Special Applications :

The Company steadfastly maintains its aggressive focus on specialty industrial cables which has a wide spectrum of application. The key market areas are the renewable energy, railways, steel plants, cement plants, oil-rig application, mining industry, oil & petrochemical plants, shipbuilding, heavy engineering. After a slack period due to the global financial crisis, these industries, largely linked to the core sector, are now showing renewed buoyancy in their activity, thus promoting demand growth for cables.

A few key international players are likely to make a foray into this market by setting-up rubber cable manufacturing base in the country.

MV Power Cables :

The intensity of competition has increased with capacity build-up by manufacturers. The market prices have taken a further dip and are expected to remain flat for some period. A few more new players from the LV segment are upgrading their facilities for entering into the MV market which would ignite further competition. The size of the MV market is expected to grow with the impetus on the power sector and investments in the infrastructure industries. The company strongly feels that quality manufacturers will survive in the long run as there is a growing awareness by customers on true economic benefits derived from life-time-cost. In this respect, the company, as the quality leader, has a winning edge through technology leadership over its competitors.

LV Power Cables :

Fierce competition continues in the LV power cable segment. The market is deluged with low quality products from the small scale sector. The Company has shifted its focus from this run-of-mill product segment and does not intend to expand its capacity for LV cables due to pressures in the market plagued by overcapacity, intense competition, price erosion and low margins. The company with its brand advantage maintains its presence and is protecting its market with the selected group of quality conscious customers.

Export

Despite the Global financial crisis, the Company has been successful in increasing its export sales. The Company has made noteworthy progress by being elevated to "Star Export House" category. It has also won the EEPCINDIA (formerly Engineering Export Promotion Council) coveted star performer Silver Shield Award for 2007-08 which has been announced this year. The company has taken membership with the Federation of Indian Export Organisation (FIEO), who plays an active role in export promotion.

Overseas Competition

Eyeing this potential growth phenomenon, some of the multinational players have announced their plans to set up shop on the Indian shore through mergers & acquisition and joint-ventures. Their activities are focused on the high-end-product market segment. It is perceptible that the centre of attention of the multinational players is the EHV cables market segment. Despite, the competition from these multinational players, the company has been successful in winning contracts.

On the other side, some of the Indian players have augmented their capacities to take advantage of the demand growth and also upgrading themselves in the higher level of 66kV to 132kV.

Currently, a few leading Chinese manufacturers have sprung into action in the Indian market space. These manufacturers are pitching their prices at competitive level to entice the customers. The Renminbi (CNY) which strongly believed by all economies to be undervalued, is giving the Chinese manufacturers an unfair advantage, hurting the Indian Industry. The Industry has made a representation to the Government to provide level playing field to the Industry. On the whole, from the experience factor, many Indian customers have realized that the Chinese manufactured goods, especially in power

equipments, have not yielded confidence in terms of reliability & quality expectations which is deterrent to their market penetration strategy.

The Company recognizes the fact that the competition is here to stay, hence with world-class technology with assistance from Furukawa Electric Co. Ltd., is geared up to face competition head-on with overseas & multinational players.

Capacitors

In HV range, Company has executed Turnkey jobs of Harmonic Filters and has established itself as a regular supplier of Harmonic Filter Banks consisting of Capacitors and other associated equipments. Further orders for Turnkey jobs involving number of associated equipments, their erection, commissioning etc. from Electricity Boards have been taken. Company has also taken Export orders from Africa, Indonesia etc.

Optical Fibre

Gross revenue from this segment during the year was Rs. 8999 lacs as compared to Rs. 7063 lacs during the previous year. Percentage of exports of the Company to total revenue in this business during the year has increased to 45.40% as against 34.06% during the previous year.

It is evident that even amidst so much economic uncertainty, a strong, dependable and sustainable communication network is a key input factor in economic growth.

Indian Telecom Industry has reported robust growth in 2009 despite global economic slowdown. Thanks to the affordable tariff options, aggressive stance adopted by service providers in gathering market share and the keen interest shown by the regulator to ensure that the government targets for telecom are achieved.

Amongst the important developments during the year was the Department of Telecommunications inviting applications from the operators to bid for the 3G services. This itself is expected to give a boost to the requirement of Optical Fibre as 3G services shall necessarily require huge networking of Optical Fibre cables to start the high bandwidth and capacity. The government operator BSNL, apart from recently launching FTTH deployments by awarding several contracts for turnkey installations in 2009, has also tendered for a new optical backbone on behalf of India's Ministry of Defence. All these requirements are expected to give a cascading effect on the Optical Fibre market in India.

Although there is increase in demand, Optical fibre cable prices remain under competitive pressure, with reports of lower prices from almost all regions across the world and will constrain the ability of domestic players to resort to any considerable price hike in near future.

With aggressive targets for the year 2010 and beyond, the government is concentrating on providing a level-playing field and unbiased environment for this segment to grow competitively. This includes encouraging service providers to focus on the latest technologies available, their applicability in Indian conditions and ensuring independence to them on other fronts like network expansion, rural telephony, Broadband coverage and R&D initiatives. With a number of new service providers who received licenses and spectrum and in a situation where the consumer is definitely going to be in advantageous position, emphasis will be on service quality, which will ensure deployments of next-generation backbone networks of which optical fibre is one of the most important component.

FINANCIAL REVIEW

The financial performance of the Company during the year 2009-10 can be ascertained from the following key indicators:

- ❖ The Net Profit for the year at Rs. 2714 lacs was higher by almost 288% as compared to Rs. 700 lacs in the previous year mainly due to reformatting its business portfolio with major thrust on high end products and turnkey projects.
- ❖ Financial expenses during the year decreased to Rs. 1040 lacs from Rs. 2304 lacs in the previous year mainly due to swapping of high interest bearing Rupee Loan by low interest bearing Foreign Currency Loans.
- ❖ Total Borrowings increased by Rs. 863 lacs mainly due to increase in inventory and Foreign Currency Loans.
- ❖ The market value of quoted investments increased to Rs. 8443 lacs as on 31st March, 2010 from Rs. 3907 lacs as on 31st March, 2009.
- ❖ Inventories increased from Rs. 8572 lacs as on 31st March, 2009 to Rs. 11074 lacs as on 31st March, 2010 mainly due to increase in finished goods awaiting dispatch clearances.
- ❖ Sundry Debtors decreased to Rs. 9869 lacs as at 31st March, 2010 as compared to Rs. 13202 lacs as at the end of the previous year due to concentrated efforts put in for better realization.

RISK AND CONCERNS

Due to the inherent nature of any business risk factors arise out of uncertain events and your Company is also not an exception to this. However, your Company has an effective and strong risk management framework in place which enables active monitoring of the business activities for identification, assessment and neutralization/mitigation of potential internal and external risk. Some of the major risks to which the Company is exposed and the Company's policy to reduce the adverse impacts of the same are:

Competition Risk :

The markets for most of the Company's products are highly competitive and include several competitors. The Company believes that it has developed strong customer relations as a result of its ability to cater to customer needs across a broad range of products, its commitment to quality and continuous improvement, continuing investment in technology, emphasis on customer services and substantial product and distribution resources.

Key Employees Risk :

The Company's success has been largely dependent on the skills, experience and efforts of our key employees and the loss of the services of any of them, without a properly executed transition plan, could have an adverse effect on the Company. The loss of the employees who have intimate knowledge of manufacturing process and technology and other important information could lead to increased competition to the extent that these employees are hired by a competitor. The Company's future success will also depend in part upon the Company's ability to attract and retain highly qualified personnel, who are in great demand.

Raw Material Price Risk :

The costs of copper and aluminium, the most significant raw materials being used, have been subjected to considerable volatility over the past few years. Volatility in the price of copper, aluminium, polyethylene etc. may in turn lead to significant fluctuations in our cost of sales. Additionally, sharp increases in the price of copper can also reduce demand if customers decide to defer their purchases of copper cables. Although the Company attempts to recover copper and other raw material price changes either in the selling price of products or through hedging, there is no assurance that the Company can do so successfully or at all in the future.

Exchange Rate Risk :

The Company is exposed to exchange rate risk in the various currencies in which it operates. As a matter of prudent foreign exchange management, all foreign currency exposures are closely monitored for risk in exchange rate fluctuations and forward covers are taken, where deemed appropriate.

Working Capital Risk :

The nature of Industry is likely to have significant impact on the risks related to its working capital. As a prudent working capital risk management policy, your Company management keeps a close watch on the working capital requirements and its management through a robust risk monitoring and its control mechanism.

INTERNAL CONTROL SYSTEMS

The Company has an adequate system of internal control in place, which assures of :

- ❖ Authorization, recording and reporting of transactions.
- ❖ Recording and safeguarding of assets.
- ❖ Maintenance of accounting records and reliability of financial information.

Key elements are :

- ❖ Clear and well defined organisation structure and limits of financial authority.
- ❖ Corporate policies for financial reporting, accounting, information security, investment appraisal and corporate governance.
- ❖ Annual budgets and business plan, identifying key risks and opportunities.
- ❖ External firm of Chartered Accountants to carry out internal audit of all functions including physical verification of inventories and fixed assets.
- ❖ Audit Committee of the Board which monitors and reviews all risk and control issues and financial matters.
- ❖ Computerised and integrated financial and accounting functions, information feedback system of process parameters and back tracing from finished products to raw material stage.
- ❖ Routine evaluation of all financial, operating and information technology system.
- ❖ Laying down risk assessment and minimization procedures and regular review of the same.

INDUSTRIAL RELATIONS, HUMAN RESOURCE DEVELOPMENT AND SOCIAL RESPONSIBILITIES

The Company is dedicated to attain organizational excellence by developing and inspiring the true potential of Company's human capital and providing opportunities for growth, well-being and enrichment. During the year various HR processes have been initiated including 5S.

Implementation of healthy practices of HRD activities for overall development of human assets and induction of professionally qualified and skilled manpower including internal and external training programmes are the constant feature of the Company. The Company fulfils its task of training and development of its employees to the maximum extent by sponsoring them to various in house programmes and to the courses offered by the reputed institutes.

The Company is dedicated to the welfare of its employees, their families and surrounding locality by providing social, cultural and educational upliftment. It is committed to improve quality of the life of its employees by providing safe and clean working atmosphere.

The Company is committed to establish Risk-free and Zero-accident work environment.

The Company is maintaining Residential Colony for its employees at Satna with Welfare Centre, Reading Room, Staff Club, Indoor/Outdoor Games facilities, Dish T.V., Temple, Park, Dispensary etc. It celebrates all the festivals such as Holi, Diwali, Dushehra, Janmashtami, Vishwakarma Puja, Republic Day, Independence Day, Nag Panchami etc. involving its employees.

The Company continued to maintain healthy and cordial relationship with its employees throughout the year. A committee, comprising of senior officials, regularly reviews the issues related to the employees with a view to ensure immediate redressal.

The Company had employed 1247 permanent employees as on 31st March, 2010.

CAUTIONARY STATEMENT

The Management Discussion and Analysis Report may contain certain statements that might be considered forward looking. These statements are subject to certain risks and uncertainties. Actual results may differ materially from those expressed in the Statement as important factors could influence the Company's operations such as Government policies, local, political and economic development, industrial relations, and risks inherent to the Company's growth and such other factors. Market data and product analysis contained in this report has been taken from Internal Company reports, Industry & Research publications but their accuracy and completeness are not guaranteed and their reliability cannot be assured.

Corporate Governance Report

The detailed report on Corporate Governance as per the format prescribed by SEBI and incorporated in Clause 49 of the Listing Agreement is set out below :

1. CORPORATE GOVERNANCE PHILOSOPHY

Good Corporate Governance is an integral part of the Company's Management and Business Philosophy.

The importance of Corporate Governance lies in its contribution both to business prosperity and to accountability. Corporate Governance envisages commitment of the Company towards the attainment of high levels of transparency, accountability and business prosperity with the ultimate objective of realising long term shareholder value, whilst taking into account the interest of all other stakeholders for wealth creation.

The Company will continue its efforts towards raising its standard in Corporate Governance and will also review its systems and procedures constantly in order to keep pace with the changing economic environment.

2. BOARD OF DIRECTORS

The present strength of the Board of Directors is Seven (7) excluding Alternate Directors. The Company has a Non-Executive Chairman. The number of Independent Directors on the Board is Five (5) and all Seven (7) are Non-Executive Directors. The Company, therefore meets with the requirements relating to the composition of Board of Directors as laid down in Clause 49.

None of the Directors is a member of more than 10 committees and chairman of more than 5 committees (as specified in Clause 49), across all the companies in which he is a Director. The necessary disclosures regarding committee memberships/chairmanships have been made by the Directors.

During the financial year ended 31st March, 2010, five Board Meetings were held on 10th April, 2009, 11th May, 2009, 30th July, 2009, 30th October, 2009 and 28th January, 2010.

The composition and category of the Directors on the Board, their attendance at the Board Meetings during the year and at the last Annual General Meeting, as also the number of Directorships and Committee Memberships/Chairmanships held by them in other companies are given below :

| Name of the Director | Category | Attendance Particulars | | No. of other Directorships and Committee Memberships/Chairmanships | | |
|---|----------------------------------|------------------------|----------|--|-----------------------|-------------------------|
| | | Board Meetings | Last AGM | Other Directorships | Committee Memberships | Committee Chairmanships |
| Shri H.V. Lodha (Chairman) | Non Independent Non-Executive | 5 | No | 9 | 1 | 3 |
| Shri S.N. Prasad | Non Independent Non-Executive | 3 | No | 6 | 1 | None |
| Dr. S.R. Jain | Independent Non-Executive | 5 | Yes | 2 | 3 | 1 |
| Shri S.S. Kothari | Independent Non-Executive | 4 | No | None | 1 | None |
| Shri S.C. Jain | Independent Non-Executive | 4 | No | 1 | 1 | None |
| Shri J.C. Sharma | Independent Non-Executive | 5 | No | None | 1 | 1 |
| Shri Dinesh Chanda | Independent Non-Executive | 5 | No | 1 | 2 | None |
| Shri S.K. Daga (Alternate to Shri S.N.Prasad) | Non Independent Non-Executive | None | No | 9 | 1 | 4 |
| Shri S.P. Tamrakar (Alternate to Shri Dinesh Chanda) | Independent Non-Executive | None | Yes | None | None | None |

Notes :

- (i) Number of other Directorships held by the Directors, as mentioned above, do not include alternate directorships, and directorships held in foreign companies, companies under section 25 and Indian Private Limited Companies besides trustee/membership of Managing Committees of various trusts and other bodies and are based on the latest declarations received from the Directors.
- (ii) The details of Committee Membership/Chairmanship is in accordance with Clause 49 of the Listing Agreements and reflects the Membership/Chairmanship of the Audit Committee and Share Transfer and Shareholders'/Investors' Grievances Committee alone of all Public Limited Companies including Universal Cables Limited.
- (iii) Disclosure of the number of equity shares of the Company held by the Non-Executive Directors as on 31st March, 2010 –

| | | |
|-----|---|------|
| (a) | Shri H.V. Lodha | 7950 |
| (b) | Shri S.N. Prasad | 100 |
| (c) | Dr. S.R. Jain | 100 |
| (d) | Shri S.S. Kothari | 100 |
| (e) | Shri S.C. Jain | 100 |
| (f) | Shri J.C. Sharma | 100 |
| (g) | Shri Dinesh Chanda | 150 |
| (h) | Shri S.K. Daga (Alternate Director) | Nil |
| (i) | Shri S.P. Tamrakar (Alternate Director) | Nil |

The Company has a system to circulate and provide adequate information to the Board including as required under Annexure-IA of Clause 49 of the Listing Agreement(s) to enable the Board to take informed decisions. The compliance report of all laws applicable to the Company as prepared and compiled by the Compliance Officer is circulated to all the Directors alongwith the Agenda and placed/reviewed in each Board Meeting.

