



**ULTRAMARINE &
PIGMENTS LTD.**



**50th
Annual Report
2010-2011**

Board of Directors

Mr. R. Sampath (Chairman & Managing Director)
Ms. Indira Sundararajan (Wholetime Director)
Mr. S. Santhanam
Mr. Nimish Patel
Mr. M. C. Choksi
Dr. G. G. Nair
Ms. K. R. Javeri
Mr. S. Sridhar

Company Secretary

Mr. N. Asokan

Bankers

Bank of India
HDFC Bank Limited
State Bank of India

Auditors

Contractor, Nayak & Kishnadwala
Chartered Accountants
1B, 1st Floor, Pushpan
K.D.Road, Vile Parle
Mumbai 400 056

Registered Office

Thirumalai House, Road No.29
Near Sion Hill Fort, Sion (E), Mumbai 400 022
Tel. : 2401 7841, 7834, 7853, 7861
Fax : 2401 1699 / 2401 4754
E-mail : thirumalai@thiruchem.com
Website : www.ultramarinepigments.net

Registrar & Share Transfer Agents

Link Intime India Private Limited
C-13, Pannlal Silk Mills Compound
L.B.S. Marg, Bhandup (W)
Mumbai 400 078

Ph : 022 2594 6970
Fax : 022 2594 6969
E-mail : rnt@helpdesk@linkintime.co.in
Website : www.linkintime.com

Factory

Ambattur

556, Vanagaram Road
Ambattur, Chennai - 600 053
Tel. : 91-44-2682 1195 / 1196 / 1197 / 1198 / 1199
Fax : 91-44-2682 1201
E-mail : ultra_marine@bsnl.in

Ranipet

25-B, SIPCOT Industrial Complex
Ranipet - 632 403, Tamilnadu
Tel. : 04172-244441/244442
Fax : 04172-244918
E-mail : upl.syndet@vsnl.net

General Information

- Company's Shares Listed at Bombay Stock Exchange Ltd.
- Company's Shares are mandated for trading in demat mode.
- ISIN allotted to company's share is INE405A01021

50th Annual General Meeting

Date & Time

Monday, August 8, 2011 at 4.00 p.m.

Venue

Mysore Association Auditorium
Bhaudaji Road, Matunga
Mumbai - 400 019

Dividend declared

150 % (₹ 3/- per share of ₹ 2/- each)

Dividend eligibility

For : Registered Member

Physical Shares : As on August 8, 2011

Demat Shares : At the close of business hours on Monday, July 25, 2011 as per the list of beneficial ownership furnished by the Depository Participants

Book closure

July 26, 2011 to August 8, 2011 (both days inclusive)

Contents	Page No.
Notice	1
Directors' Report	3
Corporate Governance Report	7
Auditors' Report	15
Balance Sheet	19
Profit and Loss Account	20
Cash Flow Statement	21
Schedules	22
Notes To Accounts	29

Members are requested to bring their copy of Annual Report with them to the Annual General Meeting

NOTICE

NOTICE is hereby given that the **FIFTIETH ANNUAL GENERAL MEETING OF THE MEMBERS OF ULTRAMARINE & PIGMENTS LIMITED** will be held at THE MYSORE ASSOCIATION AUDITORIUM, Mysore Association, 393 Bhaudaji Road, Matunga-C.Rly. Mumbai 400 019 on Monday, the 8th day of August, 2011 at 4.00 p.m. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Directors' Report and the Audited Profit and Loss Account for the year ended March 31, 2011 and the Balance Sheet as at that date and the Auditors' Report thereon.
2. To declare a dividend.
3. To appoint a Director in place of Mr.S.Santhanam who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr.M.C.Choksi who retires by rotation and, being eligible offers himself for re-appointment.
5. To appoint Auditors for the current year and fix their remuneration.

By the Order of the Board of Directors

N. Asokan
Company Secretary

May 26, 2011

Registered Office:

Thirumalai House, Road No.29,
Sion (East)
Mumbai 400 022

NOTES:

- a) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
- b) The proxy form duly completed and signed should be deposited at the Registered Office of the Company at least 48 hours before the commencement of the meeting.
- c) The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, July 26, 2011 to Monday, August 8, 2011 (both days inclusive) for determining the names of members eligible for dividend, if approved. In respect of shares held in Electronic form, the dividend will be paid to those shareholders whose names appear at the close of Business hours on Monday, July 25, 2011 as beneficial owners as per list furnished by the Depository Participants for the purpose.
- d) Members are requested to notify immediately any change in their addresses and/or Bank Mandate details to the Company's Registrar and Share Transfer Agent for shares held in physical form and to their respective Depository Participants (DP) for shares held in Electronic form.
- e) Members desiring any clarification on accounts are requested to write to the Company at an early date so as to enable the Company to keep the information ready.
- f) Pursuant to the provisions of Section 205A(5) & 205C of the Companies Act, 1956, the Company has transferred the unpaid or unclaimed dividend for the financial year 1995-1996 to 2002-2003 to the Investor Education and Protection Fund (IEPF) established by the Central Government.

Accordingly, amounts have been transferred to the Investor Education and Protection fund from time to time. All persons are requested to note that no claims shall lie against the Company or the said fund in respect of any amounts which were unclaimed and unpaid for a period of 7 years from the dates that they first became due for payment and no payment shall be made in respect of any such claims.

Persons who have not encashed their dividend warrants are requested to approach the Company for obtaining the duplicate warrants before the balance in the respective account gets transferred to the Investor Education and Protection Fund.

- g) The Equity shares of the Company are mandated for trading in the compulsory dematerialized Mode. The ISIN No. allotted for the Company's shares is INE405A01021.
- h) Member(s) wanting to nominate a person on whom the Shares will vest in the event of death of the holder(s) are requested to use the prescribed Form - 2B and forward to the Company's Registrars.
- i) Re-appointment of retiring Directors:

Mr. S.Santhanam and Mr. M.C.Choksi, Directors of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

Mr.S.Santhanam, 71 years, joined the Board as an Additional Director of the Company on 25th February,1993. Earlier to that, he was a working partner of Chemdyes Trading Company. Mr. S.Santhanam was the Vice-Chairman and Managing Director of the Company till 31st July,2004. During his tenure of office he was looking after Sales and Marketing, Customer Relationship Management, Imports and Exports liaising with government departments and materials procurement, etc. He enjoys very high reputation in the industry. The Company has made significant progress due to the efforts taken by S.Santhanam. Mr.Santhanam's shareholding (in the sole name and as first named shareholder in case of joint shareholdings) in the Company comprise 22,91,460 equity shares representing 7.85% of the Company's paid-up Equity Share Capital.

Mr.M.C.Choksi, 70 years, is a reputed businessman and has been Director of the Company for about 25 years. He is also the Director in other Public Companies such as Asian Paints Ltd. and Elf Trading & Chemicals Manufacturing Ltd. Mr.Choksi's experience and knowledge of Corporate issues and understanding of the Paints, Pigments and Resins Industry is widely acknowledged. Mr.Choksi's shareholding (in the sole name and as first named shareholder in case of joint shareholdings) in the Company comprise 3,600 equity shares representing 0.01% of the Company's paid-up Equity Share Capital.

The Board of Directors of the Company recommends their respective re-appointments.

- j) Members are requested to bring attendance-Slip along with their copy of Annual Report to the Meeting.
- k) The Ministry of Corporate Affairs (MCA) vide its circular No. 17/2011 dt.21/04/2011 & Circular No.18/2011 dated 29/04/2011 has taken a '**Go Green Initiative**' by allowing paperless compliances by Companies through Electronic mode. The Company thus proposes to send all documents like General Meeting Notices including AGM Notice, Audited Financial Statements, Directors' Report, Auditors' Report etc henceforth to the Members in electronic form in lieu of the physical form. To support this green initiative of the Government in full measure, Members holding shares in the Demat Mode & the Physical Mode, and who have not registered their e-mail addresses are requested to register their e-mail ID for the purpose of servicing documents by the Company in electronic mode at our email id ultramarinegreen@linkintime.co.in

By Order of the Board of Directors

N.Asokan
Company Secretary

May 26, 2011

Registered Office :

Thirumalai House,
Road No.29,
Sion (East)
Mumbai 400 022

DIRECTORS' REPORT, MANAGEMENT DISCUSSIONS & ANALYSIS

To

The Members,

Ultramarine & Pigments Ltd.

Your Directors have pleasure in presenting their **FIFTIETH ANNUAL REPORT AND AUDITED STATEMENT OF ACCOUNTS** of the Company for the year ended **March 31, 2011**.

	(₹ in Lakhs)	
Financial Results	Year ending 2010-2011	Year ending 2009-2010
Gross Profit Before Interest, Finance Charges and Depreciation	2880	2120
Interest and Finance charges	(41)	(90)
Profit before Depreciation and Tax	2839	2030
Depreciation	427	(430)
Profit before Tax	2412	1600
Provision for Current Tax	771	(670)
Profit after Current Tax	1641	930
Provision for Deferred Tax	59	148
Excess provision for earlier years	1	Nil
Profit after Tax	1701	1078
Balance in Profit & Loss Account	3073	3160
Profit available for appropriation	4774	4238
Appropriations:		
Dividend	876	876
Tax on Dividends	146	146
General Reserve	175	143
Balance carried forward	3577	3073
	4774	4238

Dividend

Your Directors have recommended a Dividend of ₹ 3/-per share of the nominal value of ₹ 2/-each for the year ended March 31, 2011 [previous year ₹ 3/-Per Share of nominal value ₹ 2/-per share including ₹ 1 towards Golden Jubilee Year Dividend]. The payment of dividend together with the tax thereon absorbed a sum of ₹ 1022/-Lakhs. The Dividend, if declared, by the members at the forthcoming Annual General Meeting will be paid to all the eligible members by 11th August 2011.

MANAGEMENTS' DISCUSSIONS AND ANALYSIS**Operations and Financial Performance**

The performance of various business segments of the company were a mixed one with Pigments showing an improved performance, where as other divisions including IT enabled services experienced a dip in volume & profitability. The division-wise business review of the company for the financial year 2010-11 is given below.

Pigment Division

The Company achieved gross sales of ₹ 5089 lakhs with 4380 MT during the financial year ended 31st March, 2011 as against ₹ 4511 lakhs (4236 MT) in the previous financial year.

The value grew by 16% and this coupled with a value added product mix during the year under review helped post better profit. The company has established a very good market share in the industrial segment and an improved penetration of export markets. A focused approach in promoting high value industrial grades and penetrating newer markets augurs well for the pigment division in future.

Surfactants Division

The Company achieved gross sales (includes processing) of ₹ 6522 lakhs during the financial year ended 31-3-2011 as against ₹ 5459 lakhs in the previous financial year.

The revamping of our marketing set up has started yielding desirable results. In the industrial segment, due to the problem of raw material sourcing, our margin could not improve as much as we had anticipated.

Your company is also concentrating on penetrating the FMCG segment in a methodical manner.

Wind Mill Generation

The power generated from wind turbines is 39.53 lakh units valued at ₹ 136 lakhs (which partially adjusted against consumption). This value of units generated is lower than the previous year due to vagaries of south west monsoon.

There is a considerable energy shortage in Tamilnadu which amounts to more than 4000 MW in the current year. There has been consistent increase in the rate awarded to energy generated through windmills over a period of time.

We believe this has to continue in view of the long gestation of thermal plants. Further all thermal plants in Tamilnadu have to import coal or haul coal from a long distance. This makes wind energy generation ideal for the state like Tamilnadu.

Keeping this in view, your company commissioned two more wind energy generators of 850 KW each at Rasipalayam in Tamil nadu. The capital outlay of the above two generators is ₹ 1110 Lakhs which was funded partly through borrowings.

Review of IT Division

In the current year, we were able to decrease our losses considerably. Your company has also been able to focus on two important verticals of Publishing and Medical billing.

Though the revenue of ₹ 1261 Lakhs is lower when compared to the previous financial year, the quality of the order book is healthier.

The new Customer Relationship Management [CRM] division has been started by acquiring assets of a local company. This business will allow us to expand in the domestic CRM space. Your company is also in detailed discussions for overseas acquisition in the related fields. We believe this will considerably enhance our ability to scale up and deliver to customers' requirement.