The Board has laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company and the same has been posted on the website of the Company. For the year under review, all Directors and Senior Management Personnel of the Company have confirmed their adherence to the provisions of the said Code.

A brief resume, expertise in specific functional areas, list of other directorship held, membership/chairmanship of the Committees of the Board of Directors of the Company and other public companies and shareholding of Directors retiring by rotation and eligible for re-appointment at the ensuing Annual General Meeting (AGM) of the Company are given in the Notice of AGM, annexed to this Annual Report.

3. AUDIT COMMITTEE

The Present Audit Committee consists of four Independent Non-Executive Directors. The detailed composition of the Audit Committee is given below :

| | | |
|-----|--------------------|---|
| (a) | Dr. S.R. Jain | Chairman (Independent Non-Executive Director) |
| (b) | Shri S.S. Kothari | Member (Independent Non-Executive Director) |
| (c) | Shri J.C. Sharma | Member (Independent Non-Executive Director) |
| (d) | Shri Dinesh Chanda | Member (Independent Non-Executive Director) |

All the members of the Audit Committee are financially literate and have vast experience in their respective fields. Dr. S.R. Jain has accounting or related financial management expertise.

The Secretary of the Company as appointed within the meaning of Section 383A of the Companies Act, 1956 is the Secretary of the Audit Committee.

The Terms of Reference stipulated by the Board to the Audit Committee are as contained in Clause 49 of the Listing Agreement as well as Section 292A of the Companies Act, 1956 and broadly are as follows :

- (i) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- (ii) Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditors and the fixation of audit fees and also approval of payment for any other services rendered by the Statutory Auditors.
- (iii) Reviewing, with the management, the quarterly and annual financial statements before submission to the Board for approval.
- (iv) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control system.
- (v) Reviewing the adequacy of internal audit function and discussion with internal auditors about any significant findings and follow up thereon.
- (vi) Reviewing the findings of any internal investigations by the Internal auditors into matters where there is suspected fraud or irregularity or failure of internal control systems of material nature and reporting the matter to the Board.
- (vii) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.
- (viii) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- (ix) To review mandatorily the following information –
 - ❖ Management discussion and analysis of financial condition and results of operations.
 - ❖ Statement of significant related party transactions (as defined by the audit committee), submitted by Management.
 - ❖ Management letters/letters of internal control weaknesses issued by the Statutory Auditors.
 - ❖ Internal audit reports relating to internal weaknesses; and
 - ❖ The appointment, removal and terms of remuneration of the Chief Internal Auditor.

Details of meetings held during the year and attendance thereof are given below :

| Name of the Member of the Audit Committee | Meetings held and attendance particulars | | | |
|---|--|-----------------|--------------------|--------------------|
| | 11th May, 2009 | 30th July, 2009 | 30th October, 2009 | 28th January, 2010 |
| Dr. S.R. Jain | Yes | Yes | Yes | Yes |
| Shri S.S. Kothari | Yes | No | Yes | Yes |
| Shri J.C. Sharma | Yes | Yes | Yes | Yes |
| Shri Dinesh Chanda | Yes | Yes | Yes | Yes |

The necessary quorum was present at all the above meetings.

The Audit Committee regularly invites such Executives as it considers appropriate including the Head of Finance function and the representatives of the Statutory, Internal and Cost Auditors to be present at the meeting of the Committee.

4. REMUNERATION OF DIRECTORS

At present, all the Directors on the Board are Non-Executive.

The Company does not have any policy for payment of remuneration to Non-Executive Directors including Non-executive Independent Directors except by way of sitting fees at the rate of Rs. 20000/- for each meeting of the Board, Rs. 20000/- for each meeting of the Audit Committee and Rs. 5000/- for each meeting of the Share Transfer and Shareholders'/Investors' Grievance Committee, attended by any such Director as fixed by the Board of

Directors in terms of the authority granted by the Articles of Association of the Company. The Company does not have any Remuneration Committee. The details of remuneration paid to Directors for the financial year ended 31st March, 2010 are set out below :

| Name of the Director | Sitting Fees (Rs.in lacs) |
|---|---------------------------|
| Shri H.V. Lodha | 1.15 |
| Shri S.N. Prasad | 0.75 |
| Dr. S.R. Jain | 1.80 |
| Shri S.S. Kothari | 1.40 |
| Shri S.C. Jain | 0.95 |
| Shri J.C. Sharma | 1.80 |
| Shri Dinesh Chanda | 1.80 |
| Shri S.K. Daga (Alternate to Shri S.N.Prasad) | - |
| Shri S.P.Tamrakar (Alternate to Shri Dinesh Chanda) | - |
| Total | 9.65 |

- Notes: (1) Sitting fees include fees paid for attending Committee Meetings.
(2) The Company does not have any scheme for grant of Stock Options.

5. SHARE TRANSFER AND SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE

The Share Transfer and Shareholders'/Investors' Grievances Committee acts in accordance with the terms of reference specified by the Board from time to time which, inter-alia include overseeing and reviewing, all matters connected with investors' complaints and redressal mechanism besides approval or authorizations for share transfer/transmission/refusal of transfer/consolidation/sub-division/dematerialisation or rematerialisation, issue of duplicate share certificate(s) etc., as per applicable statutory and regulatory provisions.

The Present Share Transfer and Shareholders'/Investors' Grievance Committee consists of three Non-Executive Directors. The detailed composition of the Present Share Transfer and Shareholders'/Investors' Grievance Committee is given below :-

| | | |
|-----|--------------------|---|
| (a) | Shri J.C. Sharma | Chairman (Independent Non-Executive Director) |
| (b) | Shri S.C. Jain | Member (Independent Non-Executive Director) |
| (c) | Shri Dinesh Chanda | Member (Independent Non-Executive Director) |

The Share Transfer and Shareholder's/Investors' Grievance Committee was reconstituted by the Board of Directors in its meeting held on 28th January, 2010. Consequent upon the reconstitution, Shri S.N. Prasad and Shri H.V. Lodha ceased to be members of the Share Transfer and Shareholders'/Investors' Grievance Committee and Shri J.C. Sharma and Shri Dinesh Chanda were inducted as new members of the said Committee.

The Board has designated Shri Pankaj Kalani, President (Commercial) & Secretary of the Company as the Compliance Officer.

During the financial year ended 31st March, 2010, three Share Transfer and Shareholders'/Investors' Grievance Committee Meetings were held on 30th July, 2009, 28th October, 2009 and 5th January, 2010. Shri S.N. Prasad, Shri H.V. Lodha and Shri S.C.Jain attended all the meetings. There has been no meeting after reconstitution of the Committee.

During the year, complaints (excluding those correspondences which are not in the nature of complaints) were received from shareholders and investors, directly or through regulatory authorities, details of which are given below :

| Nature of Complaints | Number of Complaints Received | Number of Complaints replied/resolved |
|-----------------------------------|-------------------------------|---------------------------------------|
| Non-receipt of Share Certificates | 1 | 1 |
| Non-receipt of Dividend Warrants | 30 | 30 |
| Others | 10 | 10 |
| TOTAL | 41 | 41 |

All the complaints have been attended/resolved to the satisfaction of the complainants during the year except for disputed cases and sub-judice matters, which would be resolved on final disposal of the cases by the judicial and other authorities. No request for transfer was pending for approval as on 31st March, 2010.

6. GENERAL BODY MEETINGS

Location and time where General Body Meetings were held in the last three years is given below :

| Financial Year | Venue of the Meeting | Type of Meeting | Date | Time |
|----------------|--|-----------------|-------------------|------------|
| 2006-2007 | Registered Office : P.O. Birla Vikas, SATNA - 485 005 (M.P.) | AGM | 18th July, 2007 | 4.00 P.M. |
| 2007-2008 | Same as above | AGM | 13th August, 2008 | 11.00 A.M. |
| 2008-2009 | Same as above | AGM | 6th August, 2009 | 4.00 P.M. |

All the resolutions set out in the respective notices of the above-mentioned meetings were passed by the members as ordinary resolutions. There was no special resolution passed last year through postal ballot. The Company proposes to sell, lease and/or transfer the whole or substantially the whole of the undertaking of the Company viz. Optic Fibre Goa Unit. This will involve the approval of shareholders by way of Postal Ballot for which the shareholders are informed separately.

7. DISCLOSURES

- (a) There are no materially significant related party transactions of the Company with its promoters, the directors or the management, their subsidiaries or relatives etc., that may have potential conflict with the interests of the company at large. Transactions with the related parties during the year have been disclosed in Note 4 of Schedule 23 to the financial statements in the Annual Report.
- (b) There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years and no penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority.
- (c) The Company has generally complied with all the mandatory requirements as specified in the revised Clause 49 to the extent these apply and extend to the Company.
- (d) In the preparation of the financial statements, the Company has followed the Accounting Standards issued by the ICAI. The significant accounting policies applied in preparation and presentation of financial statements have been set out in Schedule 23 forming part of the financial statements.
- (e) The Company has laid down the procedures to inform the Board Members about the risk assessment and minimization procedures covering the entire gamut of business operations of the Company and the Board has reviewed the same during the year.
- (f) The designated Senior Management personnel of the Company have disclosed to the Board that no material, financial and commercial transactions have been made during the year under review in which they have personal interest, which may have a potential conflict with the interest of the Company at large.
- (g) The CEO and the CFO [President (Commercial) & Secretary] have furnished a Certificate to the Board for the year ended 31st March, 2010 in compliance with the revised clause 49.V of the Listing Agreement(s) as amended.
- (h) In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, as amended, Shri Pankaj Kalani, President (Commercial) & Secretary has been designated as the Compliance Officer of the Company under the Company's Code of Conduct for Prevention of Insider Trading. He is responsible for adherence to the Code by the Company and its designated employees. The Company also adheres to the disclosure practices for Prevention of Insider Trading as specified in the aforesaid SEBI Regulations.
- (i) The Company has presently not adopted the non-mandatory requirements in regard to maintenance of Non-Executive Chairman's office, tenure of independent directors, Remuneration Committee, sending half-yearly declarations of financial performance to each household of shareholders, unqualified financial statements, training of Board Members, mechanism for evaluating non-executive Board Members and establishment of whistle blower policy, etc.

8. MEANS OF COMMUNICATION

- (a) Quarterly Results : Quarterly results after being reviewed by the Audit Committee are taken on record by the Board of Directors and submitted to the Stock Exchanges as per requirements of the Listing Agreements.
- (b) Newspapers wherein results are normally published : English Newspaper – Business Standard (All Editions)
Vernacular Newspaper – Dainik Bhaskar/Nav Bharat/ Nav Swadesh (Satna Edition)
- (c) Any website, where displayed : www.unistar.co.in
In addition, as required by SEBI and the listing agreement, the company has been regularly filing the required financial and other information on the Electronic Data Information Filing and Retrieval (EDIFAR) website www.sebi.gov.in maintained by SEBI/National Informatics Centre.
- (d) Whether it also displays official news releases : Yes
- (e) The presentations made to institutional investors or to the analysts. : Nil

9. GENERAL SHAREHOLDER INFORMATION**9.1 Annual General Meeting:**

- Date, Time and Venue : 29th June, 2010 at 11.00 A.M.
Registered Office of the Company at:
P.O. Birla Vikas,
SATNA - 485 005 (M.P.)

9.2 Financial Calendar (2010-11)
(tentative and subject to change)

| | |
|---|----------------------------|
| 1st Quarterly Results | Last week of July, 2010 |
| 2nd Quarterly/Half yearly Results | Last week of October, 2010 |
| 3rd Quarterly Results | Last week of January, 2011 |
| Audited yearly Results for the year ending 31st March, 2011 | 3rd week of May, 2011 |

- 9.3 Book Closure date(s)** : 23rd June, 2010 to 29th June, 2010
(Both Days inclusive)
- 9.4 Dividend Payment date** : 3rd July, 2010 onwards
- 9.5 Listing on Stock Exchanges** : (a) Bombay Stock Exchange Limited (BSE)
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001
(b) National Stock Exchange of India Limited (NSE)
Exchange Plaza, 5th Floor
Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra East,
Mumbai - 400 051

9.6 Stock Codes : BSE, Mumbai - 504212
 NSE, Mumbai - UNIVCABLES EQ
 ISIN Numbers - INE279A01012
 (For demat trading)
 Depository Connectivity - NSDL and CDSL

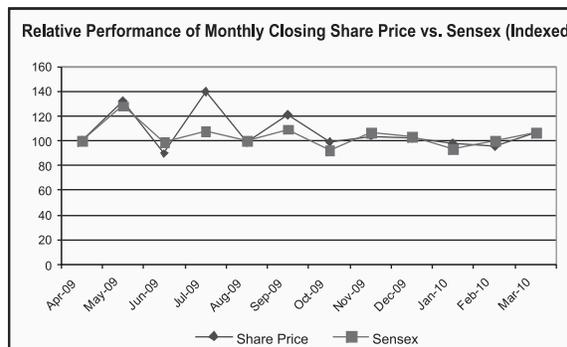
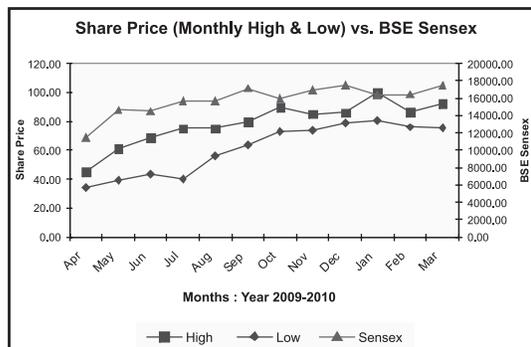
Note: Annual listing fees for the year 2009-2010 has been duly paid to both the Stock Exchanges.

9.7 Stock Market Data :

Monthly high and low quotations of shares and volume of Equity Shares traded on Bombay Stock Exchange Limited, Mumbai (BSE) and National Stock Exchanges of India Limited (NSE), Mumbai are as follows :

| Month | BSE | | | NSE | | |
|-----------------|------------------|-----------------|--------------------------------|------------------|-----------------|--------------------------------|
| | High (in Rs.) | Low (in Rs.) | Monthly Volume (in Nos.) | High (in Rs.) | Low (in Rs.) | Monthly Volume (in Nos.) |
| April, 2009 | 45.00 | 34.50 | 115986 | 44.65 | 32.00 | 84590 |
| May, 2009 | 61.00 | 39.25 | 66724 | 55.00 | 38.50 | 83719 |
| June, 2009 | 68.80 | 43.70 | 116481 | 67.65 | 43.15 | 94797 |
| July, 2009 | 75.00 | 40.00 | 397293 | 74.40 | 41.70 | 642321 |
| August, 2009 | 75.00 | 56.00 | 243491 | 77.00 | 62.00 | 249200 |
| September, 2009 | 79.35 | 63.80 | 130722 | 79.35 | 63.05 | 112970 |
| October, 2009 | 90.00 | 73.00 | 115490 | 91.95 | 73.00 | 130135 |
| November, 2009 | 85.05 | 73.60 | 70520 | 85.95 | 73.15 | 125387 |
| December, 2009 | 86.00 | 79.00 | 73365 | 85.95 | 78.50 | 107628 |
| January, 2010 | 99.70 | 80.55 | 247185 | 99.00 | 80.10 | 234165 |
| February, 2010 | 86.45 | 76.00 | 99232 | 86.00 | 76.25 | 142352 |
| March, 2010 | 92.20 | 75.15 | 297669 | 93.00 | 76.35 | 486484 |

9.8 Share price performance in comparison to broad based indices - BSE Sensex :



9.9 Registrar and Share Transfer Agents : M/s Link Intime India Pvt. Limited
 C-13, Pannalal Silk Mills Compound,
 L.B.S. Marg, Bhandup (West),
 Mumbai - 400 078
 Phone: +91 22 25963838, 25946970
 Fax : +91 22 25946969
 Email : mumbai@linkintime.co.in
 rnt.helpdesk@linkintime.co.in

9.10 Share Transfer System :

Trading in Equity Shares of the Company is permitted only in dematerialised form for all classes of investors as per Notification issued by the Securities & Exchange Board of India (SEBI).

All matters pertaining to share transfer and related activities are handled by the Registrar and Share Transfer Agents of the Company who are fully equipped to carry out the transfers of shares and redressal of investor

complaints. All transactions in connection with transfer, transmission, etc. are processed by them on fortnightly basis and is sent to the Company for placing before the Committee of Directors/Committee of Officers, as the case may be for approval. The average time taken for processing share transfer requests in physical form including despatch of share certificates is generally three weeks, on receipt of duly completed documents in all respects, while the request for dematerialisation of Equity shares is confirmed/rejected within an average period of 15 days. The Company obtains from a Company Secretary in practice half-yearly certificate of compliance with share transfer formalities as required under clause 47(c) of the Listing Agreement with Stock Exchanges and files a copy of the Certificate with the Stock Exchanges.

The Company's representatives visit the office of the Registrar and Share Transfer Agents from time to time to monitor, supervise and ensure that there are no delays or lapses in the system.

9.11 (a) Distribution of Shareholding as on 31st March, 2010 :

| Number of Equity Shares held | Number of Shareholders | % of shareholders | Number of shares held | % of shareholding |
|------------------------------|------------------------|-------------------|-----------------------|-------------------|
| 1 - 5000 | 13620 | 99.14 | 3763242 | 16.27 |
| 5001 - 10000 | 53 | 0.39 | 389211 | 1.68 |
| 10001 - 50000 | 34 | 0.24 | 814247 | 3.52 |
| 50001 - 100000 | 8 | 0.06 | 612568 | 2.65 |
| 100001 - 1000000 | 18 | 0.13 | 6387486 | 27.62 |
| 1000001 and above | 5 | 0.04 | 11163500 | 48.26 |
| GRAND TOTAL | 13738 | 100.00 | 23130254 | 100.00 |
| Physical Mode | 4910 | 35.74 | 14264921 | 61.67 |
| Electronic Mode | 8828 | 64.26 | 8865333 | 38.33 |

(b) Category of Shareholders as on 31st March, 2010 :

| Category | Number of Shareholders | % of shareholders | Number of shares held | % of shareholding |
|---|------------------------|-------------------|-----------------------|-------------------|
| Indian Promoter(s)/ Promoters Group | 25 | 0.18 | 12239923 | 52.92 |
| Resident Individuals & Corporates | 13473 | 98.07 | 8917742 | 38.55 |
| Financial Institutions/ Insurance Companies/ Banks/Mutual Funds | 20 | 0.15 | 1882362 | 8.14 |
| NRIs/FIIs/OCBs/ Foreign Shareholders | 220 | 1.60 | 90227 | 0.39 |
| GRAND TOTAL | 13738 | 100.00 | 23130254 | 100.00 |

9.12 Dematerialisation of Shares and liquidity :

8865333 Equity Shares representing 38.33% of the total Equity Capital of the Company are held in dematerialised form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 31st March, 2010.

Company's shares are reasonably liquid and are quite actively traded on Bombay Stock Exchange Limited (BSE), Mumbai and National Stock Exchange of India Limited (NSE), Mumbai. Relevant data for the approximate average daily turnover in terms of volume for the financial year 2009-10 is given below :

| Bombay Stock Exchange Limited Mumbai (BSE) | National Stock Exchange of India Limited Mumbai (NSE) | BSE + NSE |
|--|---|-----------|
| 8091 | 10262 | 18353 |

The Secretarial Audit Report from a Company Secretary in practice confirming that the total issued capital of the Company is in agreement with the total number of equity shares in physical form and the total number of dematerialized equity shares held with NSDL and CDSL, is placed before the Board on a quarterly basis. A copy of the Audit Report is submitted to the Stock Exchanges where the equity shares of the Company are listed.

- 9.13 Outstanding GDR/ADR/Warrants or any Convertible Instruments, conversion date and likely impact on equity** : The Company has not issued any of these instruments so far.
- 9.14 Plant Location(s)** : (i) P.O. Birla Vikas, SATNA - 485 005 (M.P.)
(ii) Plot Nos. L-62 to L-64A,
Verna Industrial Estate,
Verna, Salcette, Goa - 403 722
- 9.15 Address for Investor Correspondence** : M/s Link Intime India Pvt. Limited
C-13, Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (West),
Mumbai - 400 078
Phone : +91 22 25963838, 25946970
Fax : +91 22 25946969
Email : mumbai@linkintime.co.in
rnt.helpdesk@linkintime.co.in

OR

Share Department
Universal Cables Limited
P.O. Birla Vikas
SATNA - 485 005 (M.P.)
Phone : +91 07672 257121 to 27, 414000
Fax : +91 07672 257131
Email : headoffice@unistar.co.in

(Note: Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participants)

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT

As required under Clause 49 of the Listing Agreement(s) with Stock Exchanges relating to Corporate Governance, I hereby declare that all the Board Members and the Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct during the financial year 2009-10.

For Universal Cables Limited

D.R. BANSAL
Chief Executive Officer

New Delhi, 11th May, 2010

AUDITOR'S CERTIFICATE

To
The Members of Universal Cables Limited

We have examined the compliance of conditions of Corporate Governance by Universal Cables Limited for the year ended on March 31, 2010, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchange(s).

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

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

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

For S.R. BATLIBOI & CO.
Chartered Accountants
Firm Registration No. 301003E

Per Anil Gupta
Partner
Membership No. 87921

New Delhi, 11th May, 2010

Auditors' Report

TO THE MEMBERS OF UNIVERSAL CABLES LIMITED

1. We have audited the attached Balance Sheet of Universal Cables Limited ('the Company') as at March 31, 2010 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto, in which are incorporated financial statements of Optic Fibre Unit at Goa (OFG) audited by another auditors. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in 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 and proper returns adequate for the purposes of our audit have been received from OFG not visited by us. The Branch Auditor's Report have been forwarded to us and have been appropriately dealt with;
 - iii. The balance sheet, profit and loss account and cash flow statement dealt with by this report are in agreement with the books of account and audited returns from OFG;
 - iv. In our opinion, the balance sheet, profit and loss account and cash flow statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
 - v. On the basis of the written representations received from the directors, as on March 31, 2010 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2010 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 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 March 31, 2010;
 - b) in the case of the profit and loss account, of the profit for the year ended on that date; and
 - c) in the case of cash flow statement, of the cash flows for the year ended on that date.

For S.R. BATLIBOI & CO.
Chartered Accountants
Firm Registration No. 301003E

per Anil Gupta
Partner
Membership No. 87921

New Delhi, 11th May, 2010

Annexure referred to in paragraph 3 of our report of even date**Re: Universal Cables Limited**

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed Assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) There was no substantial disposal of fixed assets during the year.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year.
- (b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
- (iii) (a) As informed, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, the provisions of clause 4(iii) (b), (c) and (d) of the order are not applicable to the Company.
- (e) As informed, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, the provisions of clause 4(iii) (f) and (g) of the order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas.
- (v) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that there are no transactions that need to be entered into the register maintained under Section 301 of the Companies Act, 1956. Therefore, the provisions of Clause 4(v) of the order are not applicable to the Company.
- (vi) In respect of deposits accepted, in our opinion and according to the information and explanations given to us, directives issued by the Reserve Bank of India and the provisions of Sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed thereunder, to the extent applicable, have been complied with. We are informed by the management that no order has been passed by the Company Law Board, National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
- (vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) We have broadly reviewed the books of account maintained by the Company pursuant to the rules 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, the prescribed accounts and records have been made and maintained.
- (ix) (a) Undisputed statutory dues including provident fund, investor education and protection fund, or employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, have generally been regularly deposited with the appropriate authorities *though there has been a slight delay in a few cases*.
- Further, since the Central Government has till date not prescribed the amount of cess payable under section 441 A of the Companies Act, 1956, we are not in a position to comment upon the regularity or otherwise of the Company in depositing the same.
- (b) According to the information and explanations given to us, there are no undisputed dues in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, customs duty, excise duty, cess and other statutory dues which were outstanding, at the year end for a period of more than six months from the date they became payable except interest on late payment of entry tax as per Madhya Pradesh Entry Tax Act, 1976 became due on September 15, 2008. As informed, there was no demand raised by Sales tax authority for this and amount has been provided as per applicable Act.

- (c) According to the information and explanations given to us, there are no dues of income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty and cess which have not been deposited on account of any dispute.
- (x) The Company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year.
- (xi) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to banks. The Company did not have any outstanding debenture and loan from any financial institution during the year.
- (xii) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the Company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.
- (xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) Order, 2003 (as amended) are not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) Based on information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- (xviii) The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under Section 301 of the Companies Act, 1956.
- (xix) The Company did not have any outstanding debentures during the year.
- (xx) The Company has not raised any money through a public issue during the year and did not have any unutilized money out of earlier public issues.
- (xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For S.R. BATLIBOI & CO.
Chartered Accountants
Firm Registration No. 301003E

per Anil Gupta
Partner
Membership No. 87921

New Delhi, 11th May, 2010

BALANCE SHEET AND PROFIT & LOSS ACCOUNT

Balance Sheet as at 31st March, 2010

| | Schedule | 31st March 2010 (Rs. in lacs) | 31st March 2009 (Rs. in lacs) |
|---|----------|-------------------------------------|-------------------------------------|
| SOURCES OF FUNDS | | | |
| SHAREHOLDERS' FUNDS | | | |
| Share Capital | 1 | 2313.32 | 2313.32 |
| Reserves and Surplus | 2 | 17104.17 | 15081.09 |
| | | <u>19417.49</u> | <u>17394.41</u> |
| LOAN FUNDS | | | |
| Secured Loans | 3 | 12232.55 | 9369.51 |
| Unsecured Loans | 4 | 1192.54 | 3192.49 |
| | | <u>13425.09</u> | <u>12562.00</u> |
| DEFERRED TAX LIABILITIES (NET) (Refer Note No.12 of Schedule 23) | | 1291.90 | 1049.36 |
| | | <u>34134.48</u> | <u>31005.77</u> |
| APPLICATION OF FUNDS | | | |
| FIXED ASSETS | | | |
| Gross Block | 5 | 27760.95 | 27106.93 |
| Less : Accumulated Depreciation and Amortisation | | 14065.34 | 12759.67 |
| Net Block | | 13695.61 | 14347.26 |
| Capital Work-in-progress | | 708.40 | 53.64 |
| | | <u>14404.01</u> | <u>14400.90</u> |
| INVESTMENTS | 6 | 5074.42 | 2833.42 |
| CURRENT ASSETS, LOANS AND ADVANCES | | | |
| Inventories | 7 | 11074.41 | 8572.07 |
| Sundry Debtors | 8 | 9868.68 | 13202.34 |
| Cash and Bank Balances | 9 | 684.89 | 414.00 |
| Other Current Assets | 10 | 1200.98 | 1044.66 |
| Loans and Advances | 11 | 1874.37 | 1303.88 |
| | | <u>24703.33</u> | <u>24536.95</u> |
| Less : CURRENT LIABILITIES AND PROVISIONS | | | |
| Current Liabilities | 12 | 8075.72 | 9271.93 |
| Provisions | 13 | 1971.56 | 1493.57 |
| | | <u>10047.28</u> | <u>10765.50</u> |
| Net Current Assets | | <u>14656.05</u> | <u>13771.45</u> |
| | | <u>34134.48</u> | <u>31005.77</u> |
| Notes to Accounts | 23 | | |

The Schedules referred to above form an integral part of the Balance Sheet.