Out of the profit of ₹ 17.01 Crores, ₹ 259 Lakhs is attributable to exceptional item. You will note that the profit due to operations has increased by 36%

Earnings Per Share (EPS) is at ₹ 5.83 (Previous Year ₹ 3.69) and Cash Earnings Per Share (CEPS) is ₹ 7.37 on the paid value of ₹ 2/-per share.

Exports

The exports of the company's products during the year amounted to ₹ 2386 Lakhs (Previous year ₹ 2293 Lakhs).

Internal Control Systems

Your company has evolved a system of strong and adequate internal controls to ensure that its assets and interests are protected. Transactions are authorized, recorded and correctly reported. There are clear demarcation of roles and responsibilities at various levels of operations. The company's internal control system is further strengthened by continuous periodical internal audit system and Audit Committee Review at the Board level. The adequacy of the internal control systems is being periodically reviewed by the Audit Committee. Internal Audit is conducted at regular intervals at various locations of the company and covers all key areas. All audit observations and follow up actions are discussed with the Management and the Statutory Auditors as well and the Audit committee regularly reviews them.

The scope of internal audit covers a wide variety of operational matters and as a minimum, ensures compliance with specific standards with regard to the availability and suitability of policies and procedures and the extent of adherence. It further evaluates the adequacy of segregation of duties, reliability of Management Information Systems including its controls in the area of authorization of procedures and safeguarding of assets. It is to be understood that the overall internal control system is never static but dynamic, reflecting the current requirements at all times. The Board, however, believes that appropriate procedures and controls are operating and monitoring practices are in place.

Personnel

Industrial Relations were quite harmonious throughout the year under review.

The directors earnestly appreciate the contributions and initiatives taken by the employees at all levels for the Company's improved performance year after year.

Opportunities and Threats

The company is confident of achieving a considerable market share in the pigments segment by broadening the net work to all India level with a focus on industrial segment.

In the surfactants segment, it has been envisaged apart from increasing the industrial raw material section we have already started launching our own branded products in to southern markets. This will, over a period of time, improve the margin of the company as the principal raw materials are made inhouse. Towards this, the company has gone ahead in strengthening the marketing function.

On the "ITES" Segment, considerable opportunities still remain unexploited on the domestic "BPO" Segment. The company is looking for more opportunities in the M & A space.

The implementation of the much awaited last leg of the indirect taxation reforms Viz; "GST" [Goods & Services Tax] has just stepped in the first phase with the government introducing the Constitutional Amendment Bill which will reduce the cascading effect of taxation still existing on indirect tax.

The cut throat competition prevalent in the detergent market, the enormous amount of money spent on the publicity campaign by MNCs are the major threats being faced by the company on the marketing side whereas increasing costs of inputs and fuel costs are on the macroeconomic scenario. Moreover, the purchasing power of money is being eroded with the skyrocketing of general prices of almost all commodities which would lead to considerable reduction on the consumption pattern of the society.

Risks and Concerns

1. Though there seems to be no significant reduction on the consumption pattern of industrial pigments, there is a drastic reduction in the pattern on the laundry category as experienced in the recent years.
2. The detergent in the cake form is still being used for laundry use even among the urban folk which causes a major concern on the powder form of detergents.
3. There are considerably a large number of players on the ITES segments which make the market highly competitive especially the competition faced from the Chinese market.

Prospects & Outlook

The implementation of latest technology and modernization in some of the production processes has yielded better results in increasing the yield on industrial grades. Consistent efforts are being made to introduce most modern technology by all feasible methods to improve production process and efficiency. Substantial improvement in productivity, improved efficiency and minimization of wastage are the ultimate goals towards which the company's strategies have been set.

The company has strengthened its marketing force both in

export and domestic segments for enhancing the marketing capabilities. The structure of the existing marketing group has been re-organized and rationalized to address specific issues and bottlenecks arising in the course of marketing and thereby improving customer relationship.

Cautionary Statement

The statements made in the report describes the company's objectives, projections, estimates, expectations and predictions which may be "forward looking statements" within the meaning of the applicable securities laws and regulations. The annual results can differ materially from those expressed or implied, depending on the economic conditions, Government Policies and other incidental factors and developments.

Directors

Mr. S.Santhanam and Mr. M.C.Choksi Directors of the Company, retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

Directors' Responsibility Statement

Pursuant to the provisions of Sec. 217 (2AA) of the Companies Act, 1956, the Directors confirm that.

- i] in the preparation of the annual accounts for the year ended March 31, 2011 the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii] appropriate accounting policies have been selected and applied and such judgment and estimates have been made that are reasonable and prudent so as to give true and fair view of the state of affairs of the company as at March 31, 2011 and of the profit of the company for the year ended that date.
- iii] proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities and
- iv] the annual accounts have been prepared on a "going concern" basis.

Finance

All taxes and statutory dues are being paid on time. The Company has been regular in making timely repayment of the loans and interest to Banks.

As stated supra, the two "WTGs" installed and commissioned in Tirupur District, have been partially financed by EXIM Bank for which the company acknowledges the support extended by EXIM Bank.

The surpluses in business are deployed in a prudent manner considering the risk, reward and safety.

Statement Pursuant to Listing Agreement

The Company's shares are listed with Bombay Stock Exchange Ltd. Your Company has paid the respective annual listing fees up-to-date and there are no arrears.

Report on Corporate Governance

The Report on Corporate Governance as stipulated under clause 49 of the listing agreement forms part of the Annual Report and is annexed herewith.

As required by the Listing Agreement, Auditors' Report on Corporate Governance and a declaration by the Chairman & Managing Director with regard to the Code of Conduct are attached to the said Report.

The Management Discussion and Analysis is given as a separate statement forming part of the Annual Report.

Further as required under Clause 49 of the Listing Agreement, a certificate duly signed by the Managing Director and the Chief Financial Officer on the Financial Statements of the Company for the year ended 31st March, 2011, was submitted to the Board of Directors at their meeting held on 26th May, 2011

Auditors

M/s. Contractor, Nayak and Kishnadwala, Chartered Accountants, the Statutory Auditors of the Company hold office until the conclusion of the ensuing AGM. The notice convening the AGM is self-explanatory. They are eligible for reappointment.

Cost Audit

As per the requirement of the Central Government and pursuant to Section 233B of the Companies Act 1956, the company carries out an audit of cost accounts relating to its Soaps and Detergent Division every year. Mr.Kalyanaraman is appointed as Cost auditor.

Particulars Of Employees

Information in accordance with the provisions of Section 217(2A)

of the Companies Act, 1956, read with the Companies (Particulars of the Employees) Rules, 1975, as amended, forms part of the Directors' Report. However, as per the provisions of Section 219(1)(b)(iv) of the Companies Act, 1956, this report and accounts are being sent to all the Shareholders of the Company, excluding the statement of particulars of employees under Section 217(2A) of the Companies Act, 1956. Any Shareholder interested in obtaining a copy of the said statement may write to the Company Secretary and the same will be sent by post.

Conservation of energy, technology absorption, foreign exchange earning and outgo

The particulars required to be included in terms of section 217(1)(e) of the Companies Act, 1956 with regard to Conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo are given in Annexure.

Acknowledgement

The Board acknowledges the support given by the employees for their collective contribution, Bankers and the shareholders for their continued support.

By Order of the Board
for ULTRAMARINE & PIGMENTS LTD.

R.SAMPATH
CHAIRMAN & MANAGING DIRECTOR

MUMBAI

Date: May 26, 2011

CORPORATE GOVERNANCE REPORT 2010-2011

(as required under Clause 49 of the Listing Agreement with Stock Exchanges)

Company's philosophy on Corporate Governance

The Company believes that the pursuit for good Corporate Governance is an ongoing process which facilitates the company to achieve its avowed objectives of transparency, accountability and responsibility in all our dealings with our shareholders, customers, employees and the community at large. This objective extends not merely to meet with statutory requirements but also to go beyond them by putting into place procedures and systems which are in accordance with the best practices for corporate governance.

The Company recognizes that strong Corporate Governance is a key driver of sustainable corporate growth and long term value creation.

In this report the company confirms its compliance with the corporate governance code as required by Clause 49 of the listing agreement with the Stock Exchanges.

(a) Composition

1. The Board of Directors of your Company comprise of an Executive Chairman & Managing Director, a Whole-time Director with Six Non-Executive Directors.
2. All Non-Executive Directors except Mr. S. Sridhar and Mr. S. Santhanam are independent Directors.

(b) Board Committees

i. Audit cum Remuneration Committee

Dr. G.G. Nair (Chairman)

Ms. K.R. Javeri (Member)

Mr. S. Sridhar (Member)

During the year, the Committee met four times on 28/05/2010, 02/08/2010, 03/11/2010 and 08/02/2011. All the members of the Committee as well as the concerned partner of the Statutory Auditor remained present at all the meetings while the Partner of the Company's Internal Audit Firm, who was invited to attend the Audit Committee meeting held on 28/05/2010 was present. The audited results for the year ended 31/03/2011 were reviewed by the Committee before being placed before the Board.

The committee Members also review the Statement of outstanding Debts, particularly overdue, as also group Company transactions. Appointment and payment of remuneration to the Directors and key management personnel are also referred to/reviewed by the Committee. The Committee Members also act as members of the selection committee.

ii. Share Transfer / Investors' Grievance Committee

The Share Transfer / Investors Grievance Committee constitutes of the following members:

Dr. G.G. Nair (Chairman)

Ms. K.R. Javeri (Member)

Mr. S. Sridhar (Member)

Mr.N.Asokan, Company Secretary is the Compliance Officer. All complaints whenever received from any investor were timely attended for redressal. Total of 23 complaints were received from the Shareholders during 2010-2011, which were all attended to and resolved and there were no complaints pending at the end of the year. The process of share transfer is delegated and is done once a fortnight (depending on transfers received) which is confirmed and ratified in the next meeting.

The Committee meets as often as is necessary .There has been no complaints from any investor which has not been redressed promptly. Three meetings of the Share Transfer/Investors Grievance Committee were held during the year 2010-2011.

It has been noted that that the shareholding in dematerialized mode as on 31st March, 2011 was 94.06 %.

(c) Board Meetings
Number of Board Meetings held during the year 2010- 2011

Four Meetings of the Board of Directors were held on the following dates:

28/05/2010 02/08/2010 03/11/2010 08/02/2011.

All information, wherever relevant and materially significant, are submitted as part of the agenda papers well in advance of the Board Meetings and the Company Secretary or the Director, in consultation with the Chairman & Managing Director, drafts the agenda of the meetings.

(d) Directors attendance record and directorships held

Name of Directors	Attendance At		No. of Directorships of Other Public Companies	No. of Memberships of Board Sub-committees
	Board Meetings	Last AGM		
Mr. R. Sampath*	4	Yes	1	-
Ms. .Indira Sundararajan**	3	Yes	-	-
Mr. S. Santhanam	4	Yes	1	2
Mr. Nimish Patel	2	Yes	3	2
Mr. M.C. Choksi	2	Yes	2	1
Dr. G.G.Nair	4	Yes	3	4
Mr. S. Sridhar	4	Yes	1	2
Ms. K.R. Javeri	4	Yes	-	2

(*) Chairman and Managing Director.

(**) Whole-time Director.

(e) Remuneration of Directors

Remuneration paid or payable to Managing Director/ Whole-time Director during the year ended 31.03.2011.

(Amount in ₹)

Name	Salary	PF	Others	Commission	Total
1. Mr. R.Sampath -CMD	48,00,000	5,76,000	39,50,769	29,69,474	122,96,243
2 . Ms. Indira Sundarajanan-WD	48,00,000	5,76,000	50,16,058	19,04,185	122,96,243
3. Mr. S.Santhanam -Director	Nil	Nil	Nil	24,59,249	24,59,249

Notes: Managerial remuneration is within the ceiling as per the resolution approved by the shareholders. The caption "others" on the above table includes LTA, Medical and Superannuation.

Sitting fees is payable to the Non-Executive Directors for attending the Board / Committee meetings. The sitting fees paid to the non-executive Directors is as under:

Name	Amount (₹)
Mr. Nimish Patel	40,000/-
Mr. M.C. Choksi	40,000/-
Dr. G.G. Nair	2,20,000/-
Ms. K.R. Javeri	2,20,000/-
Mr. S. Sridhar	2,20,000/-
Mr.S.Santhanam	80,000/-

Payments are made to the Non-Executive Directors depending on the number of meetings attended by them. These payments are reviewed by the Board of Directors from time to time.

(f) Share holdings of Directors

Details of Shares held by Non-Executive Directors as on 31.03.2011

Name	No. of Shares held
Mr. Nimish Patel	52,589
Mr. M.C.Choksi	3,600
Dr. G.G.Nair	18,000
Mr. S.Sridhar	27,98,026
Mr. S.Santhanam	22.91,460

(g) Brief details of General Body Meetings

The Fiftieth Annual General Meeting of the company for the financial year 2010 - 2011 would be held on Monday, the 8th day of August 2011 at 4.00 P.M. at Mysore Association Auditorium, 393, Bhaudaji Road, Matunga, Mumbai – 400 019.

The last three Annual General Meetings were held as under:

Financial Year	Date	Time	Location
2009 – 2010	02-08-2010	4.00 PM	Mysore Association Auditorium, Bhaudaji Road, Matunga, Mumbai – 400 019
2008 – 2009	31.08.2009	4.00 PM	Mysore Association Auditorium, Bhaudaji Road, Matunga, Mumbai – 400 019.
2007 – 2008	28.07.2008	4.00 PM	Mysore Association Auditorium, Bhaudaji Road, Matunga, Mumbai – 400 019.

(h) Code of Conduct

The Company has laid down the Code of Conduct for all Board Members and Senior Management of the Company. The Code is also posted on the Company's website.

All Board members and Senior Management of the Company have affirmed compliance with their Code of Conduct for the financial year ended March 31, 2011. The Chairman & Managing Director has also confirmed and certified the same. The certification is annexed at the end of this Report.

Disclosures

(i) Internal Audit Functions and Statutory Compliance

Internal Audit functions of the company have been carried out by a firm of Chartered Accountants. The Reports of the Internal Auditors on the operations and financial transactions and the action taken thereon by the management in the form of report are duly submitted to the Audit cum Remuneration Committee of the Board of Directors. The Statutory Auditors are provided with the reports of the internal auditors for consideration and report as also the action taken report made by the Company. The Internal auditor also makes presentation to the Audit Committee whenever required.

For every quarter, the Company Secretary/Department Head makes report of Statutory compliances which are placed before the Audit Committee and the Board Meeting.

(ii) Directors with materially significant related party transactions, pecuniary or business relationship with the company

There were no material significant transactions with the Directors or the management or their subsidiaries or relatives that have any potential conflict with the interest of the Company.

(iii) Details of Non-compliance

There were no case of non-compliance by the company nor any cases of penalties, strictures imposed on the company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

(iv) Risk Management

The Company has well laid down procedures to inform Board Members about the risk assessment and minimisation procedures.

(v) CEO /CFO Certification

Appropriate certification as required under Para V of Clause 49 of the Listing requirements has been made to the Board of Directors by the CEO /CFO which has been taken note of by the Board.

(vi) Means of communication

The company has promptly reported all material information including quarterly results and press releases to the Bombay Stock Exchange where the company's securities are listed. The quarterly results were communicated to the shareholders by way of advertisement in a National Daily and in a vernacular language newspaper.

(vii) Disclosures by Management to the Board

All details relating to financial and commercial transactions where Directors may have a potential interest are provided to the Board, and the interested Directors neither participate in the discussion, nor do they vote on such matters.

(viii) Management Discussion and analysis

This annual report has a detailed chapter on management discussion and analysis.

(ix) General Shareholders Information

- 1) Date, time and venue of 50th AGM : Monday, 8th August, 2011 at 4.00 p.m.
Mysore Association Auditorium,
Bhaudaji Road, Matunga,
Mumbai 400 019.
- 2) Date of Book Closure : July 26, 2011 to August 8, 2011 (both days Inclusive)
- 3) Listing on Stock Exchanges : Bombay Stock Exchange Ltd.
- 4) Listing Fees : Paid as per the listing agreement
- 5) ISIN No. : INE 405 A0 1021
- 6) BSE Stock Code : 506685
- 7) Registered Office : Thirumalai House,
Road No.29, Sion- East, Mumbai-400 022.
Phone: +91-22-24017834/41/61/69
Fax : +91-22-24011699
E.Mail : thirumalai@thiruchem.com
- 8) Registrars and Share Transfer Agent : Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound
LBS Road, Bhandup (W), Mumbai – 400 078.
Phone: +91-22 25946970
Fax : +91-22 25946969
E.Mail : rnt.helpdesk@linkintime.co.in
- 9) Compliance Officer : Mr. N.Asokan – Company Secretary
Ultramarine & Pigments Ltd.,
Thirumalai House, Road No.29,
Sion (East), Mumbai – 400 022.
Phone:+91-22-24017841/ 2401 7853
Fax : +91-22-2401 1699
E.Mail : thirumalai@thiruchem.com / cs@uplamb.net
- 10) Share Transfer System : The Company's shares are traded in the Stock Exchanges compulsorily in de-materialized mode. Shares sent for physical transfer or de-materialisation requests are registered promptly within from the date of receipt of completed 15 days and validly executed documents.
- 11) Financial Calendar : Annual Results : May 26, 2011
Mailing of Annual Reports : June end 2011
Results for the Quarter ending :
June 30, 2011 : 8th August 2011
September 30, 2011 : By 15th Nov, 2011
December 31, 2011 : By 15th Feb, 2012
March 31, 2012 : May, 2012

- 12) Dividend Payment dates : By 11th August, 2011
- 13) Dematerialisation of Shares : As on 31.03.2011 94.06 % of Company's shares representing 2,74,64,484 Shares were held in the de-materialized form.
- 14) Plant location : **Ambattur**

No.556, Vanagaram Road,
 Ambattur, Chennai – 600 053, TN.
 Tel: (044) 2682 1195 / 96/97/98/99
 Fax: (044) 2682 1201
 E.mail: ultramarine@bsnl.in

Ranipet

25-B, SIPCOT Industrial Complex,
 Ranipet – 632 403, Tamil Nadu.
 Tel: (04172) 244441 / 244442
 Fax: (04172) 244918
 E.mail:syndet@ultramarinepigments.net

15) Categories of Shareholders (as on 31.03.2011)	No. of Shares	% of Shareholders
Promoters/ Directors, their Relatives, Group Companies	1,42,90,090	48.94
Financial Institutions / Banks	2,47,645	0.85
NRI	4,79,604	1.64
Companies / Bodies Corporate	4,84,692	1.66
General Public	1,36,69,629	46.81
Clearing Member & Trusts	28,340	0.10

16) **Distribution of Shareholding as on 31.03.2011**

No. of Shares	No. of Shareholders	% of Shareholding	Shareholding	% of Shareholding
Upto 500	4257	58.36	885690	3.03
501 – 1000	1145	15.70	960210	3.29
1001 – 2000	670	9.18	1060781	3.63
2001 – 5000	663	9.09	2264327	7.75
Over 5000	560	7.67	24028992	82.30
Total	7295	100.00	2,92,00,000	100.00

17) **Stock Market price data for the year 2010 – 2011**

Month	Bombay Stock Exchange		
	High	Low	No. of
	(₹)	(₹)	Shares
April 2010	36.35	32.95	1,95,642
May 2010	40.45	30.05	3,76,750
June 2010	41.10	35.00	6,90,756
July ,2010	44.55	35.45	8,71,923
August 2010	41.00	35.45	7,26,216
September 2010	39.50	32.10	4,35,602
October 2010	41.40	36.50	2,71,359
November 2010	47.50	37.10	7,74,760
December 2010	43.80	38.50	2,43,583
January 2011	43.05	38.00	1,90,100
February 2011	44.80	38.50	2,13,978
March 2011	43.20	39.90	1,20,699

18) **Corporate Ethics**

The consistent endeavour of Ultramarine & Pigments Ltd. is to enhance the reputation of the Company and irrespective of the goals to be achieved, the means are as important as the end. The Company has adopted “The Code of Conduct for prevention of insider trading”, which contains policies prohibiting insider trading. The Company has also promulgated Code of Conduct to be followed by Directors and Management which is also available on the Company’s website.

Declaration by the CEO under Clause 49 1 (D) of the Listing Agreement regarding adherence to the The Code of Conduct

In accordance with Clause 49 sub-clause 1 (D) of the Listing Agreement with the Stock Exchange, I hereby confirm that, all the Directors and the Senior Management Personnel of the Company have affirmed compliance to the Code of Conduct for the Financial Year ended March 31, 2011.

For **Ultramarine & Pigments Ltd.**

R. Sampath
Chairman & Managing Director

Mumbai
May 26, 2011

AUDITORS' REPORT ON CORPORATE GOVERNANCE

To

The members,

Ultramarine & Pigments Limited

We have examined the compliance of conditions of corporate governance by Ultramarine & Pigments Limited for the year ended on 31st March 2011 as stipulated in Clause 49 of the Listing Agreement of the said company with stock exchange.

The compliance of conditions of corporate is the responsibility of the management. Our examination was limited to procedure 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 statement 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.

As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Shareholder and Investor's Grievance Committee.

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 and on behalf of
Contractor Nayak & Kishnadwala
Chartered Accountants

H.V.Kishnadwala
Partner
Membership No.37391
Firm Registration Number 101961W

Mumbai,

Dated : May 26, 2011

AUDITORS' REPORT

The Members of

Ultramarine & Pigments Limited

1. We have audited the attached Balance Sheet of **Ultramarine & Pigments Limited** as at 31st March 2011 (hereinafter referred to as "**the Company**"), the related Profit and Loss Account and the Cash Flow Statement of the Company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in 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 (hereinafter referred to as "**the Order**"), issued by the Central Government in terms of Section 227(4A) of the Companies Act, 1956, and on the basis of such checks as considered appropriate and according to the information and explanations given to us during the course of the audit, we enclose in the Annexure hereto a statement on the matters specified in Paragraphs 4 and 5 of the Order.
4. Further to our comments in the Annexure referred to in above paragraph, we report that:
 - a) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) 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 the books of the Company;
 - c) The Balance Sheet, Profit and Loss Account and the Cash Flow Statement dealt with by the report are in agreement with the books of account of the Company;
 - d) In our opinion, the Balance Sheet, Profit and Loss Account and the Cash Flow Statement comply with the mandatory Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956.
 - e) On the basis of written representations received from the directors of the Company as on 31st March 2011, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2011, from being appointed as a director in terms of Section 274(1)(g) of the Companies Act, 1956.
 - f) In our opinion and to the best of our information and according to the explanations given to us, the said accounts read together with the Notes to Accounts in Schedule 19, give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a. In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2011;
 - b. In the case of the Profit and Loss Account, of the Profit for the year ended on that date,
 - c. In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

For and on behalf of
Contractor, Nayak & Kishnadwala
Chartered Accountants
Firm Registration No. : 101961W

H. V. Kishnadwala
Partner, Membership No. 37391

Mumbai, May 26, 2011

Statement referred to in paragraph 3 of the Auditors' Report of even date to the members of Ultramarine & Pigments Limited on the accounts for the year ended 31st March 2011

On the basis of such checks as considered appropriate and in terms of the information and explanations given to us, we state as under:

- 1 (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets;
- 1 (b) As explained to us, the management at reasonable intervals carries out the physical verification of the fixed assets. The discrepancies noticed on such verification, which were not material, have been appropriately dealt with in the accounts;
- 1 (c) The fixed assets disposed off by the company during the year were not substantial and therefore does not affect the going concern assumption;
- 2 (a) As explained to us, inventories except goods in transit, and Stock lying with third parties, confirmation for which have been obtained, have been physically verified during the year by the management. In our opinion, having regard to the nature and location of stocks, the frequency of the physical verification is reasonable;
- 2 (b) In our opinion and as explained to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business;
- 2 (c) In our opinion and according to the information and explanation given to us, the Company is maintaining proper records of inventory and the discrepancies noticed on physical verification between physicals stocks and the book records were not material in relation to the operations of the Company and the same have been properly dealt with in the books of account;
- 3 (a) As per the information and explanations given to us, the Company has granted unsecured loans to a Company covered in the register maintained under section 301 of the Companies Act, 1956. Details of such unsecured loan granted is as under:

Name of Party	Balance as on 31 March 2011 (Rs.)	Maximum balance outstanding during the year (Rs.)
Thirumalai Chemicals Limited	Nil	211,287,864