As per our report of even date
For S. R. BATLIBOI & CO.
Chartered Accountants
Firm Registration No. 301003E

D.R. Bansal
Chief Executive Officer

Per Anil Gupta
Partner
Membership No. 87921
New Delhi, 11th May, 2010

Pankaj Kalani
President (Commercial) & Secretary

H. V. Lodha
S. R. Jain
S. S. Kothari
S. C. Jain
J. C. Sharma
Dinesh Chanda

Chairman

Directors

Profit & Loss Account for the year ended 31st March, 2010

| | Schedule | For the year ended 31st March 2010 (Rs. in lacs) | For the year ended 31st March 2009 (Rs. in lacs) |
|--|----------|---|---|
| INCOME | | | |
| Turnover (Gross) | 14 | 52761.20 | 64091.32 |
| Less : Excise Duty | | 3187.88 | 6348.10 |
| Turnover (Net) | | 49573.32 | 57743.22 |
| Other Income | 15 | 2065.43 | 761.16 |
| | | 51638.75 | 58504.38 |
| EXPENDITURE | | | |
| Raw Materials Consumed | 16 | 31823.75 | 35283.75 |
| Cost of Traded goods sold | | 4300.30 | 2597.40 |
| Material purchase/Expenses incurred on Contracts | | 833.25 | 363.04 |
| Personnel Expenses | 17 | 3526.02 | 3407.14 |
| Operating and Other Expenses | 18 | 6718.93 | 7389.83 |
| (Increase)/Decrease in Inventories | 19 | (2422.96) | 4385.71 |
| Financial Expenses | 20 | 1039.98 | 2303.68 |
| | | 45819.27 | 55730.55 |
| Profit before Depreciation, Amortisation and Tax | | 5819.48 | 2773.83 |
| Depreciation and Amortisation | 21 | 1687.43 | 1648.47 |
| Profit before Tax | | 4132.05 | 1125.36 |
| Provision for Taxes | | | |
| Current Income Tax | | 1180.00 | 365.00 |
| Income Tax for earlier years (Net) | | - | 98.26 |
| Deferred Tax Charge | | 242.54 | 30.19 |
| Deferred Tax Credit for earlier years | | - | (104.69) |
| Fringe Benefit Tax for the current year | | - | 36.55 |
| Fringe Benefit Tax Credit for earlier year | | (4.68) | - |
| Total Tax Expenses | | 1417.86 | 425.31 |
| Profit for the year | | 2714.19 | 700.05 |
| Surplus brought forward from previous year | | 3568.05 | 3288.61 |
| Amount available for Appropriation | | 6282.24 | 3988.66 |
| APPROPRIATIONS | | | |
| Proposed Dividend | | 578.26 | 231.30 |
| Corporate Dividend Tax | | 98.27 | 39.31 |
| Transfer to General Reserve | | 300.00 | 150.00 |
| Surplus carried to Balance Sheet | | 5305.71 | 3568.05 |
| | | 6282.24 | 3988.66 |
| Earnings Per Share (Rs.) | | | |
| Basic & Diluted Earnings per Share (Nominal Value of Rs.10/- per Share) | 22 | 11.73 | 3.03 |
| Notes to Accounts | 23 | | |

The Schedules referred to above form an integral part of the Profit and Loss Account.

As per our report of even date
For S. R. BATLIBOI & CO.
Chartered Accountants
Firm Registration No. 301003E

D.R. Bansal
Chief Executive Officer

Per Anil Gupta
Partner
Membership No. 87921
New Delhi, 11th May, 2010

Pankaj Kalani
President (Commercial) & Secretary

H. V. Lodha
S. R. Jain
S. S. Kothari
S. C. Jain
J. C. Sharma
Dinesh Chanda

Chairman

Directors

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2010

| | 2009-10 | | 2008-09 | |
|---|------------------|------------------|-------------|-------------|
| | Rs. in lacs | Rs. in lacs | Rs. in lacs | Rs. in lacs |
| A. CASH FLOW FROM OPERATING ACTIVITIES | | | | |
| Net profit before taxation | | 4132.05 | | 1125.36 |
| Adjustments for : | | | | |
| Depreciation | 1687.43 | | 1648.47 | |
| (Profit) on Disposal of Fixed assets (Net) | (844.56) | | (29.27) | |
| Interest income | (75.10) | | (42.18) | |
| Dividend income | (21.66) | | (12.76) | |
| Interest expense | 786.17 | | 2023.15 | |
| Provision for Doubtful Debts (Net) | (67.57) | 1464.71 | 29.27 | 3616.68 |
| Operating profit before Working capital changes | | 5596.76 | | 4742.04 |
| Movement in Working capital: | | | | |
| Decrease/(Increase) in Sundry debtors | 3401.23 | | (4953.57) | |
| Decrease/(Increase) in Inventories | (2502.34) | | 4738.07 | |
| Decrease/(Increase) in Loans and Advances | (215.88) | | 20.38 | |
| Increase/(Decrease) in Current Liabilities and Provisions | (1215.31) | (532.30) | 1800.15 | 1605.03 |
| Cash from Operations | | 5064.46 | | 6347.07 |
| Direct Taxes (paid) | | (1140.51) | | (62.83) |
| Net cash from Operating activities | | 3923.95 | | 6284.24 |
| B. CASH FLOWS FROM INVESTING ACTIVITIES | | | | |
| Purchase of Fixed assets | (2214.84) | | (1555.96) | |
| Proceeds from sale of Fixed assets | 1354.28 | | 51.89 | |
| Investments made | (2241.00) | | - | |
| Loan given | (1050.00) | | - | |
| Loan received back | 550.00 | | - | |
| Fixed Deposit taken | (251.23) | | (2.01) | |
| Fixed Deposit encashed | 2.33 | | 3.00 | |
| Interest received | 64.18 | | 55.01 | |
| Dividend received | 21.66 | | 12.76 | |
| Net cash (used in) Investing activities | | (3764.62) | | (1435.31) |
| C. CASH FLOWS FROM FINANCING ACTIVITIES | | | | |
| Proceeds from/(Repayments of) short term borrowings | 2300.00 | | (412.14) | |
| (Repayment of) long term borrowings | (1399.43) | | (1652.36) | |
| Interest paid | (771.33) | | (2021.01) | |
| Dividend paid | (266.58) | | (643.43) | |
| Net cash (used in) Financing activities | | (137.34) | | (4728.94) |

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2010 (Contd.)

| | 2009-10 Rs. in lacs | 2008-09 Rs. in lacs |
|---|------------------------|------------------------|
| Net increase in Cash and Cash equivalents (A+B+C) | 21.99 | 119.99 |
| Cash and Cash equivalents at the beginning of the year | 411.67 | 291.68 |
| Cash and Cash equivalents at the end of the year | 433.66 | 411.67 |
| Components of Cash and Cash equivalents* | | |
| Cash on hand | 3.11 | 9.27 |
| Cheques on hand | 283.12 | 298.16 |
| With Scheduled Banks : | | |
| On Current Accounts | 111.25 | 72.09 |
| On Unclaimed Dividend Accounts | 36.18 | 32.15 |
| | 433.66 | 411.67 |

Note:

The Cash Flow Statement has been prepared under the 'Indirect method' as set out in Accounting Standard-3 on Cash Flow Statements.

*Difference of Rs.251.23 lacs(Rs. 2.33 lacs) from Schedule 9 represents Short Term Investments with an original maturity of 3 months or more.

As per our report of even date
For S. R. BATLIBOI & CO.
Chartered Accountants
Firm Registration No. 301003E

D.R. Bansal
Chief Executive Officer

Per Anil Gupta
Partner
Membership No. 87921
New Delhi, 11th May, 2010

Pankaj Kalani
President (Commercial) & Secretary

H. V. Lodha
S. R. Jain
S. S. Kothari
S. C. Jain
J. C. Sharma
Dinesh Chanda

Chairman

Directors

Schedules annexed to and forming part of Balance Sheet as at 31st March, 2010 and Profit & Loss Account for the year ended on that date

| | 31st March 2010 (Rs. in lacs) | 31st March 2009 (Rs. in lacs) |
|---|--|--|
| SCHEDULE 1 : SHARE CAPITAL | | |
| Authorised | | |
| 50,000 Preference Shares of Rs.100/- each | 50.00 | 50.00 |
| 2,45,00,000 Equity Shares of Rs.10/- each | 2450.00 | 2450.00 |
| | 2500.00 | 2500.00 |
| Issued | | |
| 2,31,36,074 Equity Shares of Rs.10/- each | 2313.61 | 2313.61 |
| Subscribed | | |
| 2,31,30,254 Equity Shares of Rs.10/- each fully paid up | 2313.03 | 2313.03 |
| Add : Forfeited Shares (amount originally paid-up) | 0.29 | 0.29 |
| | 2313.32 | 2313.32 |
| Of the above - | | |
| (I) 88,83,313 Equity Shares of Rs.10/- each were allotted as fully paid Bonus Shares by capitalisation of Securities Premium and General Reserve in earlier years. | | |
| (ii) 30,92,310 Equity Shares of Rs.10/- each were allotted on 7th September, 2006 to the Shareholders of erstwhile Optic Fibre Goa Limited pursuant to the Scheme of Amalgamation without payment being received in cash. | | |
| SCHEDULE 2 : RESERVES AND SURPLUS | | |
| Capital Reserve | | |
| Revaluation of Fixed Assets | | |
| Balance as per last account | 192.34 | 206.92 |
| Less : Transfer to Profit & Loss Account being difference of depreciation on revalued cost of assets and that on the original cost. | 14.58 | 14.58 |
| | 177.76 | 192.34 |
| Securities Premium Account | | |
| Balance as per last account | 1767.56 | 1767.56 |
| General Reserve | | |
| Balance as per last account | 9553.14 | 9403.14 |
| Add: Transfer from Profit and Loss Account | 300.00 | 150.00 |
| | 9853.14 | 9553.14 |
| Profit and Loss Account Balance | 5305.71 | 3568.05 |
| Total | 17104.17 | 15081.09 |

| | 31st March 2010 (Rs. in lacs) | 31st March 2009 (Rs. in lacs) |
|---|-------------------------------------|-------------------------------------|
| SCHEDULE 3 : SECURED LOANS | | |
| Term Loan from a Bank* | 1242.59 | 2650.79 |
| [Due within one year Rs.1112.59 lacs (Rs.1370.79 lacs)] | | |
| *including interest accrued and due Rs.12.59 lacs (Rs.21.36 lacs) | | |
| Working Capital Loans from Bank** | | |
| Cash Credit Account | 803.12 | 4714.88 |
| Working Capital Demand Loan | 1005.52 | 2003.84 |
| Foreign Currency Loan - Buyer's Credit | 9181.32 | - |
| **including interest accrued and due Rs. 5.52 lacs (Rs.3.84 lacs) | | |
| | 12232.55 | 9369.51 |

Note:-

The Term Loan and Working Capital Loans from a Bank are secured by the Equitable Mortgage created by the Company by way of deposit of title deeds of the Company's all present immovable properties situated at Satna (M.P.) and further secured by hypothecation of all present and future Goods, Book Debts and all other Movable Assets including Investments and Machinery.

SCHEDULE 4 : UNSECURED LOANS

| | | |
|--|----------------|---------|
| Fixed Deposits from Employees & Others | 6.00 | 11.80 |
| [Due within one year Rs. 6.00 lacs (Rs. 11.80 lacs)] | | |
| Short-term Loans and Advances | | |
| Loan from a Body Corporate | - | 250.00 |
| Loans from Banks* | 1186.54 | 2930.69 |
| *including interest accrued and due Rs. Nil (Rs. 30.39 lacs) | | |
| | 1192.54 | 3192.49 |

SCHEDULE 5 : FIXED ASSETS

(Rs. in lacs)

| Nature of Fixed Assets | Gross Block | | | | Depreciation/Amortisation | | | | Net Block | |
|----------------------------------|-----------------------|---------------------------|---|------------------------|---------------------------|----------------|---|------------------------|------------------------|------------------------|
| | As at 1st April, 2009 | Additions during the year | Deductions/ Adjustments during the year | As at 31st March, 2010 | As at 1st April, 2009 | For the year | Deductions/ Adjustments during the year | As at 31st March, 2010 | As at 31st March, 2010 | As at 31st March, 2009 |
| Freehold Land | 193.12 | - | 2.11 | 191.01 | - | - | - | - | 191.01 | 193.12 |
| Leasehold Land | 267.07 | - | - | 267.07 | 61.08 | 3.04 | - | 64.12 | 202.95 | 205.99 |
| Buildings | 4139.18 | 448.61 | - | 4587.79 | 1431.65 | 108.94 | - | 1540.59 | 3047.20 | 2707.53 |
| Plant & Machinery | 21202.17 | 930.53 | 818.07 | 21314.63 | 10700.87 | 1437.47 | 345.60 | 11792.74 | 9521.89 | 10501.30 |
| Furniture & Office Equipments | 778.79 | 83.11 | 45.44 | 816.46 | 432.35 | 64.94 | 32.43 | 464.86 | 351.60 | 346.44 |
| Vehicles | 208.71 | 89.05 | 40.44 | 257.32 | 71.80 | 22.54 | 18.31 | 76.03 | 181.29 | 136.91 |
| Intangibles (Technical Know How) | 222.51 | - | - | 222.51 | 40.79 | 44.51 | - | 85.30 | 137.21 | 181.72 |
| Intangibles (Software) | 95.38 | 8.78 | - | 104.16 | 21.13 | 20.57 | - | 41.70 | 62.46 | 74.25 |
| Total | 27106.93 | 1560.08 | 906.06 | 27760.95 | 12759.67 | 1702.01 | 396.34 | 14065.34 | 13695.61 | 14347.26 |
| Capital Work in progress | | | | | | | | | 708.40 | 53.64 |
| Grand Total | | | | | | | | | 14404.01 | 14400.90 |
| Previous Year | 24462.38 | 2900.61 | 256.06 | 27106.93 | 11165.48 | 1663.05 | 68.86 | 12759.67 | 14347.26 | |

Notes:

- Buildings include Rs.72.63 lacs (Rs.72.63 lacs) constructed on rented land.
- Land, Buildings and Plant & Machinery includes Rs. 1707.72 lacs (WDV Rs.177.76 lacs) (Rs. 1715.68 lacs, WDV Rs. 192.34 lacs) addition on Revaluation during the year ended 31st March, 1984 as per valuation carried out by approved valuer.
- Fixed Assets include Rs.893.54 lacs (WDV Rs.691.11) (Rs.591.58 lacs, WDV Rs.441.68 lacs) given on operating lease. Depreciation provided thereon during the year is Rs.29.37 lacs (Rs.19.33 lacs).
- Preoperative expenses mainly bank charges amounting to Rs.11.14 lacs is included under Capital work in progress to be capitalized later on.