- 3 (b) In case of the aforesaid unsecured loans granted to a Company covered in the register maintained under Section 301 of the Companies Act, 1956, the rate of interest and the other terms and conditions are not prima-facie prejudicial to the interests of the Company;
- 3 (c) In case of the aforesaid unsecured loans granted to a Company covered in the register maintained under Section 301 of the Companies Act, 1956, the repayment of principal amount and interest is regular;
- 3 (d) In case of the aforesaid unsecured loans granted to a Company covered in the register maintained under Section 301 of the Companies Act, 1956, the company is taking reasonable steps for the timely recovery of the principal and interest;
- 3 (e) As per the information and explanations given to us, the Company has not accepted unsecured loans from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Therefore, the provisions of clause 3(f) and 3(g) of the paragraph 4 of the Order are not applicable to the Company.
- 4 In our opinion and according to information and explanation given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books of account, and as explained to us, no major weaknesses has been noticed in internal control system in respect of these areas and we have not observed any continuing failure to correct major weakness in the same;

- 5 (a) 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 the transactions that need to be entered into the register maintained under Section 301 of the Companies Act, 1956 have been so entered;
- 5 (b) In respect of contractual arrangements entered in the Register maintained in pursuance of section 301 of the Companies Act, 1956 and to the best of our knowledge and belief and according to the information and explanation given to us, where each of such transactions made in pursuance of contracts or arrangements, is in excess of Rs.5,00,000 in respect of each party, the transactions have been made at prices which are prima facie reasonable having regard to the prevailing market prices at the relevant time;
- 6 The Company has not accepted any deposits from the public Accordingly, Clause (vi) of paragraph 4 of the Order are not applicable to the company for the current year;
- 7 In our opinion, the Company has an internal audit system commensurate with the size of the Company and the nature of its business;
- 8 We have broadly reviewed the books of account maintained by the company in respect of manufacture of detergents pursuant to the Order made by the Central Government for the maintenance of cost records prescribed 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. We have not, however, made a detailed examination of the records with a view to determining whether they are accurate or complete;
- 9 (a) According to the information and explanations given to us and the records examined by us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service tax, Custom duty, Excise-duty, Cess and any other statutory dues and there are no undisputed statutory dues outstanding as at 31st March 2011, for a period of more than six months from the date they became payable;
- 9 (b) Disputed statutory dues that have not been deposited on account of disputed matters in respect of Income Tax and Excise-duty pending before appropriate authorities are as under:

Name of the Statute	Nature of the dues	Amount (₹)	Year to which the amount relates	Forum where dispute is
Income Tax Act, 1961	Income Tax	*51,434	Assessment Year 2006-2007	Commissioner of Income Tax, Appeals
Income Tax Act, 1961	Income Tax	*29,764,095	Assessment Year 2008-2009	Commissioner of Income Tax, Appeals
*Amounts paid under protest and not charged to profit and loss account have not been included above. [Refer Notes 2(i) of Schedule 19]				
The Central Excise Act, 1944	Excise Duty Penalty	3,437,170	2007-2008	The Commissioner (Appeals), Central Excise
The Central Excise Act, 1944	Penalty	3,437,170	2007-2008	The Commissioner (Appeals), Central Excise

- 10 The company does not have any accumulated losses as on 31st March 2011 and has not incurred any cash losses during the financial year and in the immediately preceding financial year;
- 11 According to the books of account examined by us and as explained to us, the Company has not defaulted in repayment of any dues to financial institutions, or banks;
- 12 Based on our examination of the records and as explained to us, the Company has not granted any loans and/or advances on the basis of security by way of pledge of shares, debentures and other securities;
- 13 In our opinion, and as per information and explanation provided to us, the Company is not a chit fund / nidhi / mutual benefit fund / society. Therefore, the provisions of clause (xiii) of the paragraph 4 of the Order are not applicable to the Company;

- 14 During the year, the Company does not have any in transactions respect of dealing and trading in shares, securities, debentures and other investments. All shares, debentures and other securities held as investments by the Company have been held by the Company in its own name;
- 15 According to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions;
- 16 According to the information and explanations given to us, term loans taken by the Company during the year, has been applied for the purpose for which loans were obtained;
- 17 As explained to us and on an overall examination of the balance sheet of the Company, in our opinion, there are no funds raised on short-term basis which have been used for long-term investment by the Company;
- 18 The Company has not made any preferential allotment of shares to the parties or companies covered in the register maintained under section 301 of the Companies Act, 1956 during the year;
- 19 During the year the Company has not issued any debentures; Therefore the provisions of clause (xix) of the paragraph 4 of the Order are not applicable to the Company;
- 20 The Company has not raised any money by way of public issues during the year. Therefore, the provisions of clause (xx) of the paragraph 4 of the Order are not applicable to the Company;
- 21 As per the information and explanations given by the management to us, except for one instance of fraud on the Company by its employees involving misappropriation of stock that resulted in a loss of Rs. 666,214 and out of which Rs. 350,000 has been recovered, we report that no fraud on or by the Company has been noticed or reported during the year.

For and on behalf of
Contractor Nayak & Kishnadwala
Chartered Accountants
Firm Registration No. : 101961W

H. V. Kishnadwala
Partner, Membership No. 37391

Mumbai, May 26, 2011

BALANCE SHEET AS AT 31st MARCH 2011

	Schedule	As at 31.03.2011	As at 31.03.2010
		₹	₹
I SOURCES OF FUNDS			
1 SHARE HOLDERS' FUNDS			
a] Share Capital	1	58,400,000	58,400,000
b] Reserves and Surplus	2	725,283,976	657,324,334
		<u>783,683,976</u>	<u>715,724,334</u>
2 LOAN FUNDS			
Secured Loans	3	77,378,773	29,385,787
3 DEFERRED TAX LIABILITY (Net)		29,530,586	35,467,682
Total		<u>890,593,335</u>	<u>780,577,803</u>
II APPLICATION OF FUNDS			
1 FIXED ASSETS	4		
a] Gross Block		741,058,048	703,821,530
b] Less: Accumalated Depreciation/Amortisation		448,581,638	410,089,207
c] Net Block		292,476,410	293,732,323
d] Capital Work-in-progress		114,696,958	3,552,427
		<u>407,173,368</u>	<u>297,284,749</u>
2 INVESTMENTS	5	162,770,372	190,445,513
3 CURRENT ASSETS , LOANS & ADVANCES			
a] Inventories	6	124,248,232	133,329,915
b] Sundry Debtors	7	146,236,746	125,504,374
c] Cash and Bank Balances	8	192,497,182	148,835,110
d] Loans and Advances	9	104,350,141	122,728,722
		<u>567,332,302</u>	<u>530,398,121</u>
Less			
CURRENT LIABILITIES AND PROVISIONS			
a] Current Liabilities	10	103,125,722	93,855,641
b] Provisions	11	143,556,984	143,694,940
		<u>246,682,706</u>	<u>237,550,580</u>
Net Current Assets		<u>320,649,595</u>	<u>292,847,541</u>
Total		<u>890,593,335</u>	<u>780,577,803</u>
Significant Accounting Policies	18		
Notes forming parts of Accounts	19		

As per our report of even date

For & On behalf of

Contractor, Nayak & Kishnadwala
Chartered Accountants

H.V.Kishnadwala
Partner

Mumbai
26th May, 2011

N. Asokan
Company Secretary

For and on behalf of the Board of Directors

R. Sampath
Chairman and Managing Director

Indira Sundararajan
Wholetime Director

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2011

	Schedule	Year Ended 31.03.2011 ₹	Year Ended 31.03.2010 ₹
INCOME:			
Sales		1,086,685,729	967,348,242
Less : Excise Duty recovered on sales		(79,653,215)	(57,051,672)
NET SALES		1,007,032,514	910,296,569
Income from Processing		74,349,544	32,762,000
Income from IT Enabled Services		126,113,444	141,966,178
Income from Windmill Operations		10,308,493	8,881,457
Other Income	12	64,925,245	30,444,740
Increase/ (Decrease) in Stocks	13	(14,610,889)	(7,332,392)
TOTAL		1,268,118,350	1,117,018,553
EXPENDITURE:			
Materials consumed	14	436,424,351	400,640,082
Employees' Emoluments	15	159,543,143	136,468,976
Other Operating Charges	16	384,154,707	367,893,166
Interest and Finance Charges	17	4,141,810	8,990,958
Depreciation / Amortisation		42,699,383	43,027,936
TOTAL		1,026,963,394	957,021,118
Profit before Taxation		241,154,956	159,997,434
Provision for Current Tax		(77,050,000)	(67,050,000)
Provision for Deferred Tax		5,937,096	14,867,524
Profit after Tax		170,042,052	107,814,958
Excess Provision for Taxation for earlier years		66,856	—
Profit for the year		170,108,908	107,814,958
Balance in Profit and Loss account		307,324,333	315,945,200
Profit available for Appropriation		477,433,241	423,760,159
Appropriations:			
Proposed Dividend		87,600,000	87,600,000
(Previous Year Includes ₹ 1 /- per share of Golden Jubilee Dividend)			
Tax on Dividend		14,549,265	14,549,265
Transfer to General Reserve		17,500,000	14,286,561
Balance carried to Balance Sheet		357,783,976	307,324,333
		477,433,241	423,760,159
Earnings per share of ₹ 2 each (Basic & Diluted)		5.83	3.69
Significant Accounting Policies	18		
Notes forming parts of Accounts	19		

As per our report of even date
For & On behalf of

Contractor, Nayak & Kishnadwala
Chartered Accountants

H.V.Kishnadwala
Partner

Mumbai
26th May, 2011

N. Asokan
Company Secretary

For and on behalf of the Board of Directors

R. Sampath
Chairman and Managing Director

Indira Sundararajan
Wholetime Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2011

	Year Ended 31.03.2011 ₹	Year Ended 31.03.2010 ₹
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax And Extraordinary Items	241,154,956	159,997,433
Adjustments For :		
Depreciation	42,699,383	43,027,936
Interest Expenses	4,141,810	8,917,499
Interest / Dividend Received	(28,920,220)	(13,631,465)
Loss / (Profit) On Sale Of Investment	(26,038,978)	(918,095)
Loss / (Profit) On Sale Of Assets	3,380	2,262,162
(Short) / Excess Provision For Tax	66,856	—
	(8,047,769)	39,658,037
Operating Profit Before Working Capital Changes	233,107,187	199,655,470
Adjustments For		
(Increase) / Decrease In Trade And Other Receivables	(1,498,726)	(59,741,226)
(Increase) / Decrease In Inventories	9,081,683	(27,045,288)
Increase / (Decrease) In Trade And Other Payables	(19,626,979)	(31,310,917)
	(12,044,022)	(118,097,431)
Cash Generated From Operations	221,063,165	81,558,039
Interest Paid	4,067,740	8,843,950
Direct Tax Paid	73,072,395	37,535,145
Deferred Tax	(5,937,096)	(14,867,524)
	71,203,039	31,511,571
Net Cash Inflow / (Outflow) From Operations (A)	149,860,126	50,046,468
(B) Cash Flow From Investment Activities		
Purchase / Sale Of Investments	27,675,141	116,261,864
Sale Of Fixed Assets	511,967	4,328,419
Assets Scrapped		(2,838,136)
(Loss) / Profit On Sale Of Investments	26,038,978	918,095
Purchase Of Fixed Assets	(139,018,701)	(23,367,471)
Interest Received	21,770,385	6,259,942
Dividend Received	10,980,455	3,255,080
	(52,041,775)	104,817,792
Net Cash Inflow / (Outflow) From Investing Activities (B)	(52,041,775)	104,817,792
(C) Cash Flow From Finance Activities		
Proceeds / (Repayment Of) From Borrowings	47,992,986	(34,810,029)
Dividend Paid (Including Dividend Tax)	(102,149,265)	(68,325,080)
	(54,156,279)	(103,135,109)
Net Cash Inflow / (Outflow) From Financing Activities (C)	(54,156,279)	(103,135,109)
Net Increase / (Decrease) In Cash Or Cash Equivalents (A)+(B)+(C)	43,662,072	51,729,151
Cash And Cash Equivalents - (Opening Balance)		
- Cash On Hand	495,300	639,316
- Balances With Scheduled Banks	148,339,810	96,466,643
	148,835,110	97,105,959
Cash And Cash Equivalents - (Closing Balance)		
- Cash On Hand	359,175	495,300
- Balances With Scheduled Banks	192,138,007	148,339,810
	192,497,182	148,835,110
TOTAL	43,662,072	51,729,151

Note : Cash & Cash Equivalents Includes ₹ 30,14,837 (Previous Year ₹ 27,63,272/-) on account of unclaimed dividend, which are not available for use by the company.

As per our report of even date

For & On behalf of

Contractor, Nayak & Kishnadwala
Chartered Accountants

H.V.Kishnadwala
Partner

Mumbai
26th May, 2011

N. Asokan
Company Secretary

For and on behalf of the Board of Directors

R. Sampath
Chairman and Managing Director

Indira Sundararajan
Wholetime Director

SCHEDULES TO THE ACCOUNTS

	As at 31.03.2011 ₹	As at 31.03.2010 ₹
SCHEDULE 1 : SHARE CAPITAL		
AUTHORISED:		
50,000,000 Equity Shares of Rs 2 each	100,000,000	100,000,000
ISSUED, SUBSCRIBED AND PAID UP		
29,200,000 Equity Shares of Rs 2/- each fully paid up. (of the above 28,200,000 shares are allotted as bonus shares by capitalising General Reserves)	58,400,000	58,400,000
	58,400,000	58,400,000
SCHEDULE 2 : RESERVES AND SURPLUS		
1 CAPITAL RESERVE		
Balance as per last Balance Sheet	-	1,000,000
Less: Adjusted against investments written off pursuant to order of High Court	-	1,000,000
	-	-
2 AMALGAMATION RESERVE		
Balance as per last Balance Sheet	-	9,513,439
Less: Adjusted against investments written off pursuant to order of High Court	-	9,513,439
	-	-
3 GENERAL RESERVE		
Balance as per last Balance Sheet	350,000,000	415,000,000
Less: Adjusted against investments written off pursuant to order of High Court	-	79,286,561
	350,000,000	335,713,439
Add: Transferred from Profit and Loss Account	17,500,000	14,286,561
	367,500,000	350,000,000
4 SURPLUS AS PER PROFIT AND LOSS ACCOUNT		
	357,783,976	307,324,333
Total of (1) to (4)	725,283,976	657,324,334
SCHEDULE 3: SECURED LOANS		
From Export-Import Bank of India	66,933,000	24,375,000
(Secured by hypothecation of specific fixed assets acquired against this loan and second pari passu charge on movable fixed assets present and future.)		
From Scheduled Banks		
Cash Credit / Export Credit Account	10,445,773	5,010,787
(Secured by hypothecation of stock of raw materials work in progress, finished goods Packing Materials Stores and Spares and Book Debts of the Company and secured by a second charge on the immovable properties.)		
	77,378,773	29,385,787

SCHEDULES TO THE ACCOUNTS

SCHEDULE 4 : FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As At 01.04.2010	Additions	Deductions	As At 31.03.2011	Upto 31.03.2010	Recouped	For The Year	Upto 31.03.2011	As At 31.03.2011	As At 31.03.2010
TANGIBLE ASSETS										
Land	13,702,538	249,890	-	13,952,428	-	-	-	-	13,952,428	13,702,538
Buildings	68,404,442	-	-	68,404,442	33,068,587	-	1,912,409	34,980,996	33,423,446	35,335,855
Plant & Machinery	339,204,460	31,924,514	3,523,277	367,605,696	215,175,229	3,347,113	20,427,237	232,255,353	135,350,343	124,029,231
Windmill	121,663,922	-	-	121,663,922	50,137,528	-	8,532,568	58,670,096	62,993,826	71,526,394
Kilns	57,671,307	-	-	57,671,307	54,791,644	-	-	54,791,644	2,879,663	2,879,663
Computer Equipments	42,710,182	1,316,988	-	44,027,170	31,411,073	-	4,087,089	35,498,162	8,529,008	11,299,109
Furniture Fixtures & Other Equipments	25,635,868	798,891	-	26,434,759	8,982,223	-	2,783,385	11,765,608	14,669,151	16,653,645
Electrical Installation	17,275,573	196,495	-	17,472,068	6,680,904	-	699,459	7,380,363	10,091,705	10,594,669
Vehicles	4,471,348	1,829,413	1,199,023	5,101,738	1,732,036	859,840	444,258	1,316,454	3,785,284	2,739,313
INTANGIBLE ASSETS										
Computer Software	13,081,890	3,742,628	-	16,824,517	8,109,983	-	3,656,814	11,766,797	5,057,720	4,971,907
Intellectual Property	-	1,900,000	-	1,900,000	-	-	156,164	156,164	1,743,836	-
Total	703,821,530	41,958,818	4,722,300	741,058,048	410,089,208	4,206,953	42,699,383	448,581,638	292,476,410	293,732,323
Previous Year	695,520,507	27,346,017	19,044,994	703,821,530	382,353,822	15,292,550	43,027,936	410,089,208	293,732,323	313,166,685

As at
31.03.2011
₹

As at
31.03.2010
₹

SCHEDULE 5: INVESTMENTS

A LONG TERM - AT COST

Non Trade Investments unless otherwise stated

QUOTED : EQUITY SHARES

2,045,177 [Previous Year 2,396,091] Equity Shares of Thirumalai Chemicals Limited of ₹ 10/- each fully paid up (Market Value of Quoted Investment ₹ 204,619,959/- Previous Year ₹ 28,32,17,956/-)

132,153,971 154,829,112

Total of Quoted Investments (I)

132,153,971 154,829,112

UNQUOTED : EQUITY SHARES

Other Investment

In Equity Shares

NIL (Previous Year 7,600,000) Ordinary Shares of RM1 each of TCL Industries (Malaysia) SDN BHD
Less: Investment written off as per approval granted by High Court

- 89,800,000

89,800,000

- -

350 shares of US\$ 1 each of LAPIZ Inc., U.S.A.

16,401 16,401

In Debentures

30 Unsecured Redeemable Optionally Convertible Debenture of Kotak Securities Ltd., ₹ 10,00,000 each (Prev. Yr. 5,000) Secured Redeemable Non- Convertible Debentures of ₹ 1,000/- each, of Shriram City Union Finance Limited

30,600,000 30,600,000

- 5,000,000

Total of Unquoted Investments (II)

30,616,401 35,616,401

Total (I+II)

162,770,372 190,445,513

SCHEDULES TO THE ACCOUNTS

	As at 31.03.2011 ₹	As at 31.03.2010 ₹
SCHEDULE 6: INVENTORIES		
(As per inventory taken valued and certified by Managing Director)		
Stores and Spares	2,766,056	2,251,852
Fuel	3,558,095	5,725,963
Packing Materials	6,760,129	5,258,620
Raw Materials	24,833,895	39,238,420
Goods In Transit	37,615,687	17,529,801
Finished Goods	41,840,841	46,778,159
Work in Progress	6,873,529	16,547,100
	<u>124,248,232</u>	<u>133,329,915</u>
SCHEDULE 7: SUNDRY DEBTORS		
(Considered good, except where provided for)		
Debts outstanding for a period exceeding six months :		
Secured (Refer Note 16 of Schedule 19)	349,470	356,620
Unsecured		
- Considered good	11,258,994	6,040,350
- Considered doubtful	18,152,676	15,149,093
Other debts		
- Unsecured, considered good	134,628,282	119,107,404
	<u>164,389,422</u>	<u>140,653,467</u>
Less: Provision for doubtful debts	18,152,676	15,149,093
	<u>146,236,746</u>	<u>125,504,374</u>
SCHEDULE 8: CASH AND BANK BALANCES		
Cash on hand	359,175	495,300
Balances with Scheduled Banks		
[i] In Current Accounts	136,213,918	130,576,538
[ii] In Unpaid Dividend Accounts	3,014,837	2,763,272
[iii] In Deposit Accounts	52,909,252	15,000,000
	<u>192,497,182</u>	<u>148,835,110</u>
SCHEDULE 9: LOANS AND ADVANCES		
[Unsecured and considered good]		
Advances recoverable in cash or in kind or for value to be received	28,514,834	31,753,987
Interest accrued but not due	2,852,823	4,116,443
Taxes paid in advance (Net of Provision for Tax)	1,821,536	-
Other Deposits	3,937,458	4,686,320
Balance with Customs and Excise	14,723,491	10,039,187
Deposit with Companies	52,500,000	72,000,000
Assets held for Disposal	-	132,784
	<u>104,350,141</u>	<u>122,728,722</u>
SCHEDULE 10: CURRENT LIABILITIES		
Sundry Creditors - Due to Small and Micro Enterprises	-	1,930,160
- Due to enterprises other than above	98,965,314	88,091,798
Unpaid Dividend (Refer Note 17 of Schedule 19)	3,014,837	2,763,272
Deposits from Selling Agents and Stockists	997,952	996,952
Interest accrued but not due	147,619	73,459
	<u>103,125,722</u>	<u>93,855,641</u>
SCHEDULE 11: PROVISIONS		
Provision for gratuity	32,650,605	28,082,033
Provision for leave encashment	8,757,114	7,326,711
Provision for tax (net of taxes paid in advance)	-	6,136,931
Proposed final dividend	87,600,000	87,600,000
Provision for Tax on dividend	14,549,265	14,549,265
	<u>143,556,984</u>	<u>143,694,940</u>

SCHEDULES TO THE ACCOUNTS

	Year Ended 31.03.2011 ₹	Year Ended 31.03.2010 ₹
SCHEDULE 12: OTHER INCOME		
Interest received [Gross]		
From Banks (TDS - ₹ 31,456/-, Previous Year - ₹ 3,99,337/-)	1,012,579	1,768,357
From Companies on Short Term Deposits (TDS - ₹ 16,68,515/-, Previous Year - ₹ 5,05,361/-)	15,893,767	7,494,050
From others (TDS - ₹ 11,038/-, Previous Year - ₹ 21,804/-)	1,033,418	1,113,978
Rent received	1,202,272	4,489,877
Dividend received - From Long Term Investments	10,980,455	-
- From Current Investments	-	3,255,080
Sundry receipts	3,745,866	2,171,467
Export Incentives	3,740,344	6,086,276
Sundry balances written back (Net)	1,277,565	3,147,561
Profit on Sale of Long Term Investments (Net)	25,904,188	918,095
Profit on Sale of Current Investments	134,790	-
	<u>64,925,245</u>	<u>30,444,740</u>
SCHEDULE 13: INCREASE/ (DECREASE) IN STOCKS		
Opening Stock:		
Finished Goods	46,778,159	45,774,251
Work in Progress	16,547,100	24,883,400
	<u>63,325,259</u>	<u>70,657,651</u>
Closing Stock:		
Finished Goods	41,840,841	46,778,159
Work in Progress	6,873,529	16,547,100
	<u>48,714,370</u>	<u>63,325,259</u>
Increase/ (Decrease) in Stocks	<u>(14,610,889)</u>	<u>(7,332,392)</u>
SCHEDULE 14: MATERIALS CONSUMED		
Stock at Commencement	39,238,420	18,350,250
Add : Purchases	422,019,826	421,528,252
	461,258,246	439,878,502
Less: Stock at Close	24,833,895	39,238,420
	<u>436,424,351</u>	<u>400,640,082</u>

SCHEDULES TO THE ACCOUNTS

	Year Ended 31.03.2011 ₹	Year Ended 31.03.2010 ₹
SCHEDULE 15: EMPLOYEES' EMOLUMENTS		
Salaries, Wages, Bonus , etc.	137,681,703	120,729,737
Contribution to Provident Fund and other funds	11,293,191	9,559,098
Staff Welfare expenses	10,568,250	6,180,141
	<u>159,543,143</u>	<u>136,468,976</u>
SCHEDULE 16: OTHER OPERATING EXPENSES		
Stores and Spares consumed	4,662,534	5,679,652
Power and Fuel	112,048,027	87,594,573
Excise Duty on stocks (Net)	360,383	434,103
Repairs and Maintenance:		
Machinery	31,093,611	23,785,335
Buildings	9,757,781	6,455,154
Others	4,722,820	7,645,263
Packing Expenses and materials consumed	35,682,945	39,174,590
Processing Charges paid	1,747,198	7,379,266
Freight and Forwarding expenses	17,064,853	16,575,241
Sales Tax	45,516,590	40,427,423
Insurance	2,889,080	3,392,355
Commission	2,676,602	3,496,411
Advertisement and Sales Promotion expenses	10,438,833	7,284,306
Rent	16,400,492	17,002,639
Rates & Taxes	1,185,258	692,742
Travelling expenses	13,417,306	15,306,833
Miscellaneous expenses	22,854,978	21,102,650
Communication expenses	5,342,358	4,110,759
Legal and Professional charges	9,890,748	8,621,379
Directors' Remuneration	27,060,363	21,902,432
Donation	4,825,000	4,204,000
Assets Scrapped / Loss on Sale of Assets (Net)	3,380	2,262,162
Provision for doubtful debts	3,003,582	15,149,093
Exchange Fluctuations (Net)	1,509,987	8,214,806
	<u>384,154,707</u>	<u>367,893,166</u>
SCHEDULE 17 : INTEREST AND FINANCE CHARGES		
Interest on Fixed Loans	1,298,958	4,650,283
Others interest & bank charges	2,842,852	4,340,675
	<u>4,141,810</u>	<u>8,990,958</u>

SCHEDULE 18 : SIGNIFICANT ACCOUNTING POLICIES**a. BASIS OF ACCOUNTING**

The financial statements are prepared under the historical cost convention and in conformity with Generally Accepted Accounting Principles in India, the applicable Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006 and the other relevant provisions of the Companies Act, 1956

b. USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

c. REVENUE RECOGNITION

Sales of products are recognised when risk and rewards of ownership of the products are passed on to the customers, which is generally on despatch of goods. Sales includes Sales tax / VAT, delayed payment charges and are stated net of returns. In case of IT Enabled Services division, sale of services is recognised on despatch and subsequent approval by customers.

d. FIXED ASSETS

Fixed Assets are recorded at cost of acquisition or construction / erection including taxes, duties, freight and other incidental expenses related to acquisition and installation. Interest incurred during construction period on borrowings to finance fixed assets is capitalised. Fixed Assets which are not in active use and scrapped are written off.

e. DEPRECIATION/AMORTISATION

i. Depreciation on Fixed Assets is computed on the Straight Line Method over their estimated useful lives as prescribed by under Schedule XIV of the Companies Act, 1956. Assets costing upto ₹ 10,000/- are fully written off in the year of addition.

ii. IT ENABLED DIVISION

In the case of Computers and Network Equipments acquired for the IT Enabled Services Division, amortisation is computed on the Straight Line Method over the estimated useful life of 4 years. Depreciaton for Software costing upto ₹ 25,000/- is provided at the rate of 100% in the year of addition. Other Softwares acquired are depreciated over its estimated useful life of 3 years(Previous year 4 years).

iii. Intellectual Property(IP), amortised over its useful life.

f. INVESTMENTS

Long term investments are stated at cost of acquisition and related expenses. Diminution is provided for in the value of these investments if the same is other than temperory in nature. Current investments are valued at cost or fair value, whichever is lower.

g. INVENTORIES

Items of Inventory are valued on the principles laid down by Accounting Standard 2 "Valuation of Inventories" as under:

I. Stores and Spare Parts	At cost including incidental expenses like freight, transport, etc. or Net realisableValue whichever is lower.
ii. Raw Materials	At cost including incidental expenses like freight, transport, etc. or Net Realisable Value whichever is lower .Cost is arrived at on Weighted average basis.
iii. Work-in-Progress	At raw material cost plus proportionate fixed and variable manufacturing expenses or Net Realisable Value whichever is lower.
iv. Finished Goods	At Cost or Net Realisable Value whichever is lower, Cost is calculated at Raw Material cost plus all fixed and variable manufacturing expenses. Excise Duty is also included in valuation.

h. FOREIGN CURRENCY TRANSLATION

- i. Monetary items in foreign currency outstanding at the close of the year are valued at the contracted and / or exchange rate at the close of the year. The loss or gain due to fluctuation of exchange rates is charged to Profit and Loss Account. In respect of forward exchange contracts, the difference between the year end date and the rate on the date of contract is recognised as exchange difference and the premium on such forward contract is recognised over the life of the forward contract.
- ii. Investments outside India are carried in the Balance Sheet at the rates prevailing on the date of the transaction.

i. EMPLOYEE BENEFITS**1. Short-term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits.

Benefits such as salaries, wages, performance incentive paid annual leave, bonus, leave travel assistance, medical allowance, contributions to provident fund and superannuation etc. are recognised as actual amounts due in the period in which the employee renders the related service.

2. Post - employment benefits**a. Defined Contribution Plans**

Payments made to defined contribution plans such as Provident Fund are charged as expense as they fall due.

b. Defined Benefit Plans

The cost of providing benefits i.e. gratuity is determined using the Projected Unit Credit Method, with actuarial valuation carried out as at the balance sheet date. Actuarial gains and losses are recognised immediately in the Profit and Loss Account.

3. Other Long - term employee benefits

Other Long term employee benefits are recognised as an expense in the profit and loss account as and when they accrue. The company determines the liability using the Projected Unit Credit Method with actuarial valuation carried out as at the Balance Sheet date. The actuarial gains and losses in respect of such benefits are charged to the profit and loss account.

j. BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition of qualifying assets are capitalised for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use. Other borrowing costs are recognised as an expenses in the period in which they are incurred.

k. TAXATION

Current Tax is determined as the amount of tax payable to the taxation authorities in respect of taxable income for the period. Deferred tax is recognised, subject to the consideration of prudence, on timing difference being differences between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

NOTES FORMING PART OF ACCOUNTS

	As at 31.03.2011 ₹	As at 31.03.2010 ₹
SCHEDULE 19: NOTES TO ACCOUNTS		
1 Contingent Liability in respect of		
a. Estimated amount of contracts to be executed on capital account and not provided for	9,846,863	2,120,772
Against which advances paid	2,864,150	710,467
b. Bank Guarantees issued and outstanding	350,000	726,000
c. Letter of Credit issued and outstanding	-	26,051,200
d. Import duty / Excise Duty on Capital Goods against fulfilment of export obligations	5,683,937	6,364,153
e. Import duty on Goods imported under advance licence pending fulfilment of export obligation	-	183,665
f. Claims against the Company/disputed liabilities not acknowledged as debts in respect of labour disputes	1,680,000	900,000
2 No provision has been made in respect of the following since the company has reasons to believe that it would get relief at the appellate state as the said demands are excessive and erroneous :		
i) Disputed demands from Income Tax Authorities to the extent of ₹ 42,443,045 (Previous Year ₹ 6,071,405), against which amount already paid ₹ 12,627,516 (Previous Year ₹ 6,730,469).		
ii) Disputed demands from Central Excise to the extent of ₹ 6,874,340 (Previous Year ₹ Nil), against which amount already paid ₹ Nil (Previous Year ₹ Nil).		
3 Particulars in respect of goods manufactured:		

	Licensed Capacity		Installed Capacity (@)		Production	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
	MTs	MTs	MTs	MTs	MTs	MTs
Ultramarine Blue	NA	NA	8,000	8,000	4,275	4,230
Synthetic Detergent	NA	NA	30,000	30,000	14,482 (*)	10,240 (*)
Sulphonated Products	NA	NA	16,000	16,000	15,616 (**)	10,939 (**)

(@) As Certified by a Managing Director.

i. (*) includes 11391 MTs (Previous Year 4548 MTs) Processed for others.

ii. (**) Includes 349 MTs (Previous Year 507 MTs) used for internal consumption and 5958 MTs (Previous Year 2953 MTs) processed for others.

NOTES FORMING PART OF ACCOUNTS

- 4 The Ministry of Corporate Affairs, Government of India vide its General Notification No. S.O.301(E) dated 8th February 2011 issued under section 211(3) of the Companies Act, 1956 has exempted certain classes of companies from disclosing certain information in their profit & loss account. The Company being an 'export oriented company' is entitled to the exemption. Accordingly, disclosures mandated by paragraphs 3(i)(a), 3(ii)(a), 3(ii)(b) and 3(ii)(d) of Part II, Schedule VI to the Companies Act, 1956 have not been provided.

	2010-2011		2009-2010	
	Qty (MTs)	Value (₹)	Qty (MTs)	Value (₹)
5 C.I.F. Value of Imports				
Raw Materials		237,482,476		164,011,557
Machinery Spares and Consumables		69,323		3,493,104
Capital Equipments and Software		488,418		7,560,142
6 Expenditure in Foreign Currency during the financial year on account of:				
Travelling and Other matters		2,122,995		7,388,691
Software Expenses		101,564		104,687
Legal and Professional charges		3,286,793		1,777,286
Commission		410,338		443,140
Others		1,095,212		-
7 a. Value of Imported and Indigenous Raw Materials and Stores and Spares consumed				
	Raw materials (₹)	Stores (₹)	Raw materials (₹)	Stores (₹)
Imported	261,924,580	54,051	168,784,610	1,862,378
Indigenous	174,499,771	4,608,483	231,855,473	3,817,274
	<u>436,424,351</u>	<u>4,662,534</u>	<u>400,640,083</u>	<u>5,679,652</u>
b. Percentage to total consumption				
Imported	60.02%	1.16%	42.13%	32.79%
Indigenous	39.98%	98.84%	57.87%	67.21%
	<u>100.00%</u>	<u>100.00%</u>	<u>100.00%</u>	<u>100.00%</u>
			2010-11	2009-10
			₹	₹
8 Remittances in foreign currencies on account of dividends				
I. No. of Non-Resident shareholders			None	None
II. No. of Shares held by them			Nil	Nil
9 Earnings in Foreign Exchange in respect of:				
i. Exports of goods calculated on F.O.B basis (*)			237,484,439	223,362,072
ii. Royalty, Know-how, Professional Fees			Nil	Nil
iii. Interest and Dividend			Nil	Nil
iv. Income from IT Enable Services			116,043,735	141,281,198

(*) Includes through others ₹ 24,977,968/- (Previous Year ₹ 28,593,750/-)

NOTES FORMING PART OF ACCOUNTS

10 Sales is net of cash discount ₹ 2,636,665/- (Previous Year ₹1,351,625/-)

11 In the opinion of the Board, the current assets, loans and advances are approximately of the value stated in the ordinary course of business. The provision for depreciation and all known liabilities is adequate and not in excess of amount reasonably necessary.

	₹	2010-2011 ₹	₹	2009-2010 ₹
12 a. Computation of Director's Remuneration				
Profit as per Profit and Loss Account		170,042,052		107,814,959
Director's Remuneration	27,060,363		21,902,432	
Provision for taxation - Current	77,050,000		67,050,000	
Provision for taxation - Deferred	(5,937,096)		(14,867,524)	
Directors Fees	820,000		720,000	
Provision for Doubtful Debts	3,003,582		15,149,093	
Loss on Sale of Assets/Assets Scrapped(Net)	3,380		2,262,162	
		102,000,230		92,216,163
		272,042,282		200,031,122
Profit on sale of Assets	134,790			
Profit on sale of Investments	25,904,188		26,038,978	918,095
		246,003,304		199,113,027
b. Commission @ 2.50 % payable to the Managing Director and Executive Director and @ 1% to one Non Executive Director				
1) Managing Director @ 2.50 %		6,150,083		4,977,826
2) Wholetime Director @ 2.50 %		6,150,083		4,977,826
3) Non Executive Director @ 1 %		2,460,033		1,991,130
		14,760,198		11,946,782
c. 1. Commission payable is restricted to as per Sec.309 of the Companies Act, 1956 is as under:				
R.Sampath		2,973,396		673,882
Indira Sundararajan		1,908,107		2,348,901
S.Santhanam		2,460,033		1,991,130
		7,341,536		5,013,913
Remuneration paid as per agreement between the Managing Directors/whole time Directors/ Non Executive Director and the Company				
Salary		9,600,000		8,700,000
Contribution to Provident Fund and other funds		2,558,250		2,270,250
Provision for Gratuity and Leave Encashment		1,560,577		418,269
Perquisites		6,000,000		5,500,000
Commission		7,341,536		5,013,913
		27,060,363		21,902,432

NOTES FORMING PART OF ACCOUNTS

	2010-2011 ₹	2009-2010 ₹
13 Miscellaneous expenses/ Legal and Professional Charges include:		
Audit Fees	500,000	400,000
For Tax Audit	100,000	100,000
For Certification	230,000	200,000
For Taxation Matters	75,000	75,000
Other Matters	50,000	50,000
Service Tax	98,365	84,975
Out of Pocket expenses reimbursed	-	2,271
	<u>1,053,365</u>	<u>912,246</u>
14 Sundry Creditors include due to micro and small enterprises to whom the company owes amounts outstanding for more than 45 days. The above information regarding micro and small enterprises has been determined to the extent such parties have been identified		
PARTICULARS	2010-2011 ₹	2009-2010 ₹
a. The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	830,151	1,930,160
b. The amount of interest paid by the buyer in terms of Sec.16 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of payment made to the supplier beyond the appointed day during each accounting year	Nil	NIL
c. The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act	NIL	NIL
d. The amount of Interest accrued and remaining unpaid at the end of each accounting year.	830,151	830,151
e. 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 deductible expenditure u/s 23 of Micro,	Nil	137,229
15 Provision for current tax includes provision for wealth tax 50,000 (Previous Year ₹ 50,000)		
16 Sundry Debtors include an amount due from a party of ₹ 349,470 (Previous Year ₹ 356,620) which is fully secured by shares having market value of ₹ 934,288 (Previous Year ₹ 650,938), including shares of the market value of ₹ 875,490 (Previous Year ₹ 576,620) already transferred in the name of the company.		
17 Unpaid dividend (included in Current Liabilities Schedule 10) represent amounts to be credited to the Investor Education and Protection Fund as and when they become due.		

NOTES FORMING PART OF ACCOUNTS

- 18 The Company has taken premises for office use and godown under cancellable and non-cancellable lease agreements. The total lease rentals recognised as expense during the period under cancellable lease agreements amounts to ₹ 42,84,283 (Previous year ₹ 4,090,879) and under non cancellable lease agreement amounts ₹ 10,961,460 (Previous year ₹ 10,961,460). There is a lease agreement taken during the year 2008-09, for a period of five years with a non-cancellable clause for a period of three years and the break up of total minimal lease payments in relation to the above non-cancellable agreement due as at 31st March 2011 is as follows.:

Period	As At 31.03.2011 Minimum Lease Payments ₹	As At 31.03.2010 Minimum Lease Payments ₹
Not later than 1 year	3,197,093	10,961,460
Later than 1 year but less than 5 years	-	3,197,093
Later than 5 years	-	-
TOTAL	3,197,093	14,158,553

In the above non-cancellable lease agreement the rent and car parking charges will be enhanced by fixed 15% over the last paid rent at the end of thirty six months from the date of commencement of the lease agreement. The option to renew the lease deed for a further period shall be at the sole option of the lessee to be exercised by giving lessor six months prior notice in writing before the end of lease term of sixty months from the date of commencement of lease.

- 19 During the year , the Company acquired and sold the following units/shares :

Descriptions	2010-11	2009-10
Coal India Limited	1,800	-
LICMF Liquid Fund-Dividend Plan	-	596,133
Reliance Liquid Fund - Treasury Plan Institutional Option Daily Dividend Option	-	6,549,064
Birla Sun Life Income Fund- Quarterly Dividend - Payout	-	7,745,756

- 20 Disclosure requirement of accounting Standard 17 “Segment Reporting” issued under Companies (Accounting Standards) Rules 2006.

a. Primary Segments

The company has disclosed Business Segment as the primary segment. Segments have been identified taking into account the nature of the products, the differing risks and returns, the organisation structure and internal reporting system. The company’s operations predominantly relate to manufacture of Laundry and Allied products and its intermediaries and providing IT Enabled Services.

b. Secondary Segments

The company caters mainly to the needs of the domestic market. The export turnover is not significant (except IT Enabled Services Division) in the context of total turnover. As such there are no reportable geographical segments. The income from IT Enabled Services is pre-dominantly from exports.

- c.** Segment Revenue, Segment Results, Segment Assets and Segment Liabilities include the respective amounts identifiable to each of the segments as also amounts allocated on a reasonable basis. The expenses, which are not directly attributable to the business segment, are shown as unallocated corporate cost.

- d.** Assets and Liabilities that cannot be allocated between the segments are shown as a part of unallocated corporate assets and liabilities respectively.

NOTES FORMING PART OF ACCOUNTS

e. Inter Segment transfers are made on cost plus basis.

	Year Ended 31.03.2011		Year Ended 31.03.2010	
	₹	₹	₹	₹
1. REVENUE				
External Revenue				
Laundry and Allied Products	1,169,348,598		1,010,531,714	
IT Enabled Services	127,078,233		144,551,911	
Windmill Operations	10,308,493		8,881,457	
Unallocated/Corporate	55,647,131		17,437,535	1,181,402,617
TOTAL		1,362,382,455		
INTER-SEGMENT REVENUE				
Laundry and Allied Products				
IT Enabled Services				
Windmill Operations	3,294,860	3,294,860	6,925,773	6,925,773
TOTAL		1,365,677,315		1,188,328,390
Less : Elimination (Inter Segment Revenue)		3,294,860		6,925,773
		1,362,382,455		1,181,402,617
2. RESULT				
Profit/(Loss) Before Interest and Corporate Expenses but after Depreciation/Amortisation				
Laundry and Allied Products	216,446,117		190,654,283	
IT Enabled Services	(8,720,827)		(19,344,995)	
Windmill Operations	2,589,905		4,875,652	
Unallocated/Corporate	(137,874)		(1,508,958)	
TOTAL		210,177,321		174,675,982
Interest and Finance Charges		(4,141,810)		(8,990,958)
Add: Unallocated Expenses/ Income(net) and Corporate Expenses		35,186,301		(5,687,589)
Provision For Tax		(77,050,000)		(67,050,000)
Deferred Tax		5,937,096		14,867,524
Net Profit		170,108,907		107,814,959

NOTES FORMING PART OF ACCOUNTS

	Year Ended 31.03.2011		Year Ended 31.03.2010	
	₹	₹	₹	₹
OTHER INFORMATION				
3. SEGMENT ASSETS				
Laundry and Allied Products	464,801,969		453,145,156	
IT Enabled Services	72,659,557		85,401,740	
Windmill Operations	190,282,683		81,456,295	
Unallocated/Corporate	409,531,833		398,125,191	
TOTAL		1,137,276,041		1,018,128,383
4. SEGMENT LIABILITIES				
Laundry and Allied Products	105,397,656		91,263,832	
IT Enabled Services	14,265,835		13,554,228	
Windmill Operations	66,933,000		24,375,000	
Unallocated/Corporate	166,995,574		173,210,990	
TOTAL		353,592,066		302,404,050
5. CAPITAL EXPENDITURE				
Laundry and Allied Products	35,850,049		11,778,875	
IT Enabled Services	6,253,301		12,665,117	
Windmill Operations	111,000,000		-	
Unallocated/Corporate	-		-	
TOTAL		153,103,350		24,443,992
6. DEPRECIATION				
Laundry and Allied Products	23,448,666		23,059,316	
IT Enabled Services	10,485,843		10,910,838	
Windmill Operations	8,534,724		8,557,935	
Unallocated/Corporate	230,150		499,848	
TOTAL		42,699,384		43,027,936

21 The break up of deferred tax assets and liabilities is as under:

Nature of timing difference	Deferred tax Asset/ Liability as at 01.04.2010 ₹	Credit for the current year taken to Profit & Loss Account ₹	Deferred Tax Asset / Liability as on 31.03.2011 ₹
a. Deferred Tax Liabilities			
(I) Depreciation	53,525,618	(3,087,352)	50,438,266
TOTAL (I)	53,525,618	(3,087,352)	50,438,266
b. Deferred Tax Assets			
(I) Items covered u/s 43B	3,697,637	(918,595)	4,616,232
(ii) Gratuity	9,328,149	(1,265,340)	10,593,489
(iii) Provision for Doubtful Debts	5,032,150	(665,809)	5,697,959
TOTAL (II)	18,057,936	(2,849,744)	20,907,680
Deferred Tax Liabilities (Net) (I-II)	35,467,682	(5,937,096)	29,530,586

NOTES FORMING PART OF ACCOUNTS

22 DISCLOSURE REGARDING EARNINGS PER SHARE (EPS)

The basic and Diluted EPS is calculated as under	2010-2011	2009-2010
Profit attributed to Equity shareholders (₹)	170,108,908	107,814,959
No. of equity Shares (of ₹ 2 each)	29,200,000	29,200,000
Earnings Per Share	5.83	3.69

23 Disclosures in accordance with Accounting Standard (AS) - 15 on "Employee Benefits":
I. Defined Contribution Plans:

The Company has recognised the following amounts in the Profit and Loss Account for the year:

Particulars	2010-2011	2009-2010
a. Contribution to Employees Provident Fund	7,470,975	7,806,635
b. Contribution to Employees State Insurance Scheme	1,637,635	1,143,284
c. Contribution to Employees Superannuation Fund	2,790,505	2,431,289
Total	11,899,115	11,381,208

II. Defined Benefit Plans:

(i) Gratuity is payable to all the members at the rate of 15 days salary for each completed year of service

1. Changes in the Present Value of Obligation in respect of gratuity benefits

Particulars	For the year ended March 31, 2011	For the year ended March 31, 2010
a. Present Value of Obligation as at April 1, 2010	28,082,035	25,865,686
b. Interest Cost	2,246,437	2,095,909
c. Past Service Cost	374,259	NIL
d. Current Service Cost	2,628,998	2,063,087
e. Curtailment Cost / (Credit)	NIL	NIL
f. Settlement Cost / (Credit)	NIL	NIL
g. Benefits Paid	(1,517,086)	1,525,673
h. Actuarial (Gain) / Loss	835,962	(416,974)
I. Present Value of Obligation as at March 31, 2011	32,650,605	28,082,035

2. Expenses recognised in the Profit and Loss Account in respect of gratuity benefits

Particulars	For the year ended March 31, 2011	For the year ended March 31, 2010
a. Current Service Cost	2,628,998	2,063,087
b. Past Service Cost	374,259	NIL
c. Interest Cost	2,246,437	2,095,909
d. Curtailment Cost / (Credit)	NIL	NIL
e. Settlement Cost / (Credit)	NIL	NIL
f. Net Actuarial (Gain) / Loss	835,962	(416,974)
g. Total Expenses recognised in Profit and Loss A/c	6,085,656	3,742,022

NOTES FORMING PART OF ACCOUNTS

3. Following are the Principal Actuarial Assumptions used as at the balance sheet date:

Particulars	Gratuity	Gratuity
a. Discount Rate	8.00%	7.50%
b. Salary Escalation Rate	7%	7%
c. Turnover Rate	10%	10%
d. Mortality Table	LIC (1994-96) Ultimate	LIC (1994-96) Ultimate

4. Other Long Term benefits

The Company's Long Term benefit includes Leave encashment payable at the time of retirement in full, otherwise it is encashable during the year in which services are rendered subject to in excess of 90 days. Present value of obligation as at the beginning of the year is ₹ 7,326,711 (Previous Year ₹ 6,315,746) and the actuarial gains and losses are recognised in full in the Profit and Loss account for ₹ 1,430,403 (Previous Year ₹ 1,010,964). The present value of obligation as at March 31,2011 is ₹ 8,757,114 (Previous Year ₹ 7,326,710)

The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors

24 RELATED PARTY DISCLOSURES

Related Party Disclosures as required by AS 18 of Companies (Accounting Standards) Rules 2006 is as follows:

(A) Related Parties and Relationship

(a) Companies in which the company has substantial interest (i.e more than 20% in voting power directly or indirectly)

Thirumalai Chemicals Limited(Upto 17.02.2011)

Thirumalai Charity Trust

Lapiz Inc, U.S.A.

(b) Other related parties

Chempak Industries

Hamsa Investments Associates Pvt. Ltd.

Varadaraja Credits & Investments Pvt. Ltd.

Meera Parthasarathy

(c) Directors of the Company

Mr. R.Sampath, Chairman & Managing Director

Mrs. Indira Sundararajan, Wholetime Director

Mr. S.Santhanam

Mr. S. Sridhar

Mr. Nimish Patel

Mr. M.C.Choksi

Dr. G.G. Nair

Ms. K.R.Javeri

(d) Key Management Personnel

Mr.V.Bharatram, Vice-President(Operations), IT-Enabled Services Division.

Mr.B.Sreenivasacharyulu - Senior General Manager

NOTES FORMING PART OF ACCOUNTS

B. Details of transactions with above parties

Particulars	Companies in which company has the substantial interest (₹)	Other related parties (₹)	Key Management Personnel (₹)	Total (₹)
Purchase of goods				
- Thirumalai Chemicals Limited	23,516	-	-	23,516
Sale of goods				
- Thirumalai Chemicals Limited	333,409	-	-	333,409
	(276,401)			(276,401)
Income from IT Enabled Services				
- LAPIZ Inc. USA	106,652,959	-	-	106,652,959
	(114,489,840)			(114,489,840)
Reimbursement of expenses paid				
- Thirumalai Chemicals Limited	14,268	-	-	14,268
	(40,040)			(40,040)
Remuneration paid to				
- V Bharathram	-	-	2,782,776	2,782,776
			(2,278,809)	(2,278,809)
- Meera Parthasarathy	-	854,240	-	854,240
		(755,600)		(755,600)
Reimbursement of expenses received				
- Thirumalai Chemicals Limited	59,575	-	-	59,575
	(143,576)			(143,576)
Rent paid to				
- Thirumalai Chemicals Limited	2,920,049	-	-	2,920,049
	(1,852,455)			(1,852,455)
Receiving of services from				
- Thirumalai Chemicals Limited	354,417	-	-	354,417
	(63,399)			(63,399)
- Hamsa Investments Associates Pvt Ltd	-	1,721,753	-	1,721,753
		(2,157,879)		(2,157,879)
- Varadharaja Credits & Investments Pvt Ltd.	-	8,998,239	-	8,998,239
		(6,003,832)		(6,003,832)

NOTES FORMING PART OF ACCOUNTS

Particulars	Companies in which company has the substantial interest (₹)	Other related parties (₹)	Key Management Personnel (₹)	Total (₹)
Outstanding payables				
- Thirumalai Chemicals Limited	609,202 (877,307)	-	-	609,202 (877,307)
- Hamsa Investments Associates Pvt Ltd	-	75,070 (96,552)	-	75,070 (96,552)
- Varadharaja Credits & Investments Pvt Ltd.		568,358 (262,809)	-	568,358 (262,809)
Outstanding receivables				
- Thirumalai Chemicals Limited	115,891 (143,576)	-	-	115,891 (143,576)
- LAPIZ Inc. USA	-	39,420,071 (40,124,343)	-	39,420,071 (40,124,343)
Donations paid				
- Thirumalai Charity Trust		4,800,000 (4,150,000)	-	4,800,000 (4,150,000)
Deposits given				
- Thirumalai Chemicals Limited	211,287,864 (106,796,775)	-	-	211,287,864 (106,796,775)
Interest income on deposits given				
- Thirumalai Chemicals Limited	10,821,828 (4,113,418)	-	-	10,821,828 (4,113,418)
Outstanding deposits receivables				
- Thirumalai Chemicals Limited	1,400,000 (1,400,000)	-	-	1,400,000 (1,400,000)

(C) i. Details of remuneration to Directors is as per Note 12(c) above

ii. Meeting fees paid to Directors ₹ 820,000 (Previous Year ₹ 720,000)

25 DISCLOSURES AS REQUIRED BY AS 27 FINANCIAL REPORTING OF INTEREST IN JOINT VENTURE.

The company has investments in a jointly controlled entity details of which are as under :

1.	a. Name and Country of Incorporation	: LAPIZ INC, USA.
	b. Proportion of ownership interest	: 35.00%
	c. Proportionate share for the year ended 31st March 2011 in respect of	
	i. Assets	₹ 13,874,358 (Previous Year ₹ 12,946,559)
	ii. Liabilities	₹ 14,408,557 (Previous Year ₹ 14,553,028)
	iii. Income	₹ 41,728,118 (Previous Year ₹ 44,365,898)
	iv. Expenses	₹ 40,916,653 (Previous Year ₹ 43,937,932)

NOTES FORMING PART OF ACCOUNTS

26 The Company enters into forward exchange contracts for hedging purpose. As at the year end, the exposure in foreign currency for the Company is as under:

Particulars	2010-11		2009-10	
	Foreign Currency	Amt in ₹	Foreign Currency	Amt in ₹
Account Receivable (Net of Advance)	\$	1,607,785	\$	1,450,059
	€	15	€	95,952
	£	40,901	£	37,897
	OMR	0	OMR	647
	AUD	0	AUD	36
Accounts Payable	\$	243,214.95	\$	13,497
	€	22,000	€	51
Forward contract	\$	100,000	-	-

27 DISCLOSURES AS REQUIRED UNDER CLAUSE 32 OF THE LISTING AGREEMENT

Loans and Advances / Sundry Debtors include

Amount receivable from Associates

a) Thirumalai Chemicals Limited - NIL - (Previous Year - NIL)

Maximum Amount Due at any time during the year ₹ 211,287,864 (Previous Year ₹ 106,796,775)

b) Lapiz Inc U. S. A - ₹ 39,420,071/- (Previous Year ₹ 40,124,343)

Maximum Amount Due at any time during the year ₹ 45,235,090/- (Previous Year ₹ 74,895,131)

28 Cash and bank balance include ₹ Nil (Previous Year ₹ 21,59,998) being remittance in transit.

29 During the year, rate of amortisation for Software was increased from 25% to 33% on account of which amortisation is higher by ₹ 11,60,369/- during the year.

30 Previous Year's figures have been regrouped and recast wherever necessary. Figures in brackets represent previous year's figures.

As per our report of even date

For & On behalf of

Contractor, Nayak & Kishnadwala
Chartered Accountants

H.V.Kishnadwala
Partner

Mumbai
May 26, 2011

For and on behalf of the Board of Directors

R. Sampath
Chairman and Managing Director

N. Asokan
Company Secretary

Indira Sundararajan
Wholetime Director

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

30. Balance Sheet Abstract And Company's General Business Profile

I. Registration Details	L24224MH1960PLC011856	State Code	11
Balance Sheet Date	31.3.2011		
II. Capital Raised during the year (Amount in ₹ Thousands)			
Public Issue	Nil	Rights Issue	Nil
Bonus Issue	Nil	Private Placement	Nil
III. Position of Mobilisation and Deployment of Funds (Amount in ₹ Thousands)			
Total Liabilities	1,137,276	Total Assets	1,137,276
SOURCES OF FUNDS			
Paid up Capital	58,400	Reserves & Surplus	725,284
APPLICATION OF FUNDS			
Net Current Assets	320,650	Miscellaneous Expenditure	Nil
Accumulated Losses	Nil		
IV. Performance of Company (Amount in ₹ Thousands)			
Turnover	1268118	Total Expenditure	1026963
Profit before Tax	241155	Profit After Tax & Adjustments	170109
Earning per Share in ₹	5.83	Dividend Rate	150%
V. Generic Name of Principal Products / Services of Company (as per Monetary terms)			
Item Code No.	3206.10 & 3206.90		
Product Description	ULTRAMARINE BLUE		
Item Code No.	3401.20		
Product Description	SYNTHETIC DETERGENT CAKES		
Item Code No.	3402.90		
Product Description	SYNTHETIC DETERGENT POWDER		

As per our report of even date

For & On behalf of

Contractor, Nayak & Kishnadwala
Chartered Accountants

H.V.Kishnadwala
Partner

Mumbai
May 26, 2011

N. Asokan
Company Secretary

For and on behalf of the Board of Directors

R. Sampath
Chairman and Managing Director

Indira Sundararajan
Wholetime Director



ULTRAMARINE & PIGMENTS LTD.

Financial Highlights

(₹ in Lakhs)

Particulars	10-11	09-10	08-09	07-08	06-07	05-06	04-05	03-04	02-03	01-02
Share Capital	584	584	584	584	584	584	365	365	365	365
Reserves & Surplus	7253	6573	7415	6706	6205	5365	4756	3882	3361	3271
Net Worth	7837	7157	7999	7290	6789	5949	5121	4247	3726	3636
Fixed Assets (Net)	4072	2973	3196	2243	2122	2136	2282	2322	2408	2639
Sales / Other Income	13624	11814	12210	9900	9193	7241	7142	6116	6116	9109
Gross Profit before Interest & Depreciation	2880	2120	2276	2347	2866	2073	2050	1524	842	1106
Interest & Finance Charges	41	90	74	29	20	19	28	71	142	235
Depreciation	427	430	346	285	284	278	301	307	301	280
Current Tax	771	671	133	563	413	331	328	254	147	141
Deferred Tax	(59)	(149)	(278)	49	(37)	(24)	(105)	(24)	(67)	34
Net Profit	1700	1078	1392	1525	2010	1560	1499	932	297	419
Dividend (Incl.Dividend Tax)	1021	1021	683	1025	1170	732	624	412	206	183
Dividend (%)	150	150	100	150	175	110	150	100	50	50
*Earnings per Share (₹)	5.83	3.69	4.77	5.22	6.88	5.34	41.06	25.54	8.12	11.48

* EPS from 2005-06 computed on ₹ 2 per share while for previous years EPS is on ₹ 10 per share.

Vedavalli Vidyalaya Schools in Walaja & Ranipet in Tamil Nadu

Our three schools, Vedavalli Vidyalaya Senior Secondary School (Pre KG – X CBSE), Vedavalli Vidyalaya Higher Secondary School (XI & XII under State Board) in Walajapet, and Vedavalli Vidyalaya (Pre KG to IX – CBSE) in Ranipet, are increasingly recognized in the community here for their child friendliness and innovative teaching and learning methodologies.

Our Group has founded the Schools, and supported them in a variety of ways, for the last 17 years. We are proud of the Schools and of our contributions to make them great schools.

The highlights of the year

- ◆ Our student Ms. Kavinilavu topped the XII Std. in Vellore District in the State Board Exam held in March 2010.
- ◆ Expanded the Ranipet School with an additional block with Labs, 12 Classrooms and an Auditorium.
- ◆ Set up a Resource Room for teachers to further encourage the use of computer and AV aided teaching and to make Classrooms and school programmes lively. The results of its use are visible in the programmes.
- ◆ An innovative project of collaborative learning with activities has been started in the primary school, to reach out to every child according to his / her learning style and to foster multiple intelligence.
- ◆ ‘Special Weeks’ - such as Maths, Sports, Space, Library weeks - were observed during the year to expose the entire school to learning a particular topic throughout a week in a variety of interesting activities.

We have over 2000 students, 95 teachers and 40 support staff in our schools. The teachers have their most rewarding time at the Annual Alumni Meet when the alumni share their experiences about the leadership roles they play in their colleges and work places, because of their training in Vedavalli Schools.



Thirumalai Charity Trust

Working over the last three decades on **Bringing the Rural Poor together in Building their own Future** Thirumalai Charity Trust (TCT) has reached out to the villages in many programmes in Health, Women empowerment, Veterinary care, Disability and De-addiction and alcoholism education.

Towards building a sustainable model of development, TCT has focused on training and development of village volunteers and voluntary action groups. Over a period of time, they have begun to take on ownership roles. TCT's current village activities extend to 225 villages in 40 panchayats impacting 25,000 households and over a lakh of people.



Thirumalai Mission Hospital

TCT started a Hospital in Ranipet to address the changing scenario in the villages and to give additional support to the village programmes. The Thirumalai Mission Hospital offers **Quality Healthcare that is Accessible and Affordable to all** sections of the community both in the villages and in Ranipet. This community hospital is designed as a Hub and Spoke model in consultation with Community Health experts.

Services offered

- ⊕ Obstetrics & Gynaecology
- ⊕ Emergency
- ⊕ General Medicine
- ⊕ General Surgery
- ⊕ Physiotherapy
- ⊕ Outreach programmes



Performance in the first year

- ◆ Treated 12,470 out-patients
- ◆ Treated 105 in-patients
- ◆ Provided various health check-ups to 505 persons
- ◆ Delivered 29 babies
- ◆ Did 20 surgeries – both minor and major
- ◆ Provided Physiotherapy treatment to 185 patients

The Hospital has excellent out-patient and in-patient facilities, good Labs and Diagnostic facilities, well-equipped Operation Theatre, Labour room, Neonatal care, and a Physiotherapy unit.

The first phase with 20-beds, built on a 5 acre plot in Ranipet, with a built-up area of 10,000 square feet on the ground and first floor was inaugurated on 18th April 2010. This is designed for expansion to 100+ beds and many more facilities.

Our vision is to develop the hospital into a good Community Health and Research Centre, with a focus on women and children and non-communicable diseases.

We have started this mission as a not-for-profit facility. This offers a platform for many people to participate as volunteers, medical consultants, trainers, donors, advisors and long-term partners and patrons.

We welcome visitors to our schools, hospital and rural programmes to personally experience the impact of TCT's work.