| | 31st March 2010 (Rs. in lacs) | 31st March 2009 (Rs. in lacs) | |
|--|--|-------------------------------------|---------|
| SCHEDULE 6 : INVESTMENTS - Long Term (At cost) | | | |
| (A) Trade - Fully paid equity shares of Rs. 10/- each | | | |
| 34,54,530 | Vindhya Telelinks Limited - Quoted | 1897.31 | 1897.31 |
| 39,00,100 | Birla Ericsson Optical Limited - Quoted (A Company under the same management) | 850.01 | 850.01 |
| 3,00,366 | Birla Financial Corporation Limited - Unquoted | 30.04 | 30.04 |
| 2,96,730 | Birla Corporation Limited - Quoted | 52.78 | 52.78 |
| 45,00,000 | Birla Furukawa Fibre Optics Limited - Unquoted | 2241.00 | - |
| 9,800 | Universal Telelinks Private Limited - Unquoted | 0.98 | 0.98 |
| 9,800 | Universal Electricals Private Limited - Unquoted | 0.98 | 0.98 |
| (B) Other than Trade | | | |
| (I) Government Securities - Unquoted | | | |
| | 6 year National Savings Certificates (Deposited with Sales Tax Authorities) | 0.18 | 0.18 |
| (ii) Other Investments | | | |
| (a) Fully paid equity shares of Rs.10 each | | | |
| 900 | Rameshwara Jute Mills Limited - Quoted | 0.11 | 0.11 |
| 55 | Chennai Willingdon Corporate Foundation - Unquoted | 0.01 | 0.01 |
| (b) Fully paid equity shares of Rs.100 each | | | |
| 600 | Industry House Limited - Unquoted | 0.40 | 0.40 |
| 800 | Baroda Agents & Trading Co. Private Limited - Unquoted | 0.62 | 0.62 |
| | | 5074.42 | 2833.42 |
| Aggregate amount of Quoted Investments | | 2800.21 | 2800.21 |
| Market value of Quoted Investments | | 8442.77 | 3907.10 |
| Aggregate amount of Unquoted Investments | | 2274.21 | 33.21 |

SCHEDULE 7 : INVENTORIES

| | | |
|-------------------------|-----------------|---------|
| Raw Materials | 3623.01 | 3575.80 |
| Stores and Spares | 497.60 | 471.38 |
| Traded Goods | 11.83 | 13.44 |
| Materials under Process | 2783.26 | 2078.94 |
| Finished Goods | 4109.06 | 2425.10 |
| Scrap | 49.65 | 7.41 |
| | 11074.41 | 8572.07 |

| | 31st March 2010 (Rs. in lacs) | 31st March 2009 (Rs. in lacs) |
|--|-------------------------------------|-------------------------------------|
| SCHEDULE 8 : SUNDRY DEBTORS | | |
| (Unsecured) | | |
| Debts outstanding for a period exceeding six months - | | |
| Considered Good | 1050.19 | 564.33 |
| Considered Doubtful | 23.87 | 91.44 |
| | <u>1074.06</u> | <u>655.77</u> |
| Other Debts - | | |
| Considered Good | 8818.49 | 12638.01 |
| | <u>9892.55</u> | <u>13293.78</u> |
| Less : Provision for Doubtful Debts | 23.87 | 91.44 |
| | <u>9868.68</u> | <u>13202.34</u> |
| Included in Sundry Debtors are :- | | |
| Debts due from Birla Ericsson Optical Limited, a Company under the same management within the meaning of Section 370(1B) of the Companies Act, 1956. [Maximum amount outstanding at any time during the year Rs. 1257.94 lacs (Rs. 711.84 lacs)] | 372.64 | 711.84 |

SCHEDULE 9 : CASH AND BANK BALANCES

| | | |
|---|---------------|---------------|
| Cash on Hand | 3.11 | 9.27 |
| Cheques/Drafts in Hand | 283.12 | 298.16 |
| Balance with Scheduled Banks : | | |
| On Current Accounts/Cash Credit Accounts | 111.25 | 72.09 |
| On Deposit Accounts [including Receipts of Rs.0.23 lac (Rs.0.16 lac) lodged with government departments] | 251.23 | 2.33 |
| On Unclaimed Dividend Accounts | 36.18 | 32.15 |
| | <u>684.89</u> | <u>414.00</u> |

SCHEDULE 10 : OTHER CURRENT ASSETS

| | | |
|---|----------------|----------------|
| (Unsecured) | | |
| Receivables on account of - | | |
| Interest | 11.12 | 0.20 |
| Export/Deemed Export Benefits | 237.87 | 430.67 |
| Other Benefits - Industrial Investment Promotion Assistance | 828.00 | 612.44 |
| Unbilled revenue (Refer Note No.9 of Schedule 23) | 123.99 | - |
| Claims | - | 1.35 |
| | <u>1200.98</u> | <u>1044.66</u> |

| | 31st March 2010 (Rs. in lacs) | 31st March 2009 (Rs. in lacs) |
|--|--|-------------------------------------|
| SCHEDULE 11 : LOANS AND ADVANCES | | |
| (Unsecured and considered good) | | |
| Loans | | |
| To a Body Corporate | 500.00 | - |
| To Employees | 56.50 | 50.75 |
| Advances recoverable in Cash or in Kind or for value to be received | 455.60 | 369.03 |
| Balances with Customs, Excise etc. | 540.06 | 565.43 |
| Deposit - Others | 322.21 | 318.67 |
| | 1874.37 | 1303.88 |
| Included in Loans and advances are:- | | |
| Due from Birla Ericsson Optical Limited, a Company under the same management [Maximum amount outstanding during the year Rs. Nil (Rs.6.02 lacs)] | Nil | Nil |
| SCHEDULE 12 : CURRENT LIABILITIES | | |
| Acceptances | 1974.17 | 2162.22 |
| Sundry Creditors | | |
| Dues to Micro, Small & Medium Enterprises (Refer Note No. 11 of Schedule 23) | 384.28 | 175.34 |
| Creditors other than Micro, Small & Medium Enterprises | 3447.63 | 4905.69 |
| Security Deposit | 127.31 | 105.22 |
| Excess of billing over revenue (Refer Note No.9 of Schedule 23) | 483.05 | - |
| Advance from Customers | 1570.20 | 1890.73 |
| Unclaimed Dividend (To be transferred to Investor Education and Protection Fund as and when due) | 36.18 | 32.15 |
| Interest accrued but not due on Loans | 52.90 | 0.58 |
| | 8075.72 | 9271.93 |
| SCHEDULE 13 : PROVISIONS | | |
| For Pension | 251.80 | 276.85 |
| For Compensated Absences | 527.79 | 456.73 |
| For Gratuity | 65.04 | 73.79 |
| For Taxation (Net) | 450.40 | 415.59 |
| For Proposed Dividend | 578.26 | 231.30 |
| For Corporate Dividend Tax | 98.27 | 39.31 |
| | 1971.56 | 1493.57 |

| | For the year ended 31st March 2010 (Rs. in lacs) | For the year ended 31st March 2009 (Rs. in lacs) |
|---------------------------------------|--|--|
| SCHEDULE 14 : TURNOVER (GROSS) | | |
| Finished Goods | 45729.36 | 59829.14 |
| Traded Goods | 4968.00 | 3103.02 |
| Miscellaneous | 2078.20 | 1169.78 |
| | <u>52775.56</u> | <u>64101.94</u> |
| Less : Rebates, Claims etc. | 14.36 | 10.62 |
| | <u>52761.20</u> | <u>64091.32</u> |

SCHEDULE 15 : OTHER INCOME

| | | |
|---|----------------|---------------|
| Interest | | |
| On Bank Deposits (Gross) | 17.15 | 18.58 |
| [Tax deducted at source Rs. 1.95 lacs (Rs. 4.21 lacs)] | | |
| Others (Gross) | 57.95 | 23.60 |
| [Tax deducted at source Rs. 1.12 lacs (Rs.1.15 lacs)] | | |
| Dividend - On Long term Investments (Trade) | 20.77 | 11.87 |
| Dividend - On Long term Investments (Other than Trade) | 0.89 | 0.89 |
| Duty Drawback | 162.12 | 95.77 |
| Unspent Liabilities/Unclaimed Balances written-back (Net) | 10.99 | - |
| Excess Provision for doubtful debts written-back | 67.56 | - |
| Processing charges and Job work Income received | 11.55 | 32.49 |
| Foreign Exchange Fluctuation (Net) | 256.75 | - |
| Rent received | 189.11 | 161.40 |
| Industrial Investment Promotion Assistance | 215.56 | 350.50 |
| Profit on Disposal of Fixed Assets (Net) | 844.55 | 29.27 |
| Miscellaneous Income | 210.48 | 36.79 |
| | <u>2065.43</u> | <u>761.16</u> |

SCHEDULE 16 : RAW MATERIALS CONSUMED

| | | |
|---|-----------------|-----------------|
| Inventories as at March 31, 2009 | 3575.80 | 3784.51 |
| Add : Purchases (Net) | 31870.96 | 35075.04 |
| | <u>35446.76</u> | <u>38859.55</u> |
| Less : Inventories as at March 31, 2010 | 3623.01 | 3575.80 |
| | <u>31823.75</u> | <u>35283.75</u> |

| | For the year ended 31st March 2010 (Rs. in lacs) | For the year ended 31st March 2009 (Rs. in lacs) |
|--|--|--|
| SCHEDULE 17 : PERSONNEL EXPENSES | | |
| Salaries, Wages and Bonus | 2766.42 | 2655.14 |
| Contribution to Provident and other Funds | 411.93 | 439.32 |
| Workmen and Staff Welfare Expenses | 347.67 | 312.68 |
| | <u>3526.02</u> | <u>3407.14</u> |
| SCHEDULE 18 : OPERATING AND OTHER EXPENSES | | |
| Consumption of Stores and Spares | 808.88 | 953.98 |
| Packing Expenses | 1047.52 | 1148.05 |
| Power and Fuel | 1463.83 | 1748.01 |
| Processing and Job work charges | 41.97 | 77.70 |
| Commission and Brokerage | 730.93 | 1451.74 |
| Freight and Transportation charges (Net) | 485.90 | 597.41 |
| Excise Duty on increase/(decrease) in Stocks (Refer Note No. 14 of Schedule 23) | 252.46 | (681.47) |
| Rent | 134.37 | 91.82 |
| Rates and Taxes | 37.02 | 29.79 |
| Insurance Charges | 68.06 | 63.01 |
| Repair and Maintenance - | | |
| Machinery | 80.31 | 91.82 |
| Buildings | 170.84 | 143.29 |
| Others | 60.77 | 53.54 |
| Directors' Sitting Fees | 9.65 | 7.30 |
| Auditors' Remuneration - (As Auditor) | | |
| Audit Fees (including Rs.0.25 lac to Branch Auditors) | 7.50 | 7.70 |
| Tax Audit Fees (including Rs.0.15 lac to Branch Auditors) | 1.40 | 1.40 |
| Quarterly Reviews (including Rs.0.16 lac to Branch Auditors) | 6.16 | 6.16 |
| Certification etc. (including Rs.1.00 lac to Branch Auditors) | 2.75 | 1.02 |
| Reimbursement of Expenses (including Rs.0.08 lac to Branch Auditors) | 1.43 | 1.19 |
| Foreign Exchange Fluctuation (Net) | - | 224.01 |
| Donations and Contributions | 16.33 | 2.52 |
| Provision for Doubtful Debts | - | 29.27 |
| Sundry Balances Written off (Net) | - | 19.76 |
| Miscellaneous Expenses | 1290.85 | 1320.81 |
| | <u>6718.93</u> | <u>7389.83</u> |

| | For the year ended 31st March 2010 (Rs. in lacs) | For the year ended 31st March 2009 (Rs. in lacs) |
|--|--|--|
|--|--|--|

SCHEDULE 19 : (INCREASE)/DECREASE IN INVENTORIES

Inventories as at March 31, 2010

| | | |
|-------------------------|----------------|----------------|
| Materials under Process | 2775.70 | 2078.94 |
| Finished Goods | 4109.06 | 2425.10 |
| Scrap | 49.65 | 7.41 |
| | <u>6934.41</u> | <u>4511.45</u> |

Inventories as at March 31, 2009

| | | |
|------------------------------------|------------------|----------------|
| Materials under Process | 2078.94 | 2800.44 |
| Finished Goods | 2425.10 | 6064.57 |
| Scrap | 7.41 | 32.15 |
| | <u>4511.45</u> | <u>8897.16</u> |
| (Increase)/Decrease in Inventories | <u>(2422.96)</u> | <u>4385.71</u> |

SCHEDULE 20 : FINANCIAL EXPENSES

Interest

| | | |
|-------------------|---------------|----------------|
| On Term Loans | 193.33 | 296.91 |
| To Banks & Others | 592.84 | 1726.24 |
| | <u>786.17</u> | <u>2023.15</u> |

Bank Charges

| | |
|----------------|----------------|
| 253.81 | 280.53 |
| <u>1039.98</u> | <u>2303.68</u> |

SCHEDULE 21 : DEPRECIATION

| | | |
|--------------------------------------|----------------|----------------|
| On Fixed Assets | 1702.01 | 1663.05 |
| Less : Transfer from Capital Reserve | 14.58 | 14.58 |
| | <u>1687.43</u> | <u>1648.47</u> |

SCHEDULE 22 : EARNINGS PER SHARE (EPS)

| | | |
|--|----------|----------|
| Net Profit as per Profit & Loss Account | 2714.19 | 700.05 |
| Number of Equity Shares outstanding at the beginning of the year | 23130254 | 23130254 |
| Number of Equity Shares outstanding at the end of the year | 23130254 | 23130254 |
| Weighted average Number of Equity Shares outstanding during the year | 23130254 | 23130254 |
| Basic and Diluted Earnings Per Share (Rs.) | 11.73 | 3.03 |
| (Nominal value of Shares Rs. 10/- each) | | |

SCHEDULE 23 : NOTES TO ACCOUNTS**1. Nature of Operations**

UNIVERSAL CABLES LIMITED, a M. P. Birla Group Company is engaged in the manufacturing and selling of Power Cables, Capacitors and Optical Fibre.

2. Statement of Significant Accounting Policies**(a) Basis of preparation**

The financial statements have been prepared to comply in all material respects in respect with the notified Accounting Standards issued by Companies Accounting Standard Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention modified by revaluation of fixed assets, on an accrual basis. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

(b) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

(c) Fixed Assets

Fixed assets are stated at cost or revalued amount as the case may be, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. When fixed assets are revalued, any surplus on revaluation is credited to the Revaluation Reserve.

The carrying amount of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

In respect of accounting periods commencing on or after 7th December, 2006, exchange differences arising on repayment/restatement of liabilities relating to acquisition of Fixed assets outside India are recognized as income/expenses in the Profit and Loss Account.

Cost relating to purchased softwares is capitalized and is amortized on a Straight-Line Basis over their estimated useful lives of five years.

Consideration paid/payable for acquiring Know-how in connection with manufacturing process for a particular product is capitalised as these assets provide significant future economic benefits over a long period and are amortized on a straight line basis over their estimated useful lives of five years.

(d) Depreciation

Depreciation on leasehold land is provided over the unexpired lease period.

Assets costing upto Rs. 5,000 are fully depreciated in the year of acquisition.

Depreciation on buildings constructed on leasehold land at Optic Fibre Goa Unit has been provided on straight line method on estimated useful life of buildings which are higher than the rates prescribed under Schedule XIV to the Companies Act, 1956.

Depreciation on other Fixed Assets is provided on Straight Line Method at rates, computed based on estimated useful life of the assets, which are equal to the corresponding rates prescribed in Schedule XIV to the Companies Act, 1956. Depreciation on insurance spares, which can be used only in connection with an item of fixed assets and whose use as per technical assessment is expected to be irregular, are capitalized and depreciated over the residual useful life of the respective assets.

(e) Leases

Where the Company is the Lessee :

Leases where the lessor effectively retains substantially all the risks and benefits of ownership for the leased term are classified as operating leases. Operating lease payments are recognized as an expense in the Profit and Loss Account on a straight-line basis over the lease term.

Where the Company is the Lessor :

Assets subject to operating leases are included in fixed assets. Lease income is recognized in the Profit and Loss Account on a straight-line basis over the lease term. Costs including depreciation are recognized as an expense in the Profit and Loss Account. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the Profit and Loss Account.

(f) Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

(g) Inventories

(i) Inventories are valued as follows :

| | |
|--|--|
| Raw materials, stores and spares | Lower of cost and net realizable value. Cost is determined on transaction moving weighted average basis for the Company except for OFG unit where annual weighted average method is followed. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. |
| Traded goods (accessories) | Lower of cost and net realizable value. Cost is determined on transaction moving weighted average basis for the Company except for OFG Unit where annual weighted average method is followed. |
| Materials under process and Finished Goods | Lower of cost and net realizable value. Cost includes direct materials (determined on annual weighted average basis) and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of Finished Goods includes Excise Duty. |
| Scrap | Net Realizable value and includes excise duty. |

(ii) Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated cost necessary to make the sale.

(h) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Sale of Goods

Revenue is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer. Excise Duty deducted from the gross turnover is the amount that is included in the amount of turnover (gross) and not the entire amount of liability that arose during the year.

Contract Revenue

Revenue from fixed price construction contracts is recognized by reference to the stage of completion of the project at the balance sheet date. The stage of completion of the project is determined by the proportion that contract costs incurred for work performed upto the balance sheet date bear to the estimated total contract cost. The cost incurred is measured by jointly certified progress of work done by the Company and its sub contractor as at the end of the financial year, if the sub-contractor/supplier has not raised bills on the Company for the work completed by the sub-contractor/supplier.

Contract revenue earned in excess of billing has been reflected under other current assets and billing in excess of contract revenue has been reflected under current liabilities in the balance sheet.

Liquidated damages/penalties are provided for, based on management's assessment of the estimated liability, as per contractual terms and/or acceptances. Possible liquidated damages which can be levied by customers for delay in execution of project are accounted for as and when they are levied by the customer.

Interest

Revenue is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend

Revenue is recognized when the shareholders' right to receive payment is established by the balance sheet date.

Processing Charges and Job Work

Revenue from processing charges and job work is recognized on the completion/part completion of work as per the terms of agreement.

Export Benefits

Duty draw back and Duty benefits on import of raw materials against exports/deemed exports/project imports made by the Company are accounted for in the year of such export.

(I) Foreign Currency Translation**(i) Initial Recognition**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; and non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

(iii) Exchange Differences

Exchange differences arising on the settlement of monetary items or on reporting Company's monetary items at rates different from those at which they were initially recorded during the year or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise.

(iv) Forward Exchange Contracts not intended for trading or speculation purposes

The premium or discount arising at the inception of forward exchange contracts is amortised as expense or income over the life of the contract and the same is recognised in the statement of Profit and Loss. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for that year.

(j) Retirement and other employee benefits

- (i) Retirement benefits in the form of Provident Fund and Superannuation Fund is a defined contribution scheme and the contributions are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due. The Company accounts for the contributions under Superannuation Scheme being made/to be made to Life Insurance Corporation of India (LIC) against an insurance policy taken with them. There are no other obligations other than the contributions payable to the funds.
- (ii) Gratuity liability and pension liability (including past services of employees who were in other group companies) are defined benefit obligations and are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year by an independent actuary.
- (iii) Short term compensated absences are provided for based on estimates. Long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per projected unit credit method.
- (iv) Actuarial gains/losses are immediately taken to Profit and Loss Account and are not deferred.
- (v) Payments made under Voluntary Retirement Scheme are charged to Profit and Loss Account in the year when the employee accepts the early retirement.
- (vi) Ex-gratia or other amount disbursed on account of selective employees separation scheme are charged to Profit and Loss Account.

(k) Income Taxes

Tax expense comprises current and deferred taxes. Current income tax are measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each balance sheet date, the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized. The carrying amount of deferred tax assets are reviewed at each balance sheet date. The company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the Minimum Alternate Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Profit and Loss Account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

(l) Segment Reporting Policies

Identification of segments

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

Inter-segment Transfers

The Company generally accounts for inter-segment sales and transfers as if the sales or transfers were to third parties at current market prices.

Allocation of common costs

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated items

The Corporate and Other segment includes general corporate income and expense items, which are not allocated to any business segment.

(m) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the year are adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders, share split, and reverse share split (consolidation of shares).

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

(n) Provisions

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and are adjusted to reflect the current best management estimates.

(o) Cash and Cash equivalents

Cash and cash equivalents in the Cash Flow Statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

(p) Expenditure on new projects and substantial expansion

Expenditure directly relating to construction activity is capitalised. Indirect expenditure incurred during construction period is capitalised as part of the indirect construction cost to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which is not related to the construction activity nor is incidental thereto is charged to the Profit and Loss Account. Income earned during construction period is deducted from the total of the indirect expenditure.

All direct capital expenditure on expansion are capitalised. As regards indirect expenditure on expansion, only that portion is capitalised which represents the marginal increase in such expenditure involved as a result of capital expansion. Both direct and indirect expenditure are capitalised only if they increase the value of the asset beyond its original standard of performance.

(q) Government grants and subsidies

Grants and subsidies from the government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with.

When the grant or subsidy relates to an expense item, it is recognized as income over the periods necessary to match them on a systematic basis to the costs, which it is intended to compensate. Where the grant or subsidy relates to an asset, its value is deducted in arriving at the carrying amount of the related asset.

(r) Derivative Instruments

The Company uses derivative instruments such as forward contracts to hedge its risks associated with fluctuation in raw material prices. Forward contracts are initially recognized at fair value on the date on which a derivative contract is entered into and subsequently remeasured at fair value. Such contract is carried as liability when the fair value is negative. Based on prudence, no treatment is given effect when the fair value of the contract is positive.

3. Segment Information**Business Segments :**

Power Cables & Capacitors account for the majority of business of the Company. Power cables are of different types viz. Extra High Voltage, Medium Voltage, Low Voltage, Elastomeric and PVC winding wires. These are used for the transmission and distribution of electricity in power plants and other organizations/engineering industries like railways, shipping, refineries etc. PVC winding wires are used for submersible pumps. Capacitor consists of high/low voltage capacitors.

Optic Fibre consists of single mode and multimode Telecommunication Grade Optical Fibres.

(a) Primary Segment Information (by Business Segments)

The following table presents revenue and profit/(loss) information regarding industry segments for the years ended March 31, 2010 and March 31, 2009 and certain assets and liabilities information regarding industry segments at March 31, 2010 and March 31, 2009.

(Rs. in lacs)

| Business Segments | Year ended 31st March, 2010 | | | Year ended 31st March, 2009 | | |
|---|-----------------------------|-------------|------------------|-----------------------------|-------------|-----------|
| | Power Cables & Capacitors | Optic Fibre | Total | Power Cables & Capacitors | Optic Fibre | Total |
| Revenue | | | | | | |
| External Sales | 41705.21 | 7868.11 | 49573.32 | 51116.75 | 6626.47 | 57743.22 |
| Inter segment Sales | - | - | - | - | - | - |
| Other Income* | 730.14 | 1070.30 | 1800.44 | 470.04 | 85.75 | 555.79 |
| Total Revenue | 42435.35 | 8938.41 | 51373.76 | 51586.79 | 6712.22 | 58299.01 |
| Results | | | | | | |
| Segment result | 3761.87 | 966.24 | 4728.11 | 2926.52 | 63.61 | 2990.13 |
| Unallocated Corporate Income/Expenses (Net) | | | 115.01 | | | 116.20 |
| Operating Profit | | | 4843.12 | | | 3106.33 |
| Interest Expenses (Net) | | | (711.07) | | | (1980.97) |
| Provision for Taxation | | | (1180.00) | | | (463.26) |
| Deferred Tax Credit/(Charge) | | | (242.54) | | | 74.50 |
| Provision for Fringe Benefit Tax | | | - | | | (36.55) |
| Fringe Benefit Tax credit for earlier years | | | 4.68 | | | - |
| Profit from Ordinary Activities | | | 2714.19 | | | 700.05 |
| Other Information | | | | | | |
| Segment Assets | 33319.52 | 4164.90 | 37484.42 | 31056.60 | 7177.71 | 38234.31 |
| Unallocated Corporate Assets | | | 6697.34 | | | 3536.96 |
| Total Assets | | | 44181.76 | | | 41771.27 |
| Segment Liabilities | 7451.39 | 1058.56 | 8509.95 | 8010.99 | 2595.44 | 10606.43 |
| Unallocated Corporate Liabilities | | | 16254.32 | | | 13770.43 |
| Total Liabilities | | | 24764.27 | | | 24376.86 |
| Capital Expenditure | 1785.53 | 429.31 | 2214.84 | 1707.46 | 14.25 | 1721.71 |
| Depreciation | 1239.81 | 421.56 | 1661.37 | 1137.95 | 484.18 | 1622.13 |
| Unallocated Depreciation | | | 26.06 | | | 26.34 |
| Other Non Cash Expenditure | | | | | | |
| Provision for Doubtful Debts | (67.56) | - | (67.56) | 29.27 | - | 29.27 |

* Excludes Rs. 264.99 lacs (Rs. 205.37 lacs) netted off from Unallocated Corporate Expenses and interest expenses.

(b) Geographical Segments

The following table shows the distribution of the Company's consolidated sales by geographical market, regardless of where the goods were produced :

Sales revenue by geographical market :

(Rs. in lacs)

| Geographical Market Segment | 2009-10 | 2008-09 |
|-----------------------------|-----------------|----------|
| Domestic Market | 45276.75 | 55181.10 |
| Overseas Markets | 4296.57 | 2562.12 |
| Total | 49573.32 | 57743.22 |

The following table shows the carrying amount of debtors by geographical market :

(Rs. in lacs)

| Geographical Market Segment | 2009-10 | 2008-09 |
|-----------------------------|----------------|----------|
| Domestic Market | 9892.55 | 12554.49 |
| Overseas Markets | - | 739.29 |
| Total | 9892.55 | 13293.78 |

The Company has common fixed assets for producing goods/providing services to Domestic Market as well as for Overseas Markets. Hence, separate figures for fixed assets/additions to fixed assets have not been furnished.

4. Related Party Disclosure

| | |
|--|--|
| Key Management Personnel | Mr. D.R Bansal (Chief Executive Officer) |
| Joint Venture | Birla Ericsson Optical Limited (BEOL) Birla Furukawa Fibre Optics Limited (BFFOL) |
| Other Parties which significantly Influence/are influenced by the Company (either individually or with others) | Vindhya Telelinks Limited (VTL) Shakun Polymers Limited (SPL) |

(Rs. in lacs)

| Particulars | Year | Key Management Personnel | Joint Venture | | Other parties which significantly influence/ are influenced by the Company (either individually or with others) | | |
|--|-------------|--------------------------|----------------|----------------|---|---------------|----------------|
| | | | D.R. Bansal | BEOL | BFFOL | VTL | SPL |
| (A) Transactions | | | | | | | |
| 1. Purchase of Raw Materials, Stores, Spares and Packing Materials | 2010 | - | 5.04 | - | 140.70 | 261.90 | 402.60 |
| | 2009 | - | 314.64 | - | 41.03 | 378.45 | 419.48 |
| 2. Sale of Raw Materials, Stores, Spares and Packing Materials | 2010 | - | 2.35 | - | 54.90 | - | 54.90 |
| | 2009 | - | 226.24 | - | 40.07 | - | 40.07 |
| 3. Other Service Charges and Rent Received | 2010 | - | - | 11.13 | 9.81 | - | 9.81 |
| | 2009 | - | - | - | 32.70 | - | 32.70 |
| 4. Other Service Charges & Lease Rent Paid | 2010 | - | 5.29 | - | 164.35 | - | 164.35 |
| | 2009 | - | 4.80 | - | 39.51 | - | 39.51 |
| 5. Sales of Finished & Other Goods | 2010 | - | 2037.94 | 19.99 | 1346.96 | 0.60 | 1347.56 |
| | 2009 | - | 1585.36 | - | 1756.53 | 2.45 | 1758.98 |
| 6. Purchase of Fixed Assets | 2010 | - | - | - | 0.51 | - | 0.51 |
| | 2009 | - | - | - | - | - | - |
| 7. Sale of Fixed Assets | 2010 | - | - | 1347.68 | 39.00 | - | 39.00 |
| | 2009 | - | 0.34 | - | 1.22 | - | 1.22 |
| 8. Inter Corporate Loans given | 2010 | - | - | - | 1050.00 | - | 1050.00 |
| | 2009 | - | - | - | - | - | - |
| 9. Inter Corporate Loans received back | 2010 | - | - | - | 550.00 | - | 550.00 |
| | 2009 | - | - | - | - | - | - |
| 10. Interest on Inter Corporate Loans received | 2010 | - | - | - | 30.44 | - | 30.44 |
| | 2009 | - | - | - | - | - | - |
| 11. Cash Discount Allowed | 2010 | - | - | - | - | - | - |
| | 2009 | - | 12.24 | - | 16.23 | - | 16.23 |
| 12. Dividend Paid | 2010 | - | 11.07 | - | 48.40 | - | 48.40 |
| | 2009 | - | 26.58 | - | 116.16 | - | 116.16 |
| 13. Remuneration Paid* | 2010 | 36.18 | - | - | - | - | - |
| | 2009 | 30.47 | - | - | - | - | - |
| 14. Investments made | 2010 | - | - | 2241.00 | - | - | - |
| | 2009 | - | - | - | - | - | - |
| (B) Balance outstanding as at the year end | | | | | | | |
| 1. Receivables (Including Loans) | 2010 | - | 372.64 | - | 874.16 | - | 874.16 |
| | 2009 | - | 711.84 | - | 692.97 | - | 692.97 |
| 2. Payables (Including Loans) | 2010 | 9.60 | 0.70 | - | 141.29 | - | 141.29 |
| | 2009 | 8.10 | - | - | - | - | - |

*As the liability of gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Chief Executive Officer is not included above.

Notes:

1. No amount has been provided as doubtful debts or advances/written off or written back in respect of debts due from/to above parties.
2. Transactions and balance outstanding relating to reimbursement of expenses to/from related parties have not been considered above.

5. Leases**In case of the Assets given on lease****Operating Lease :**

The Company has leased out Land and Building on Operating Lease. The lease term is for 55 months and thereafter renewal as per the mutual terms. There is no restriction imposed by lease agreements.

Future minimum lease payments :*(Rs. in lacs)*

| | 2009-10 | 2008-09 |
|---|---------------|----------|
| Not later than one year | 36.72 | - |
| Later than one year and not later than five years | 140.30 | - |
| Later than five years | - | - |
| Total | 177.02 | - |

6. Interest in Joint Venture Companies

- (a) Pursuant to Accounting Standard 27 "Financial Reporting of Interests in Joint Venture" the relevant information relating to Joint Venture Companies (JVCs) are given below :

| Name of the JVC | Country of Incorporation | Proportion of Ownership Interest | Description of Interest |
|---|--------------------------|----------------------------------|---|
| Birla Ericsson Optical Limited (BEOL) | India | 13.00% | Established principally for manufacture of Optical Fibre Cables and Jelly Filled Telephone Cables |
| Birla Furukawa Fibre Optics Limited (BFFOL) | India | 45.00% | Established principally for manufacture of Optical Fibre. |

- (b) The Company's share in the aggregate amounts of each of the assets, liabilities, income, expenses, contingent liabilities and capital commitments as at/for the years ended 31st March, 2010 and 31st March, 2009 in the above companies, as per their financial statements are as under :-

(Rs. in lacs)

| Proportion of Company's Interest in JVC | BEOL (Audited) | | BFFOL (Unaudited) | |
|--|----------------|----------------|-------------------|----------|
| | 2009-10 | 2008-09 | 2009-10 | 2008-09 |
| Assets | | | | |
| Fixed Assets (Net Block) (including CWIP) | 427.32 | 427.31 | 1720.21 | - |
| Investments | 182.80 | 182.80 | - | - |
| Inventories | 207.14 | 271.49 | 259.27 | - |
| Sundry Debtors | 304.77 | 287.15 | - | - |
| Cash & Bank Balances | 118.61 | 145.10 | 1265.65 | - |
| Other Current Assets | 3.51 | 4.42 | - | - |
| Loans & Advances | 83.97 | 80.54 | 106.17 | - |
| Deferred Tax Assets | - | - | 2.40 | - |
| Total | 1328.12 | 1398.81 | 3353.70 | - |
| Liabilities | | | | |
| Secured Loans | 72.23 | 45.27 | 108.07 | - |
| Unsecured Loans | 240.88 | 302.72 | 661.36 | - |
| Current Liabilities and Provisions | 160.18 | 225.67 | 347.85 | - |
| Total | 473.29 | 573.66 | 1117.28 | - |
| Income | | | | |
| Income From Operations less Excise duty | 1282.65 | 1534.65 | - | - |
| Other Income | 23.70 | 19.57 | 83.72 | - |
| Expenses | | | | |
| Manufacturing and Other Expenses | 1211.26 | 1555.10 | 66.96 | - |
| Interest and Financial Charges | 18.83 | 25.10 | 3.15 | - |
| Depreciation | 46.64 | 48.21 | 1.35 | - |
| Preoperative expenditure net of income transferred to Capital work in progress | - | - | 19.24 | - |
| Provision for tax | - | 0.56 | (2.40) | - |
| Contingent Liabilities | 372.60 | 403.54 | 205.73 | - |
| Capital Commitments | 43.63 | 10.14 | 43.99 | - |

7. Optic Fibre Unit of the Company at Goa has accumulated CENVAT credit aggregating to Rs. 229.42 lacs as at March 31, 2010 (as appearing in Schedule 11 of Loans and Advances) for which the management has devised an alternate mechanism for utilization of the accumulated Cenvat credit as going concern over a reasonable period of time and hence this does not call for any provision there against.

8. Capital Commitments :

Estimated amount of contracts remaining to be executed on Capital Account and not provided for Rs.2131.49 lacs (Rs. 426.16 lacs).

9. **Information pursuant to Accounting Standard 7 (Revised) on "Construction Contracts" : The relevant information relating to contracts in progress at the reporting date is given below :** (Rs. in lacs)

| | 2009-2010 |
|--|------------------|
| Contract revenue recognized as revenue during the year | 10907.53 |
| Contract cost incurred upto reporting date | 5808.92 |
| Recognised profits upto the reporting date | 5098.61 |
| Advances received | 1178.25 |
| Amount outstanding/retentions | 1538.34 |
| Gross amount due from customers for contract work presented as an Asset | 123.99 |
| Gross amount due to customers for contract work presented as a liability | 483.05 |

10. Derivative Instruments and Unhedged Foreign Currency Exposure

- (a) Forward Contracts outstanding as at the Balance Sheet Date :

| Sl. No. | Particulars | Currency | Amount (in lacs) | |
|---------|---------------------------------------|----------|------------------|------------|
| | | | 31.03.2010 | 31.03.2009 |
| 1. | Sundry Creditors | SEK | - | 20.00 |
| 2. | Buyer's Credit | USD | 190.60 | - |
| | | EUR | 2.49 | - |
| | | JPY | 696.12 | - |
| 3. | Interest Accrued and not due on Loans | USD | 2.45 | - |
| | | EUR | 0.03 | - |
| | | JPY | 6.50 | - |

- (b) Particulars of Unhedged Foreign Currency Exposure as at the Balance Sheet Date :

| Sl. No. | Particulars | Currency | Amount (in lacs) | |
|---------|------------------------|----------|------------------|------------|
| | | | 31.03.2010 | 31.03.2009 |
| 1. | Acceptances | USD | 26.09 | 36.93 |
| 2. | Sundry Creditors | USD | 4.63 | 11.66 |
| | | SEK | 0.60 | 9.28 |
| | | JPY | 132.99 | 59.59 |
| | | EUR | 0.14 | 6.02 |
| 3. | Advance from Customers | USD | 0.18 | 0.53 |
| 4. | Sundry Debtors | USD | - | 14.57 |
| 5. | Loans and Advances | USD | 0.19 | 0.13 |
| | | EUR | 2.19 | 1.87 |
| | | GBP | - | 0.08 |
| 6. | Capital Commitment | USD | 5.99 | - |
| | | EUR | 17.71 | 3.54 |

- (c) A sum of Rs. 99.14 lacs (Previous year Rs. Nil) on account of unamortized foreign exchange premium on outstanding forward exchange contracts is being carried forward to be charged to Profit and Loss Account of the subsequent period.

11. Details of dues to Micro, Small and Medium Enterprises as per Micro, Small and Medium Enterprise Development (MSMED) Act, 2006 (Rs. in lacs)

| Sl. No. | Particulars | Amount | |
|---------|---|-------------------------------|---------------|
| | | 2009-10 | 2008-09 |
| (i) | the principal amount and the interest due thereon remaining unpaid to any supplier - Principal amount - Interest thereon | 370.97 13.31 | 175.34 Nil |
| (ii) | the amount of interest paid by the buyer in terms of Section 16, alongwith the amounts of the payment made to the supplier beyond the appointed day. | Nil | Nil |
| (iii) | the amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act. | Nil | Nil |
| (iv) | the amount of interest accrued and remaining unpaid | 13.31 | Nil |
| (v) | the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Micro Small and Medium Enterprise Development Act, 2006. | Nil | Nil |

12. Income Tax

Components of Deferred Tax Liabilities (Net) arising on account of timing differences as at March 31, 2010 and March 31, 2009 are as given below :

(Rs. in lacs)

| Particulars | As on 31st March, 2010 | As on 31st March, 2009 |
|---|---------------------------|---------------------------|
| Deferred Tax Assets (A) | | |
| Effect of expenditure debited to Profit & Loss Account but allowable for tax purposes in following years. | 300.21 | 340.38 |
| Provision for Doubtful Debts | 8.11 | 31.08 |
| Gross Deferred Tax Assets | 308.32 | 371.46 |
| Deferred Tax Liabilities (B) | | |
| Difference in Depreciation and other differences in block of Fixed Assets and Intangible Assets as per Tax and Financial Books. | 1600.22 | 1420.82 |
| Gross Deferred Tax Liabilities | 1600.22 | 1420.82 |
| Deferred Tax Liabilities (Net) (B-A) | 1291.90 | 1049.36 |

13. In the opinion of the management, the decline in market value of the quoted investments by Rs.239.64 lacs (Rs.563.35 lacs) in a joint venture company at the year end is temporary and hence, does not call for any provision there against.
14. In accordance with Explanation below Para 10 of Notified Accounting Standard 9: Revenue Recognition, Excise duty on sales amounting to Rs. 3187.88 lacs (Rs. 6348.10 lacs) has been reduced from sales in the Profit and Loss Account and excise duty on increase in stocks amounting to Rs. 252.46 lacs considered as expense (Rs. 681.47 lacs on decrease in stocks has been considered as income) in Schedule 18 of the financial statements.

15. Employee Benefit plans (Notified AS 15)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is funded with an insurance company in the form of a qualifying insurance policy.

The Company has also agreed to provide pension to certain employees. These benefits are unfunded.

The following tables summarize the components of net benefit expense recognized in the profit and loss account and the funded status and amounts recognized in the balance sheet for the respective plans.

Net employee benefit expense (recognized in Employee Cost) :

(Rs. in lacs)

| | Gratuity | | Pension | |
|--|----------|---------|---------|---------|
| | 2009-10 | 2008-09 | 2009-10 | 2008-09 |
| Current service cost | 61.24 | 53.28 | - | - |
| Interest cost on benefit obligation | 70.95 | 52.42 | 18.70 | 15.25 |
| Expected return on plan assets | (77.70) | (70.68) | - | - |
| Net Actuarial (Gain)/Loss recognized during the year | 70.68 | 140.52 | (13.06) | 27.73 |
| Add: Movement of short term liability of current employees | 1.43 | - | (5.65) | (0.54) |
| Net Benefit Expense | 126.60 | 175.54 | (0.01) | 42.44 |

Amount recognized in the Balance Sheet :

(Rs. in lacs)

| | Gratuity | | | Pension | | |
|-------------------------------|----------|----------|----------|---------|---------|---------|
| | 2009-10 | 2008-09 | 2007-08 | 2009-10 | 2008-09 | 2007-08 |
| Defined benefit obligation | 1021.46 | 923.81 | 788.97 | 251.80 | 276.85 | 263.64 |
| Fair value of the plan assets | (956.42) | (850.02) | (776.57) | - | - | - |
| Net (Asset)/ Liability | 65.04 | 73.79 | 12.40 | 251.80 | 276.85 | 263.64 |

Changes in present value of the defined benefit obligation are as follows :

(Rs. in lacs)

| | Gratuity | | Pension | |
|--|----------|----------|---------|---------|
| | 2009-10 | 2008-09 | 2009-10 | 2008-09 |
| Opening defined benefit obligation | 923.81 | 788.97 | 276.85 | 263.64 |
| Interest Cost | 70.95 | 52.42 | 18.70 | 15.25 |
| Current Service Cost | 61.24 | 53.28 | - | - |
| Benefit paid | (106.50) | (111.38) | (25.04) | (29.24) |
| Actuarial (Gain)/Loss on obligations | 70.68 | 140.52 | (13.06) | 27.73 |
| Already paid off of employees transferred from group companies | 1.28 | - | - | - |
| Add: Differential liability (short term) for current employees | - | - | (5.65) | (0.53) |
| Closing defined benefit obligation | 1021.46 | 923.81 | 251.80 | 276.85 |

Changes in the fair value of plan assets are as follows :

(Rs. in lacs)

| | Gratuity | |
|-----------------------------------|----------|----------|
| | 2009-10 | 2008-09 |
| Opening fair value of plan assets | 850.02 | 776.57 |
| Expected Return | 77.70 | 70.68 |
| Contributions by employer | 135.20 | 114.15 |
| Benefits paid | (106.50) | (111.38) |
| Closing fair value of plan assets | 956.42 | 850.02 |

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

| | Gratuity (%) | |
|--------------------------|--------------|---------|
| | 2009-10 | 2008-09 |
| Investments with insurer | 100% | 100% |

The overall expected rate of return on assets is determined based on the actual rate of return during the current year. The principal assumptions used in determining gratuity and pension benefit obligations for the Company's plans are shown below :

| | Gratuity | | Pension | |
|--------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
| | 2009-10 | 2008-09 | 2009-10 | 2008-09 |
| Mortality Table | LIC 1994-96 Ultimate | LIC 1994-96 Ultimate | LIC 1994-96 Ultimate | LIC 1994-96 Ultimate |
| Attrition Rate | 5.00% | 5.00% | N.A. | N.A. |
| Imputed rate of Interest | 8.00% | 7.00% | 8.00% | 7.00% |
| Salary rise | 7.50% | 6.00% | N.A. | N.A. |
| Return on plan assets | 9.40% | 9.40% | N.A. | N.A. |
| Remaining working life | 13.93 years | 13.66 years | N.A. | N.A. |

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Notes :

- Information relating to experience adjustments to plan assets and liabilities as required by Para 120(n)(ii) of the Accounting Standard 15 (Revised) on Employee Benefits is not available with the Company. The impact of the same is not material.
- The actuarial valuation of gratuity liability in the current year, previous year and the year prior to the previous year was done in accordance with the revised Accounting Standard 15, Employee Benefits. Accordingly, comparative numbers has been disclosed since the date of adoption.

The Company expects to contribute Rs. 100 lacs (Rs. 150 lacs) to gratuity fund during the year 2010-11.

Defined Contribution Plan

(Rs. in lacs)

| | Amount | |
|-------------------------------------|---------------|---------------|
| | 2009-10 | 2008-09 |
| Contribution to Provident Fund | 196.10 | 181.04 |
| Contribution to Superannuation Fund | 81.92 | 75.31 |
| Total | 278.02 | 256.35 |

16. Supplementary Statutory Information
16.1 Earnings in Foreign Currency (on accrual basis)

1. Export at F.O.B. Value
2. Claims from Vendors
3. Others

16.2 Expenditure in Foreign Currency (on accrual basis)

1. Travelling
2. Interest(Net of Tax)
3. Technical Know-How Fees (Net of Tax)
4. Royalty (Net of Tax)
5. Commission
6. Others

16.3 Value of imports calculated on C.I.F. basis

1. Raw Materials
2. Stores & Spares
3. Capital Goods
4. Goods purchased for re-sale

| Rs. in lacs | |
|-----------------|----------|
| 2009-10 | 2008-09 |
| 4209.88 | 2502.25 |
| 125.33 | - |
| 50.08 | 94.80 |
| 54.31 | 43.60 |
| 67.26 | - |
| - | 75.41 |
| 64.43 | 31.35 |
| 107.98 | 60.71 |
| 193.01 | 37.40 |
| 13468.03 | 10118.46 |
| 179.21 | 314.66 |
| 552.34 | 221.25 |
| 2984.67 | 548.16 |

16.4 Managerial Remuneration*

1. Salary
2. Commission
3. Contribution to Provident Fund
4. Perquisites
(Actual and/or evaluated as per Income Tax Rules, 1962)

| Rs. in lacs | |
|--------------|---------|
| 2009-10 | 2008-09 |
| 19.20 | 16.20 |
| 9.60 | 8.10 |
| 2.31 | 1.95 |
| 5.07 | 4.22 |
| 36.18 | 30.47 |

* As the liability of gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Chief Executive Officer and Manager is not included above.

16.5 Computation of Net Profit in accordance with Section 349 of the Companies Act, 1956 for calculation of commission payable to Manager.

- Profit before tax as per Profit and Loss Account
- Add:
- Managerial Remuneration
- Director's Sitting Fee
- Provision for doubtful debts
- Net Profit for calculating Managerial Commission
- Commission payable @ 1% of Net Profit
- Commission payable restricted to 50% of the Basic Salary

| Rs. in lacs | |
|----------------|---------|
| 2009-10 | 2008-09 |
| 4132.05 | 1125.36 |
| 36.18 | 30.47 |
| 9.65 | 7.30 |
| (67.56) | 29.27 |
| 4110.32 | 1192.40 |
| 41.10 | 11.92 |
| 9.60 | 8.10 |

17. Additional information pursuant to the provision of paragraphs 3,4C and 4D of Part II of Schedule-VI of the Companies Act, 1956

17.1 Licensed Capacity, Installed capacity, Actual Production, Purchase, Sales and Stocks

(Value in Rs. lacs)

| Goods Manufactured | Unit | Capacity | | Production | Purchase | | Sales # | | Stocks | |
|---|------|----------------------|---|----------------------|--------------------|----------------------|----------------------|------------------------|------------------|----------------------|
| | | Licensed | Installed (as certified by the Management) | | Quantity | Value | Quantity | Value | Quantity | Value |
| Electrical Cables Wires, Conductors, Strips of all types (excluding Telecommunication Cables, Wires, Conductors, Strips of all types connected with telecommunication and items reserved for small scale) | KM | 15750 (14500) | 12750 (11500) | 4966 (4093) | } | | 27647 (21705) | 39317.86 (51849.74) | 2474 (2515) | 4030.76 (2390.22) |
| | MCM | 200 (200) | 150 (150) | 27 (20) | | | | | | |
| | MT | 6000 (6000) | 3000 (3000) | 400 (208) | | | | | | |
| Cable end seals of Plastics | Nos. | 500000 (500000) | 250000 (250000) | - (-) | | | - (-) | - (-) | - (-) | - (-) |
| PVC insulated Single/ Multicore unsheathed cables with Cu./Al. conductor for 650/1100 Volts | CKM | 200000 (200000) | 150000 (150000) | 89 (18) | | | - (-) | - (-) | - (-) | - (-) |
| Flexible Cables (for House Wiring) | KM | 500000 (500000) | - (-) | - (-) | | | - (-) | - (-) | - (-) | - (-) |
| Optical Fibre Cable | KM | 50000 (50000) | 50000 (50000) | - (-) | | | - (-) | - (-) | - (-) | - (-) |
| Optical Fibre Cable Accessories | Nos. | 500000 (200000) | - (-) | - (-) | | | - (-) | - (-) | - (-) | - (-) |
| Jelly Filled Telephone Cables and other | CKM | 2500000 (2500000) | 2500000 (2500000) | - (-) | | | - (-) | - (-) | - (-) | - (-) |
| Telecommunication Cables Pigtail and Patchcords | Nos. | 450000 (450000) | - (-) | - (-) | | | - (-) | - (-) | - (-) | - (-) |
| Fibre Re-inforced Plastic Rod | KM | 200000 (200000) | - (-) | - (-) | | | - (-) | - (-) | - (-) | - (-) |
| Optical Fibre | FKM | 6000000 (6000000) | 1500000 (1500000) | 1127737 (1335049) | 651090 (325796) | 3160.12 (1516.43) | 1778369 (1658052) | 7922.60 (6973.15) | - (-) | - (-) |
| Aluminium Rods | MT | 4800 (4800) | 8000 (8000) | 2416* (1681) | | | - (-) | - (-) | - (-) | - (-) |
| Grooved Copper Contact Wire and Cadmium Copper Catenary Wire | MT | On Job Basis | | - (-) | | | | | | |
| Capacitors - MFD | Pcs | 5000000 (5000000) | 1000 (1000) | 51 (8) | | | 51 (11) | - (-) | - (3) | - (-) |
| Capacitors - LT & HT | KVAr | 1500000 (1500000) | 2000000 (2000000) | 1368657 (1384803) | | | 1356804 (1370157) | 1679.53 (2376.15) | 59353 (47710) | 78.30 (34.88) |
| Electrical Panels | Pcs | 500 (500) | 500 (500) | 57 (58) | | | 57 (58) | - (-) | - (-) | - (-) |
| Cross Linked Polyethylene compound including insulating, semiconducting and other special grades | MT | 1000 (1000) | 2000 (2000) | - (-) | | | - (-) | - (-) | - (-) | - (-) |
| Other Traded Goods | | | | | | 1138.57 (1080.97) | | 1763.01 (1722.50) | | 11.83 (13.44) |
| Miscellaneous Sales | | | | | | | | 2078.20 (1169.78) | | 49.65 (7.41) |

* Used for Captive consumption for manufacturing of cables.

Including Excise duty amounting to Rs. 3187.88 lacs (Rs. 6348.10 lacs).

Notes : (1) Previous year's figures are given in brackets.

(2) Difference in quantity, if any, represents own consumption, samples and wastages.

17.2 Consumption of Raw Materials

| | Quantity M.T. | Value (Rs. in lacs) |
|-----------------|-----------------------|-------------------------------|
| 1. Aluminium | 6157 (5845) | 6171.02 (7437.00) |
| 2. Copper | 3550 (2983) | 10546.01 (11310.00) |
| 3. PVC Compound | 5489 (5313) | 3159.60 (3170.00) |
| 4. Others | | 11947.12 (13366.75) |
| Total | | 31823.75 (35283.75) |

17.3 Imported and Indigenous Raw Materials and Stores & Spare Parts Consumed and percentage thereof :

(Rs. in lacs)

| Particulars | Total Value of Consumption | Imported Value* | Indigenous Value* | Percentage of total consumption | |
|----------------------|----------------------------------|------------------------------|-------------------------------|------------------------------------|-------------------------|
| | | | | Imported | Indigenous |
| Raw Materials | 31823.75 (35283.75) | 14323.24 (9522.43) | 17500.51 (25761.32) | 45.01 (26.99) | 54.99 (73.01) |
| Stores & Spare Parts | 808.88 (953.98) | 234.34 (280.00) | 574.54 (673.98) | 28.97 (29.35) | 71.03 (70.65) |

*As certified by the Management

18. Subsequent Events

On 11th May, 2010, the Board of Directors, with a view to concentrate on the core business segment of the Company *i.e.* Power Cables & Capacitors, proposed to sell, Lease and/or transfer Optic Fibre Goa Unit of the Company to Birla Furukawa Fibre Optics Limited, a Joint Venture Company, subject to necessary approval from the Shareholders and other compliances as may be needed. The Unit will, however, continue its operations till the transfer actually takes place. No impairment provision is required to be made as the Management expects to realize a price higher than the Written Down Value of the Fixed Assets to be transferred.

19. Previous Year Comparatives

Previous year's figures, are shown in brackets in the Schedules and have been regrouped wherever necessary to confirm to this year's classification.

As per our report of even date
For S. R. BATLIBOI & CO.
Chartered Accountants
Firm Registration No. 301003E

D.R. Bansal
Chief Executive Officer

Per Anil Gupta
Partner
Membership No. 87921
New Delhi, 11th May, 2010

Pankaj Kalani
President (Commercial) & Secretary

H. V. Lodha
S. R. Jain
S. S. Kothari
S. C. Jain
J. C. Sharma
Dinesh Chanda

Chairman

Directors

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. Registration Details:

| | | | | | | | | | | | | | | | | | | | | |
|--------------------|------|-------|---|---|------|---|---|---|------------|--|--|--|--|--|--|--|--|---|---|--|
| Registration No. | 1 | 0 | - | 0 | 1 | 1 | 1 | 4 | State Code | | | | | | | | | 1 | 0 | |
| Balance Sheet Date | 3 | 1 | 0 | 3 | 2 | 0 | 1 | 0 | | | | | | | | | | | | |
| | Date | Month | | | Year | | | | | | | | | | | | | | | |

II. Capital raised during the Year (Amount in Rs. Thousands)

| | | | | | | | | | | | | | | | | | | | | | |
|--------------|--|--|--|--|--|--|--|---|---|---|-------------------|--|--|--|--|--|--|--|---|---|---|
| Public Issue | | | | | | | | N | I | L | Bonus Issue | | | | | | | | N | I | L |
| Rights Issue | | | | | | | | N | I | L | Private Placement | | | | | | | | N | I | L |

III. Position of Mobilisation and Deployment of Funds (Amount in Rs. Thousands)

| | | | | | | | | | | | | | | | | | | | |
|-------------------|--|--|---|---|---|---|---|---|---|--------------|--|--|---|---|---|---|---|---|---|
| Total Liabilities | | | 4 | 4 | 1 | 8 | 1 | 7 | 6 | Total Assets | | | 4 | 4 | 1 | 8 | 1 | 7 | 6 |
|-------------------|--|--|---|---|---|---|---|---|---|--------------|--|--|---|---|---|---|---|---|---|

Source of Funds

| | | | | | | | | | | | | | | | | | | | |
|-----------------|--|--|---|---|---|---|---|---|---|--------------------------------|--|--|---|---|---|---|---|---|---|
| Paid-Up Capital | | | | 2 | 3 | 1 | 3 | 3 | 2 | Reserves & Surplus | | | 1 | 7 | 1 | 0 | 4 | 1 | 7 |
| Secured Loans | | | 1 | 2 | 2 | 3 | 2 | 5 | 5 | Unsecured Loans | | | | 1 | 1 | 9 | 2 | 5 | 4 |
| | | | | | | | | | | Deferred Tax Liabilities (Net) | | | | 1 | 2 | 9 | 1 | 9 | 0 |

Application of Funds

| | | | | | | | | | | | | | | | | | | | | | |
|---------------------------|--|--|---|---|---|---|---|---|---|--------------------|---|--|--|---|---|---|---|---|---|---|---|
| Net Fixed Assets | | | 1 | 4 | 4 | 0 | 4 | 0 | 1 | Investments | | | | 5 | 0 | 7 | 4 | 4 | 2 | | |
| Net Current Assets | | | 1 | 4 | 6 | 5 | 6 | 0 | 5 | Accumulated Losses | | | | | | | | | N | I | L |
| Miscellaneous Expenditure | | | | | | | | | N | I | L | | | | | | | | | | |

IV. Performance of Company (Amount in Rs. Thousands)

| | | | | | | | | | | | | | | | | | | | | | | | |
|--------------------------|---|---|--|---|---|---|---|---|---|---|-------------------|------------------|---|---|---|---|---|---|---|---|---|---|---|
| Turnover | | | | 5 | 1 | 6 | 3 | 8 | 7 | 5 | Total Expenditure | | | | 4 | 7 | 5 | 0 | 6 | 7 | 0 | | |
| Profit Before Tax | + | - | | | | 4 | 1 | 3 | 2 | 0 | 5 | Profit After Tax | + | - | | | | 2 | 7 | 1 | 4 | 1 | 9 |
| Earning Per Share in Rs. | + | - | | | | | 1 | 1 | . | 7 | 3 | Dividend Rate % | | | | | | | | | | 2 | 5 |

V. Generic Names of Products/Services of Company (as per monetary terms)

| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|--------------------------|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|---|---|---|---|---|---|---|---|---|---|
| Item Code No. (ITC Code) | | | | | | | | | | | | | | | | | | | | 8 | 5 | . | 4 | 4 | | | | | |
| Product Description | | | | | | | | | | | | | | | | | | | | C | A | B | L | E | S | | | | |
| Item Code No. (ITC Code) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Product Description | | | | | | | | | | | | | | | | | | | | C | A | P | A | C | I | T | O | R | S |
| Item Code No. (ITC Code) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Product Description | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Item Code No. (ITC Code) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Product Description | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Item Code No. (ITC Code) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Product Description | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |