



16<sup>th</sup> ANNUAL REPORT 2009-2010



SAM INDUSTRIES LIMITED

## **BOARD OF DIRECTORS**

Mr. Om Agrawal, Chairman  
Mr. Ashutosh Maheshwari, Vice Chairman  
Mr. Anil Maloo, Executive Director  
Mr. Brij Kishore Jalan, Director  
Mr. Santosh Muchhal, Director  
Mr. Bhanu Prakash Inani, Director  
Mr. Ashish Dave, Technical Director

## **COMPANY SECRETARY**

Mr. Navin S. Patwa

## **AUDITORS**

M/s. M. Mehta & Company,  
Chartered Accountants  
11/5, South Tukoganj, Nath Mandir Road, Indore-452001

## **BANKER**

State Bank of Indore

## **REGISTRAR & TRANSFER AGENT**

M/s. Ankit Consultancy Pvt. Ltd.,  
2nd Floor, Alankar Point,  
Geeta Bhawan Square,  
A. B. Road,  
Indore 452001

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### **REGISTERED OFFICE**

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408, Dalamal Chambers, 4th Floor, 29, New Marine Lines, Mumbai 400020

Website : [www.sam-industries.com](http://www.sam-industries.com)

E-mail : [secretarial@sam-industries.com](mailto:secretarial@sam-industries.com)

## **SAM INDUSTRIES LIMITED**

### **NOTICE**

Notice is hereby given that the 16th Annual General Meeting of the Members of Sam Industries Limited, will be held on Wednesday, the 15th day of September 2010 at 2:00 P. M., at the Basement of Dalamal Chambers, 29, New Marine Lines, Mumbai – 400 020 to transact the following business :-

1. To receive, consider and adopt the Balance Sheet as at 31st March 2010 and the Profit & Loss Account for the year ended on 31st March 2010, together with the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Om Agrawal, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Bhanu Prakash Inani, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint M/s M. Mehta & Company, Chartered Accountants, Indore as Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

#### **NOTES :**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE THE PROXY FORM FULLY COMPLETED AND SIGNED AND SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING.**
2. The Register of Members and Share Transfer Register of the Company will remain closed from Wednesday, 8th September 2010 to Wednesday, 15th September 2010 (both days inclusive).
3. Shareholders desiring any information as regards the accounts are requested to write to the Company at least 10 days before the annual General Meeting to enable the Management to keep the information ready.
4. Members are requested to kindly bring their copies of the Annual Report at the Annual General Meeting.
5. Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting.
6. All documents relevant to the business to be transacted at this meeting will be available for inspection at the Registered Office of the Company during office hours on all working days prior to the Annual General Meeting.

**By Order of the Board**

**Indore,  
The 28th day of May 2010**

**Navin S. Patwa  
Company Secretary**

## **SAM INDUSTRIES LIMITED**

### **Details of Directors seeking appointment /re appointment at the forthcoming Annual General Meeting**

**(In pursuance of Clause 49 of the Listing Agreement)**

| <b>Name of Director</b>   | <b>Mr. Om Agrawal</b>   | <b>Mr. B. P. Inani</b>   |
|---|---|--|
| Date of Birth   | 4th February, 1954  | 31st August, 1966  |
| Date of Appointment   | 15th October, 1998  | 21st March 2005  |
| Expertise in specific functional area                                       | Commercial  | Accounts & Finance   |
| Qualification   | Commerce Graduate   | Chartered Accountant   |
| List of outside Directorship held   | ACME Ferro Alloys Pvt. Ltd.   | DKG Finvest Pvt. Ltd.<br>Dwekam Weldtech Ltd.<br>NSB Securities Pvt. Ltd.<br>Swan Finance Ltd. |
| Chairman / Member of the Committee of the Board of Directors of the Company | Remuneration Committee Member<br>Shareholders / Investors Grievances Committee-Member | Remuneration Committee Chairman,<br>Audit Committee-Member                                     |

**Indore,  
The 28th day of May 2010**

**By Order of the Board**

**Navin S. Patwa  
Company Secretary**

# SAM INDUSTRIES LIMITED

## REPORT OF THE BOARD OF DIRECTORS

To the Members,

Your Directors have pleasure in presenting the 16th Annual Report together with the Audited Statement of accounts of your Company for the year ended 31st March 2010:

|  | (Rs. in Lacs)    |           |
|--|------------------|-----------|
| <b>FINANCIAL RESULTS :</b>                                 |                  |           |
| <b>Particulars</b>   | <b>2009-2010</b> | 2008-2009 |
| Sales & Other Income                                       | <b>3359.54</b>   | 4872.06   |
| Total Expenditure  | <b>2641.29</b>   | 4356.68   |
| Profit (loss) before depreciation, and tax                 | <b>718.25</b>    | 515.38    |
| Less : Depreciation  | <b>159.71</b>    | 160.02    |
| Provision for Taxation                                     | <b>207.00</b>    | 135.00    |
| Deferred Tax Liability / (Assets)                          | <b>(27.74)</b>   | 7.30      |
| Income Tax on completed cases                              | <b>1.18</b>      | 0.00      |
| Prior year adjustment                                      | <b>0.97</b>      | 7.18      |
| Fringe Benefit Tax   | <b>0.07</b>      | 0.98      |
| Profit (Loss) after depreciation & tax                     | <b>377.07</b>    | 204.90    |
| Less : Provision for Diminution in the Value of Investment | <b>(31.95)</b>   | 29.82     |
| Profit for the year  | <b>409.01</b>    | 175.08    |
| Add : Balance brought forward                              | <b>49.18</b>     | 31.29     |
| Total Profit available for appropriation                   | <b>458.19</b>    | 206.37    |
| Proposed Dividend on Preference Shares                     | <b>37.80</b>     | 47.25     |
| Tax on Proposed Dividend on Preference Shares              | <b>6.42</b>      | 8.03      |
| Transfer To Redemption Reserve                             | <b>210.00</b>    | 105.00    |
| Transitional Liability of Leave Encashment                 | <b>0.00</b>      | 3.10      |
| Balance Carried Forward to Balance Sheet                   | <b>203.97</b>    | 49.18     |

### DIVIDEND

The Board of Directors decided to declare Dividend on 9% Cumulative Preference Shares for the year ended 31st March 2010 and has decided not to Declare dividend on Equity shares for the year ended 31st March 2010, to conserve the resources of the Company to maintain liquidity.

### PERFORMANCE

#### Company's Overall Performance

During the year under review, your Company has received income from operations amounting to Rs. 3359.54 Lacs as compared to Rs. 4872.06 Lacs in the previous year. Your Company has earned a profit after tax of Rs. 377.07 Lacs as compared to Rs. 204.90 Lacs in the previous year.

#### Segment wise Performance

##### Soya Division

Your Company is proud to inform you that it has completed 11 years of association with ITC Limited (Agri Business Division). Your Company has crushed in total 7720 M.T. (Seven Thousand Seven Hundred & Twenty Metric Ton) Soya seed in the current year, as against 28,000 M. T. (Twenty Eight Thousand Metric Ton) in the previous year inspite of good crops. This is because of international recession and increase in the prices of soya seed and adverse parity in soya seed crushing. This is also due to highly fluctuating supply and prices of the seeds, as well as decrease in the de-oiled cake in the international market.

##### Welding Division

During the year under review, the revenue of your Company's Welding Division was Rs. 947.13 Lacs as against Rs. 890.90 lacs in the previous year. Its profit of Rs. 350.92 Lacs during this period, against Rs. 410.21 Lacs during the previous year

## **SAM INDUSTRIES LIMITED**

### **Real Estate Division**

Your company is developing 7.68 Lacs square feet land as residential colony in Dewas city, near Indore, which is nearly completion stage. The distance to Dewas from Indore city, is only 32 K.M. and is well connected by National Highway. The colony being developed is in the heart of Dewas and at a walking distance from the railway station. The Company has started selling of the plots. In view of the robust Real Estate scenario in the country, the Company expects to generate good revenues and profits.

### **Investment Division**

As per segment reporting requirements, your company has identified a segment i.e. Investment division and all the activities relating to investment in shares and loans etc. are carried in its investment division. During the year, under review your company has earned income of Rs. 80.56 Lacs from Investment activity.

### **Biotech Division**

Your company has working Biotech project at its existing soya extraction site at village: Dakachya Tehsil: sanwer, District: Indore in view of optimum utilization of available resources to minimize the cost.

### **REDEMPTION OF PREFERENCE SHARES**

Your Company has made provision for redemption of Two Lacs & Ten Thousand (2,10,000), 9% cumulative Redeemable Preference Shares of Rs.100/- each during the financial year 2009-10.

### **MANAGEMENT DISCUSSIONS AND ANALYSIS**

#### **Outlook**

Your Company has three distinct businesses viz. the Soy Extractions & Oil Refining, Welding Electrodes and Real Estate. The modus operandi of these three businesses is different in terms of the nature of the products, customers profile, challenges and growth avenues.

- **Soya Extraction and Oil Refining Scenario :**

As per approximate estimate, there is a record sowing of soybean seed this year. Timely and adequate monsoon and favorable climatic conditions are likely to ensure a record soy crop also in the coming soy season.

- **Welding Industry Scenario :**

In view of the growing industrialization and expenditure on infrastructure, we expect a buoyant demand for welding materials in India.

- **Real Estate :**

The Real Estate scenario is very encouraging in Indore and Dewas and your company has proposed housing project in the heart of the city. The increasing population and residential housing projects are rapidly dotting on the highway connecting Indore and Dewas.

#### **Internal Control System**

Your Company has adequate internal control procedures relating to purchase of raw material, stores, components, etc., commensurating with the size of the Company and the nature of its business.

#### **FIXED DEPOSIT**

Your Company has not accepted any public deposit under Section 58A of the Companies Act, 1956 during the year.

# **SAM INDUSTRIES LIMITED**

## **DIRECTORS**

In accordance with Section 256 of the Companies Act, 1956, Mr. Om Agrawal and Mr. Bhanu Prakash Inani will retire by rotation at the ensuing Annual General Meeting and are eligible for re-appointment.

## **AUDITORS**

Messrs M. Mehta & Company, Chartered Accountants, Indore, will retire at the conclusion of the ensuing Annual General Meeting. The Board proposed their re-appointment as Statutory Auditor to audit the accounts of the Company for the financial year 2010-11. You are requested to consider their re-appointment.

## **AUDITORS REPORT**

Notes on Accounts, referred to in the Auditor's Report, are self-explanatory and therefore, do not call for any further comments or explanations.

## **CORPORATE GOVERNANCE**

Your Company has complied with the requirements of corporate governance as per clause 49 of the Listing Agreements with the Stock Exchanges. A detailed report on Corporate Governance is annexed to this Annual Report. A certificate from the Statutory Auditors of the Company regarding compliance of conditions of corporate governance has been obtained and is enclosed with this Report.

## **DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 217 (2AA) of the Companies Act, 1956, your Directors confirm that

- (i) in the preparation of Annual Accounts, the applicable accounting standards have been followed;
- (ii) the Directors have selected such accounting policies as mentioned in Schedule 26 of the Annual Accounts and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- (iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the aforesaid Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on the going concern basis.

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

Information in accordance with the provision of Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo are given in annexure `A` forming part of this report. The energy conservation measures implemented during the year include installation of fan-less cooling towers, energy efficient pumps etc.

## **PARTICULARS OF EMPLOYEES**

The particulars prescribed under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of employees) Rules, 1975 are not applicable in the case of any of the employees of the Company.

## **INDUSTRIAL RELATIONS**

Relation between the Management and its employees has been cordial. Your Directors place on record their appreciation of the efficient and loyal services rendered by the employees of the Company at all levels.

## **ACKNOWLEDGEMENT**

The Directors wish to convey their appreciation for the co-operation received from Your Company's bankers and various Government agencies. The Directors also wish to thank the Shareholders, Employees, Customers and Suppliers for their support and co-operation.

**For and on behalf of the Board of Directors**

**Indore,  
The 28th day of May 2010**

# SAM INDUSTRIES LIMITED

## ANNEXURE "A"

| PARTICULARS  | (Amount in Rupees) |                 |
|--|--------------------|-----------------|
|  | 2009-2010          | 2008-2009       |
| <b>FORM - A FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY</b>   |                    |                 |
| <b>A. POWER AND FUEL CONSUMPTION</b>   |                    |                 |
| <b>Electricity</b>   |                    |                 |
| (a) Purchased Unit   | 24,20,377          | 26,83,091       |
| Total Amount   | 1,58,52,490        | 1,75,82,890     |
| Rate /Unit   | 6.55               | 6.55            |
| (b) Own Generation   |                    |                 |
| I) Through Diesel Generator  |                    |                 |
| Units  | 0                  | 5,900           |
| Units Per Ltr.   | 0.00               | 3.20            |
| Cost /Unit (Rs.)   | 0.00               | 11.71           |
| ii) Through Steam Turbine  |                    |                 |
| Units  | Nil                | Nil             |
| Units Per Ltr. of fuel oil   | Nil                | Nil             |
| Cost /Unit   | Nil                | Nil             |
| <b>Coal</b> Qty (M.T.)   | 570                | 2,644           |
| Total Amount (Rs.)   | 24,88,237          | 1,15,35,446     |
| Average Rate (Rs./M.T.)  | 4,366              | 4,363           |
| <b>Furnace Oil</b> Qty (M.T.)  | Nil                | Nil             |
| Total Amount   | Nil                | Nil             |
| Average Rate (Rs./Ltr.)  | Nil                | Nil             |
| <b>B. CONSUMPTION PER UNIT OF PRODUCTION</b>   |                    |                 |
| <b>Products (Seed &amp; Electrodes)</b>  | <b>2009-10</b>     | <b>2008-09</b>  |
| Electricity (Unit / M.T.)  | 313.51             | 95.68           |
| Furnace Oil (Ltr./ M.T.)   | Nil                | Nil             |
| Coal (Kg./M.T.)  | 73.82              | 94.08           |
| <b>II. RESEARCH AND DEVELOPMENT</b>  |                    |                 |
| The Company Manufactures standard product for which technology has already been established and therefore, no further research is being carried out.     |                    |                 |
| <b>III. TECHNOLOGY &amp; ABSORPTION</b>  |                    |                 |
| The Company has adopted indigenous technology for crushing of soyabean seed and other oil seeds. No foreign technology has been imported by the Company. |                    |                 |
| <b>IV. FOREIGN EXCHANGE EARNINGS AND OUT GO</b>  |                    |                 |
| Foreign exchange used (Rs.)  | -                  | -               |
| Foreign exchange earned (Rs.)  | <b>11,77,110</b>   | <b>9,38,385</b> |

Date: 18<sup>th</sup> June 2010



ITC Limited  
AGRI BUSINESS DIVISION  
Plot No. 8, Ranjeet Towers,  
3<sup>rd</sup> Floor, Zone-II, M. P. Nagar,  
Bhopal - 462011 (India)  
Telephone : 4018066  
Fax : (0755) 2763081

**TO WHOM SO EVER IT MAY CONCERN**

This is to certify that we have sold soya seed and in turn purchased DOC and soya crude oil for refining the soya oil from the plant of M/s Sam industries Limited, at village Dakachya, Tehsil: Sanwer, A. B. Road, District - Indore (M.P.) - 453 771, during the financial year 2009-10 from 1<sup>st</sup> April 2009 to 31<sup>st</sup> March 2010.

The total quantity of the soya seed sold during this period was 7720 M.T. (Seven Thousand Seven Hundred Twenty Metric Ton).

We further certify that all purchases of DOC, soya crude Oil for Refining were on the required quality and the right quantity from M/s Sam industries Limited, at village Dakachya, Tehsil: Sanwer, A. B. Road, District Indore (M.P.) 453 771 .

The company has extended full co-operation with honesty and integrity.

The company is enjoying healthy business association with M/s Sam industries Limited, consecutively for the 11<sup>th</sup> financial year.

For ITC Limited (Agri Business Division)

*Pankaj*

Authorized Signatory

**ABD**

Registered Office : ITC Limited, Virginia House 37, J. L. Nehru Road, Kolkata - 700 071 India  
CIGARETTES & TOBACCO • HOTELS • INFORMATION TECHNOLOGY • PACKAGING • PAPER & PAPERBOARDS • AGRI-EXPORTS • LIFESTYLE RETAILING

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# SAM INDUSTRIES LIMITED

## ANNEXURE TO THE DIRECTORS' REPORT - REPORT ON CORPORATE GOVERNANCE

### I. Company's Philosophy

Your Company's Philosophy on code of Corporate Governance is based on attainment of high level of transparency, accountability, and adequate disclosures and economic value addition. All employees are guided by the Company's policies on important issues, including our relationship with consumers, stakeholders and Government.

### II. Board of Directors

As per Listing Agreement, the Board should have an optimum combination of executive and non-executive Directors. In case of a non-executive Chairman, at least one-third of the Board should consist of Independent Directors and in the case of an executive Chairman at least half of the Board should be Independent Directors.

The Board of Directors of company has a combination of Executive and Non Executive Directors. The Chairman of the Board of your Company is a non-executive director. The Board of Directors of the Company consists of 7 Directors, of which 4 are non-executive as on 31st March 2010. During the year, 5 Meetings of the Board of Directors of the Company were held on 30.04.2009, 30.07.2009, 21.08.2009, 31.10.2009, and 29.01.2010. The maximum interval between any two meetings was 90 days.

The particulars of the Directors and the attendance at the Board Meetings during the year and the last Annual General Meeting as also the number of other directorships and committee memberships as on date are as follows.

| Name of Director           | Category                  | No. of Board Meetings Attended | Attendance in last AGM | No. of other Directorship | Committee Membership |        |
|----------------------------|---------------------------|--------------------------------|------------------------|---------------------------|----------------------|--------|
|                            |                           |                                |                        |                           | Chairman             | Member |
| Mr. Om Agrawal             | Independent Non-Executive | 5                              | No                     | 1                         | -                    | 3      |
| Mr. Ashutosh A. Maheshwari | Promoter Non - Executive  | 5                              | No                     | 11                        | -                    | -      |
| Mr. Anil Maloo             | Whole Time Director       | 5                              | Yes                    | 2                         | 1                    | 1      |
| Mr. Santosh Muchhal        | Independent               | 5                              | Yes                    | 1                         | 1                    | 1      |
| Mr. Brij Kishore Jalan     | Whole Time Director       | 5                              | No                     | 2                         | -                    | 1      |
| Mr. Bhanu Prakash Inani    | Independent               | 5                              | No                     | 4                         | 1                    | 1      |
| Mr. Ashish Dave            | Whole Time Director       | 5                              | No                     | -                         | -                    | -      |

### III. Audit Committee

The objective of the Audit Committee is to monitor and provide effective supervision of the Management's financial reporting processes with a view to ensuring accurate and proper disclosure, transparency and quality of financial reporting. The committee also reviews the financial and risk management policies, and the adequacy of internal control systems of the Company, and meets Statutory Auditors periodically.

Your Company has an Audit Committee consisting of three Independent Directors as its members, and the Audit Committee Meetings were held on 30.04.2009, 30.07.2009, 21.08.2009, 31.10.2009, and 29.01.2010.

## SAM INDUSTRIES LIMITED

The details of the meetings held and attended are as given below:

| Name of Director        | Meetings held | No. of Meetings attended |
|-------------------------|---------------|--------------------------|
| Mr. Anil Maloo          | 5             | 5                        |
| Mr. Bhanu Prakash Inani | 5             | 5                        |
| Mr. Santosh Muchhal     | 5             | 5                        |

#### IV. Remuneration Committee

The Remuneration Committee has approved the terms of remuneration of the Whole Time Directors. One meeting on 21st August 2009 of the members of the Remuneration Committee was held in the year 2009-2010. The composition of the remuneration committee is as follows:

Mr. Om Agrawal, Mr. Santosh Muchhal, member and Mr. Bhanu Prakash Inani (Chairman) .

During the year under review, the Remuneration paid to the whole time Directors of the Company are as follows:

**(Amount in Rs.)**

| Name of Director       | Remuneration       |
|------------------------|--------------------|
| Mr. Anil Maloo         | 5,42,400/-         |
| Mr. Brij Kishore Jalan | 2,59,720/-         |
| Mr. Ashish Dave        | 3,60,000/-         |
| Total                  | <b>11,62,120/-</b> |

Note: Salary includes Basic Salary, Allowances, contribution to Provident and Other Funds and perquisites (including monetary value of taxable Perquisites), etc.

#### V. Shareholders and Investor's Grievance Committee

The Board has constituted the shareholders and Investors Grievance Committee to look into the redress of investors' complaints. There were no complaints pending for reply as on 31st March 2010 and no share transfers pending for registration as on the said date. The Committee had met on the 21st day of August 2009, during the year 2009-2010.

#### VI. General Body Meetings

The details of Annual General Meetings held in last 3 years are as under:

| Year      | Venue  | Date       | Time      |
|-----------|--|------------|-----------|
| 2006-2007 | Basement of Dalamal Chambers,<br>29, New Marine Lines, Mumbai - 400020 | 28.09.2007 | 2.00 P.M. |
| 2007-2008 | Basement of Dalamal Chambers,<br>29, New Marine Lines, Mumbai - 400020 | 30.09.2008 | 2.00 P.M. |
| 2008-2009 | Basement of Dalamal Chambers,<br>29, New Marine Lines, Mumbai - 400020 | 30.09.2009 | 2.00 P.M. |

## **SAM INDUSTRIES LIMITED**

The details of Extra Ordinary General Meetings held in last 3 years are as under:

| <b>Year</b> | <b>Venue</b>  | <b>Date</b> | <b>Time</b> |
|-------------|---|-------------|-------------|
| 2005-2006   | Village: Dakachya - 453771, A. B. Road,<br>Tehsil Sanwer, District Indore - M. P.                                   | 20.06.2005  | 2.00 P. M   |
| 2006-2007   | Village: Dakachya - 453771, A. B. Road,<br>Tehsil Sanwer, District Indore - M. P.                                   | 10.04.2006  | 11.00 A.M.  |
| 2007-2008   | Commercial Premises No. 27, Mahesh Shopping<br>Centre , 1st, Floor, Sector 15, CBD Belapur,<br>Navi Mumbai - 400614 | 05.05.2007  | 11.00 A.M.  |

The shareholders passed all the resolutions including the special resolutions set out in the respective notices. No Postal Ballots were used for voting at these meetings.

### **VII. Disclosure**

- i) During the year under review, besides the transactions reported elsewhere in the Annual Report, there were no other related parties' transaction viz., Promoters, Directors or the Management, their subsidiaries or relatives that had a potential conflict with the interest of the Company at large.
- ii) No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the period under review.

### **VIII. Means of Communication**

The quarterly, halfyearly and yearly financial results of the Company are sent to the Stock Exchanges immediately after the Board has approved them. These are widely published in national and regional newspapers.

### **IX. General Shareholders Information**

Annual General Meeting

Date : 15.09.2010

Day : Wednesday

Time : 2.00 P.M.

Venue : Basement of Dalamal Chambers,  
29, New Marine Lines, Mumbai - 400020

### **Date of Book Closure**

The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, 8th September 2010 to Wednesday 15th September 2010 (both days inclusive).

### **Financial Calendar 2010-2011**

|   |                                      |              |
|---|--------------------------------------|--------------|
| 1 | First Quarter Results                | July 2010    |
| 2 | Second Quarter & Half Yearly Results | October 2010 |
| 3 | Third Quarter Results                | January 2011 |
| 4 | Fourth Quarter Results               | April 2011   |
| 5 | Annual Report                        | July 2011    |

## SAM INDUSTRIES LIMITED

### Listing of Securities

Name of the Stock Exchanges

|  |  |
|--|--|
| Madhya Pradesh Stock Exchange,<br>201, Palika Plaza<br>M.T.H. Compound<br>Indore - 452001. | The Stock Exchange Mumbai,<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai - 400 001<br>Stock Code 532005 |
|--|--|

Delisting from Madhya Pradesh Stock Exchange at Indore is in advanced stage and the approval is expected shortly. Your Company confirms that it has paid annual listing fees to the Stock Exchanges Mumbai for the year 2010-11 and as such there are no arrears.

### Market Price Data

High/ low of market price of the Company's equity shares traded on BSE during the last financial year was as follows.

| Month           | Quotation at Mumbai Stock Exchange |           |
|-----------------|------------------------------------|-----------|
|                 | High (Rs.)                         | Low (Rs.) |
| April, 2009     | 6.40                               | 6.09      |
| May, 2009       | 8.52                               | 6.39      |
| June, 2009      | 18.75                              | 8.94      |
| July, 2009      | 26.50                              | 17.80     |
| August, 2009    | 23.00                              | 20.20     |
| September, 2009 | 26.50                              | 20.20     |
| October, 2009   | 26.30                              | 21.25     |
| November, 2009  | 22.55                              | 18.10     |
| December, 2009  | 22.95                              | 19.00     |
| January, 2010   | 25.75                              | 21.95     |
| February, 2010  | 25.40                              | 24.20     |
| March, 2010     | 25.10                              | 23.90     |

### Registrar & Transfer Agent

As per the directives of SEBI, the Company has appointed M/s. Ankit Consultancy Pvt. Ltd., 2nd Floor, Alankar Point, Geeta Bhawan Square, A. B. Road, Indore - 452001 as its Registrar and Share Transfer Agent and all the Share transfer and the relating queries may please be forwarded to the Share Transfer Agent directly at their address.

### Share Transfer Systems

Shares received for transfer in physical form are registered and dispatched within thirty days of receipt of the documents. If shares are under objection then the same are returned within fifteen days. Request for dematerialization of shares is processed within fifteen days.

## SAM INDUSTRIES LIMITED

### Distribution of Shareholding

Distribution of Shareholding as on 31st March 2010 is as under:

| Shareholding of Nominal Value of Rs. | No. of Shareholders | % of Shareholders | No. of Ordinary Shares | % of share holding |
|--------------------------------------|---------------------|-------------------|------------------------|--------------------|
| Up to 1000                           | 106                 | 12.57%            | 5,189                  | 0.05%              |
| 1001 2000                            | 43                  | 5.10%             | 7,397                  | 0.07%              |
| 2001 3000                            | 27                  | 3.20%             | 7,652                  | 0.07%              |
| 3001 4000                            | 210                 | 24.91%            | 83,772                 | 0.76%              |
| 4001 5000                            | 118                 | 14.00%            | 58,820                 | 0.53%              |
| 5001 10000                           | 183                 | 21.71%            | 1,70,805               | 1.54%              |
| 10001 20000                          | 57                  | 6.76%             | 88,852                 | 0.80%              |
| 20001 30000                          | 28                  | 3.32%             | 66,912                 | 0.60%              |
| 30001 40000                          | 10                  | 1.19%             | 35,496                 | 0.32%              |
| 40001 50000                          | 10                  | 1.19%             | 44,047                 | 0.40%              |
| 50001 100000                         | 15                  | 1.78%             | 1,17,507               | 1.06%              |
| 100001 & above                       | 36                  | 4.27%             | 1,04,02,021            | 93.81%             |
| <b>Total</b>                         | <b>843</b>          | <b>100.00%</b>    | <b>1,10,88,470</b>     | <b>100.00%</b>     |

The Shareholding Pattern as on 31st March 2010 is given below:

| S.No | Category                   | No. of Shares held | % Shareholding |
|------|----------------------------|--------------------|----------------|
| 1    | Promoter                   | 73,68,120          | 66.45          |
| 2    | Govt. Co. / Fin. Institute | 59,000             | 00.53          |
| 3    | Private Corporate Bodies   | 27,49,558          | 24.80          |
| 4    | Indian public              | 9,11,792           | 8.22           |
|      | Total                      | 1,10,88,470        | 100.00         |

### Dematerialization of Shares and Liquidity

As on 31st March 2010, 71.14% of the Company's total equity shares representing 78,88,395 shares were held in dematerialized form and the balance 28.86% representing 32,00,075 were in physical form.

### Plant Location

Your Company's plants are located at Village: Dakachya-453771, A. B. Road, Tehsil: Sanwer, District: Indore. M. P. India

### Address for Correspondence

The Shareholders may address their communications to.

Mr. Navin S. Patwa,  
Company Secretary & Compliance Officer,  
Sam Industries Limited,  
Village: Dakachya,  
Tehsil: Sanwer, A. B. Road,  
Indore-453771  
Email : [secretarial@sam-industries.com](mailto:secretarial@sam-industries.com)  
Company's Website : [www.sam-industries.com](http://www.sam-industries.com)

## **SAM INDUSTRIES LIMITED**

### **AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE**

To  
The Members of  
Sam Industries Limited

We have examined the compliance of corporate governance by Sam Industries Limited, Mumbai for the year ended on 31st March 2010, as stipulated in clause 49 of the Listing agreement of the said company with stock exchanges.

The compliance of conditions of corporate governance is responsibility of the management. Our examination was limited to the procedure and implementation thereof, adopted by Sam Industries Limited for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of Sam Industries Limited.

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 the Listing Agreement.

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

**For M. Mehta and company**  
**Chartered Accountants**

**Place: Indore**

**Date: The 28th day of May, 2010**

**(Nitin Bandi)**  
**(Partner)**

**Firm Reg. No. 000957C M. No.400394**

# **SAM INDUSTRIES LIMITED**

## **THE AUDITORS REPORT**

To  
The Members of Sam Industries Ltd

1. We have audited the attached Balance Sheet of Sam Industries Limited (the Company) as at 31st March 2010, the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the 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 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order to the extent applicable.
4. Further to our comments in the Annexure referred to in paragraph 3 above, we report that:
  - i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - ii) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the books.
  - iii) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
  - iv) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
  - v) On the basis of written representations received from the directors, as on 31st March 2010, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2010 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956; and
  - vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
  - vii) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2010;
  - viii) In the case of the Profit and Loss Account, of the profit for the year ended on that date; and
  - ix) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**For M. Mehta and company**  
**Chartered Accountants**

**Place: Indore**

**Date: The 28th day of May, 2010**

**15**

**(Nitin Bandi)**  
**(Partner)**  
**Firm Reg. No. 000957C M. No.400394**

## **SAM INDUSTRIES LIMITED**

### **ANNEXURE TO THE AUDITOR'S REPORT**

Annexure Referred to in paragraph 1 of our Audit report of even date on the accounts for the year ended 31st March 2010 of Sam Industries Limited.

As required by the companies (Auditors report) order 2003 issued by the Company law Board in the terms of section 227(4A) of the Companies Act 1956, we have further to report that :-

1. (a) In respect of fixed assets; the Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.  
(b) These Fixed Assets have been physically verified by the management, in accordance with the programme of verification adopted by the company. In our opinion, the frequency of verification is reasonable having regard to the size of the company and the nature of its assets.  
(c) During the year, in our opinion, no substantial part of fixed assets has been disposed off by the company.
2. (a) As explained to us, the inventory of the Company has been physically verified during the year by the management. In our opinion the frequency of the verification is reasonable.  
(b) According to the information and explanation given to us, in our opinion, the procedures of physical verification of stocks followed by the management are reasonable and adequate in relation of the size of the Company and the nature of its business.  
(c) In our opinion and information and explanation given to us, the Company is maintaining proper records of inventory and no material discrepancies were noticed on verification between the physical stocks and book records.
3. (a) The Company has not granted unsecured loans to parties covered in the Register maintained under Section 301 of the Companies Act, 1956, hence clause (a) to (c) does not apply.  
(b) The Company has taken unsecured loans, from one of the directors. The outstanding year end balance was Rs. 49,00,000 and the maximum outstanding balance during the year is Rs. 49,00,000/-.  
(c) In our opinion, the terms of this loan is prima facie not prejudicial to the interest of the company and is free of interest.  
(d) The loan taken from the aforesaid party covered in the register u/s 301 of the companies Act is repayable on demand.
4. In our opinion and according to the information and explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.
5. (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements or transactions referred to in section 301 of the Companies Act, 1956 have been entered in the register required to be maintained under Section 301 of the companies Act, 1956.  
(b) In our opinion and according to the information and explanations given to us, transactions made in pursuance of contracts or arrangements entered in the Register maintained under Section 301 of the companies Act, 1956 have been made at prices which are prima facie reasonable, having regard to prevailing market prices at the relevant time where such market prices are available.
6. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from public in contravention with the provisions of Section 58-A and 58AA or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 1975. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal on the Company in respect of any deposits.

## SAM INDUSTRIES LIMITED

7. The Company has an Internal Audit System, which in our opinion is adequate and commensurate with the size of the Company and nature of its business.
8. The Central Government has prescribed the maintenance of cost records under Section 209 (1) (d) of the Companies Act 1956 in respect of refining activities of the Company. We are informed that such accounts and records have been maintained. However, we have not made a detailed examination of such accounts and records with a view to determine whether they are accurate or complete.
9. (a) According to the information and explanations given to us, the Company is generally regular in depositing provident fund and employees state insurance with appropriate authorities during the year.
- (b) According to the information and explanations given to us, no undisputed amount payable in respect of income-tax, sales tax, wealth-tax, service-tax customs duty, excise duty, cess as on 31.3.2010 were outstanding for a period of more than six months from the date they became payable except land diversion tax of Rs. 9,48,501/- (Previous Year Rs.6,32,334/-)
- (c) As on 31st March 2010, According to the records of the company and the information and explanation s given to us, the following are the particulars of dues on account of Income tax, Excise Duty, Cess, Sales Tax Service Tax Custom duty and wealth Tax matters that have not been deposited on account of disputes:-

| Sr. No. | Name of the Statute           | Nature of Dues Disputed | Amount (Rs. In lacs) | Forum where pending        |
|---------|-------------------------------|-------------------------|----------------------|----------------------------|
| 1       | M.P. Commercial tax Act, 1944 | Sales Tax Demand        | 6.89                 | Deputy Commissioner Appeal |
| 2       | M.P. Entry Tax Act            | Entry Tax Demand        | 0.96                 | Deputy Commissioner Appeal |

10. The Company has made cash profit during the financial year covered by our audit and also in the immediately preceding financial year. The company has no accumulated losses at the end of the financial year.
11. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks during the year.
12. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore, the other provisions of clause 4 (xii) of the companies (Auditor's Report) Order, 2003 are not applicable to the Company.
13. In our opinion and according to the information and explanations given to us, the Company is not a chit fund or a nidhi/mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
14. In our opinion, according to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments.
15. According to the information and explanation given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions during the year.
16. According to the information and explanation given to us, the company has not taken any term loans during the year.
17. According to the information and explanations given to us and an overall examination of the Balance Sheet of the company, we report that funds raised on short-term basis, have been used for short term purpose only.
18. The Company has not made preferential allotment of share to parties and Companies covered in the register maintained under Section 301 of the Companies Act, 1956 during the year covered by our audit.

## **SAM INDUSTRIES LIMITED**

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19. The company has not issued any debentures during the year under review.
20. The company has not raised any money by public issues during the year under review.
21. To the best of our knowledge and belief and according to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

**For M. Mehta and company  
Chartered Accountants**

**Place: Indore**

**Date: The 28th day of May, 2010**

**(Nitin Bandi)  
(Partner)**

**Firm Reg. No. 000957C M. No.400394**

**SAM INDUSTRIES LIMITED****BALANCE SHEET AS ON 31ST MARCH, 2010**

| PARTICULARS                                      | Schedule | (Amount in Rupees) |               |
|--|----------|--------------------|---------------|
|  |          | Current Year       | Previous Year |
| <b>I. SOURCES OF FUNDS</b>                       |          |                    |               |
| <b>(1) Shareholders' Fund</b>                    |          |                    |               |
| (a) Share Capital                                | 1        | <b>153,998,200</b> | 164,498,200   |
| (b) Reserves & Surplus                           | 2        | <b>159,838,949</b> | 123,360,222   |
| <b>(2) Loan Funds</b>                            |          |                    |               |
| (a) Secured Loans                                | 3        | <b>4,596,953</b>   | 17,117,401    |
| (b) Unsecured Loans                              | 4        | <b>8,144,343</b>   | 5,238,478     |
| <b>(3) Deffered Tax Liability</b>                |          |                    |               |
|  |          | <b>33,047,062</b>  | 35,821,291    |
| <b>Total</b>                                     |          | <b>359,625,507</b> | 346,035,592   |
| <b>II. APPLICATION OF FUNDS</b>                  |          |                    |               |
| <b>(1) FIXED ASSETS</b>                          |          |                    |               |
| Gross Block                                      | 5        | <b>356,693,452</b> | 356,155,582   |
| Less: Depreciation                               |          | <b>161,735,787</b> | 145,764,610   |
| Net Block  |          | <b>194,957,665</b> | 210,390,972   |
| Add : Capital Work in Progress                   |          | <b>3,392,026</b>   | 669,851       |
| <b>Total</b>                                     |          | <b>198,349,690</b> | 211,060,823   |
| <b>(2) INVESTMENT</b>                            |          |                    |               |
|  | 6        | <b>28,048,319</b>  | 10,614,116    |
| <b>(3) CURRENT ASSETS, LOANS &amp; ADVANCES</b>  |          |                    |               |
| (a) Inventories                                  | 7        | <b>66,615,470</b>  | 69,275,994    |
| (b) Sundry Debtors                               | 8        | <b>19,745,202</b>  | 23,917,056    |
| (c) Cash And Bank Balances                       | 9        | <b>8,105,563</b>   | 877,508       |
| (d) Loans And Advances                           | 10       | <b>88,602,552</b>  | 75,779,405    |
| (f) Other Current Assets                         | 11       | <b>3,025,245</b>   | 10,222,738    |
| <b>Total (A)</b>                                 |          | <b>186,094,032</b> | 180,072,702   |
| <b>Less: Current Liabilities &amp; Provision</b> |          |                    |               |
| (a) Current Liabilities                          | 12       | <b>47,771,853</b>  | 50,714,249    |
| (b) Provisions                                   |          | <b>5,094,681</b>   | 5,050,741     |
| <b>Total (B)</b>                                 |          | <b>52,866,534</b>  | 55,764,990    |
| <b>Net Current Assets (A-B)</b>                  |          | <b>133,227,498</b> | 124,307,711   |
| <b>(4) MISCELLANEOUS EXPENDITURE</b>             |          |                    |               |
|  | 13       | <b>0</b>           | 52,942        |
| <b>Total</b>                                     |          | <b>359,625,507</b> | 346,035,592   |

**Notes On Accounts**

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**SCHEDULE "1" TO "13" AND "26" FORMS AN INTEGRAL PART OF THIS BALANCE SHEET  
AS PER OUR REPORT OF EVEN DATE ATTACHED**

**For M/s. M. Mehta & Company  
Chartered Accountants**

**FOR AND ON BEHALF OF THE BOARD**

**Om Agrawal**, Chairman  
**Anil Maloo**, Executive Director  
**Brij Kishore Janan**, Director  
**Ashish Dave**, Director

**( Nitin Bandi)**

Partner

Firm Regi. No. 000957C M.No.400394

Place : Indore

Dated : 28th May, 2010

**Navin S. Patwa**, Company Secretary

# SAM INDUSTRIES LIMITED

## PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH, 2010

| PARTICULARS   | Schedule     | (Amount in Rupees) |               |
|---|--------------|--------------------|---------------|
|   |              | Current Year       | Previous Year |
| <b>I. INCOME</b>  |              |                    |               |
| Sales   | 14           | <b>211,570,949</b> | 383,068,823   |
| Processing Income / Lease Rent Income   | 15           | <b>113,198,902</b> | 98,405,804    |
| Other Income  | 16           | <b>11,184,835</b>  | 5,731,693     |
| Decreases / Increase In Stock Of Finished Goods                                 | 17           | <b>-3,929,084</b>  | 1,613,191     |
| <b>Total</b>  |              | <b>332,025,602</b> | 488,819,511   |
| <b>II. EXPENDITURE</b>  |              |                    |               |
| Raw Material Consumed / Sold  | 18           | <b>195,539,917</b> | 353,858,420   |
| Cost of Sales of Real Estate Division   | 19           | <b>0</b>           | 0             |
| Manufacturing Expenses  | 20           | <b>46,058,037</b>  | 58,359,863    |
| Salaries, Wages And Benefits  | 21           | <b>11,572,859</b>  | 18,715,868    |
| Administrative Expenses   | 22           | <b>3,433,437</b>   | 3,432,052     |
| Selling Expenses  | 23           | <b>1,945,340</b>   | 189,433       |
| Other Expenses  | 24           | <b>162,368</b>     | 273,368       |
| Interest / Financial Charges  | 25           | <b>1,488,013</b>   | 2,452,102     |
| <b>Total</b>  |              | <b>260,199,970</b> | 437,281,106   |
| <b>PROFIT BEFORE DEPRECIATION &amp; TAX</b>                                     |              | <b>71,825,632</b>  | 51,538,405    |
| <b>Less : Depreciation</b>  |              | <b>15,971,177</b>  | 16,002,296    |
| <b>Provision For Taxation</b>   |              |                    |               |
| (a) Income Tax for Current Year   |              | <b>20,700,000</b>  | 13,500,000    |
| (b) Income Tax on completed cases   |              | <b>118,388</b>     | 0             |
| (c) Deferred Taxation \ (Assets)  |              | <b>-2,774,229</b>  | 729,951       |
| (d) Fringe Benefit Tax on completed cases                                       |              | <b>6,800</b>       | 98,457        |
| <b>PROFIT FOR THE YEAR</b>  |              | <b>37,803,496</b>  | 21,207,701    |
| Less- (i) Prior Year Adjustment   |              | <b>97,358</b>      | 718,127       |
| (ii) Written back of Diminution in the Value of Investment                      |              | <b>-3,195,000</b>  | 0             |
| (iii) Provision for Diminution in the Value of Investment                       |              | <b>0</b>           | 2,982,000     |
| <b>PROFIT AFTER TAXATION</b>  |              | <b>40,901,138</b>  | 17,507,574    |
| Add. : Balance Brought Forward (As per Last Year)                               |              | <b>4,918,222</b>   | 3,128,930     |
| <b>Profit available for Appropriation</b>                                       | <b>Total</b> | <b>45,819,360</b>  | 20,636,504    |
| <b>III. APPROPRIATIONS</b>  |              |                    |               |
| Proposed Dividend on Preference Shares  |              | <b>3,780,000</b>   | 4,725,000     |
| Corporate Tax on Dividend on Preference Shares                                  |              | <b>642,411</b>     | 803,014       |
| Transfer To Redemption Reserve  |              | <b>21,000,000</b>  | 10,500,000    |
| <b>Surplus of Profit and Loss a/c</b>   |              | <b>20,396,949</b>  | 4,608,490     |
| Add: Transitional Liability of Leave Encashment up to 31.03.2008 (written back) |              | <b>0</b>           | 309,732       |
| <b>Balance Carried Forward to Balance Sheet</b>                                 |              | <b>20,396,949</b>  | 4,918,222     |
| <b>Earning Per Share (Basic)</b>  | <b>Rs.</b>   | <b>3.69</b>        | 1.58          |
| <b>Earning Per Share (Diluted)</b>  | <b>Rs.</b>   | <b>3.69</b>        | 1.58          |

**Notes On Accounts**

SCHEDULE "14" TO "26" FORMS AN INTEGRAL PART OF THIS PROFIT & LOSS ACCOUNT AS PER OUR REPORT OF EVEN DATE ATTACHED

For M/s. M. Mehta & Company  
Chartered Accountants

( Nitin Bandi)

Partner  
Firm Regi. No. 000957C M.No.400394  
Place : Indore  
Dated : 28th May, 2010

FOR AND ON BEHALF OF THE BOARD

Om Agrawal, Chairman  
Anil Maloo, Executive Director  
Brij Kishore Jalan, Director  
Ashish Dave, Director

Navin S. Patwa, Company Secretary

# SAM INDUSTRIES LIMITED

## Cash Flow Statement for the Year ended on 31st March, 2010

(Rupees in Lacs)

| PARTICULARS   | 31.03.2010     | 31.3.2009      |
|---|----------------|----------------|
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>                 |                |                |
| Net Profit before tax   |                |                |
| <b>Adjustments for :</b>                                      | <b>558.54</b>  | <b>355.36</b>  |
| Depreciation  | 159.71         | 160.02         |
| (Profit)/Loss on sale of Assets/Discarded Assets written off  | 0.00           | -0.41          |
| (Profit)/Loss on sale of other investments                    | -13.62         | -1.45          |
| Interest and income from current investment                   | -89.47         | -51.95         |
| Income from other investments                                 | -2.53          | -1.07          |
| Provision for leave encashment & gratuity                     | 0.44           | 1.46           |
| Prior Period Expenses   | -0.97          | -7.18          |
| Interest charged to profit and Loss Account                   | 14.88          | 24.52          |
| Deferred Revenue Expenditure                                  | 0.53           | 0.53           |
| Operating Profit before Working Capital Changes               | <b>627.51</b>  | <b>479.83</b>  |
| <b>Adjustments for :</b>                                      |                |                |
| Trade and other receivable                                    | -118.00        | 183.23         |
| Inventories   | 26.61          | -73.92         |
| Trade Payable & other liabilities                             | -29.42         | -156.50        |
| Cash Generated from Operations                                | <b>506.69</b>  | <b>432.64</b>  |
| <b>Less : Fringe benefit Taxes Paid</b>                       | 0.07           | 0.66           |
| <b>Less : Direct Taxes Paid</b>                               | 104.72         | 165.52         |
| <b>Net Cash Flow from Operating Activities</b>                | <b>401.91</b>  | <b>266.46</b>  |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>                 |                |                |
| Purchase of fixed assets and WIP                              | -32.60         | -52.32         |
| Sales of Fixed assets   | 0.00           | 96.93          |
| Purchase of investments                                       | -128.77        | -14.86         |
| Sales of investments  | 0.00           | 1.41           |
| Inter - Corporate deposits                                    | 89.47          | 53.40          |
| Interest and income from current investments received         | 2.53           | 1.07           |
| Dividend received   | <b>-69.37</b>  | <b>85.63</b>   |
| <b>Net Cash flow from investing activities</b>                |                |                |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                 |                |                |
| Redemption of preference shares                               | -105.00        | -210.00        |
| Proceeds from borrowings                                      |                |                |
| Repayment of borrowings                                       | -125.20        | -69.52         |
| Unsecured Loans   | 29.06          | -19.25         |
| Dividends paid  | -44.22         | -88.45         |
| Interest Paid   | -14.88         | -24.52         |
| <b>Net Cash from financing activities</b>                     | <b>-260.25</b> | <b>-411.74</b> |
| <b>Net increase/Decrease in Cash/Cash equivalents (A+B+C)</b> | <b>72.28</b>   | <b>-59.65</b>  |
| Cash /Cash Equivalents as closing of year                     | 81.06          | 8.78           |
| Cash /Cash Equivalents as opening of year                     | 8.78           | 68.53          |

**For M/s. M. Mehta & Company**  
Chartered Accountants

**( Nitin Bandi)**

Partner

Firm Regi. No. 000957C M.No.400394

Place : Indore

Dated : 28th May 2010

**FOR AND ON BEHALF OF THE BOARD**

**Om Agrawal**, Chairman

**Anil Maloo**, Executive Director

**Brij Kishore Jalan**, Director

**Ashish Dave** Director

**Navin S. Patwa**, Company Secretary

# SAM INDUSTRIES LIMITED

## SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010

| PARTICULARS  | (Amount in Rupees) |               |
|--|--------------------|---------------|
|  | Current Year       | Previous Year |
| <b>SCHEDULE - "1"</b>  |                    |               |
| <b>SHARE CAPITAL</b>   |                    |               |
| <b>Authorized Capital</b>  |                    |               |
| 1,15,00,000 Equity shares of Rs.10/- each  | <b>115,000,000</b> | 115,000,000   |
| 10,50,000 9% Cumulative Redeemable Preference Shares of Rs. 100/- each   | <b>105,000,000</b> | 105,000,000   |
| <b>Total</b>   | <b>220,000,000</b> | 220,000,000   |
| <b>ISSUED, SUBSCRIBED AND PAID UP CAPITAL</b>  |                    |               |
| 1,10,88,470 Equity Shares of Rs. 10/- each fully paid up<br>(Out of this 63,88,000 Equity Shares held by Sam Exim Limited - Holding Co.) | <b>110,884,700</b> | 110,884,700   |
| 9% Cumulative Redeemable Preference Shares<br>are redeemable 1/10 annually starting from F.Y. 2004-05                                    | <b>42,000,000</b>  | 52,500,000    |
| Add : Forfeited Shares originally paid up  | <b>1,113,500</b>   | 1,113,500     |
| <b>Total</b>   | <b>153,998,200</b> | 164,498,200   |
| <b>SCHEDULE - "2"</b>  |                    |               |
| <b>RESERVES &amp; SURPLUS</b>  |                    |               |
| <b>Share Premium Account</b>   |                    |               |
| Balance as per Last Balance Sheet  | <b>55,442,000</b>  | 55,442,000    |
| <b>Capital Redemption Reserve A/C</b>  |                    |               |
| Opening Balance as per Last Balance Sheet  | <b>63,000,000</b>  | 52,500,000    |
| Add : Transfer during the year   | <b>21,000,000</b>  | 10,500,000    |
| <b>Total</b>   | <b>84,000,000</b>  | 63,000,000    |
| <b>Surplus of Profit and Loss A/C</b>  | <b>20,396,949</b>  | 4,918,222     |
| <b>Total</b>   | <b>159,838,949</b> | 123,360,222   |
| <b>SCHEDULE - "3"</b>  |                    |               |
| <b>SECURED LOAN</b>  |                    |               |
| (I) From State Bank of Indore  |                    |               |
| (a) Term Loan<br>(Secured by way of charge on fixed assets )   | <b>0</b>           | 7,000,000     |
| (b) Cash credit Loan<br>(Secured agst. hypothecation of stocks and book debts)   | <b>4,596,953</b>   | 10,117,401    |
| <b>Total</b>   | <b>4,596,953</b>   | 17,117,401    |
| <b>SCHEDULE - "4"</b>  |                    |               |
| <b>UNSECURED LOAN</b>  |                    |               |
| From Directors   | <b>4,900,000</b>   | 4,900,000     |
| From Body Corporate  | <b>3,244,343</b>   | 338,478       |
| <b>Total</b>   | <b>8,144,343</b>   | 5,238,478     |

## SAM INDUSTRIES LIMITED

### FIXED ASSETS

#### SCHEDULE '5'

| PARTICULARS              | GROSS BLOCK                 |                                 |                   |                             | DEPRECIATION                |                                 |                                   |                             | NET BLOCK          |                    |
|--------------------------|-----------------------------|---------------------------------|-------------------|-----------------------------|-----------------------------|---------------------------------|-----------------------------------|-----------------------------|--------------------|--------------------|
|                          | OPENING BALANCE<br>01.04.09 | ADDITIONS<br>DURING<br>THE YEAR | DEDUCTION         | TOTAL<br>AS ON<br>31.3.2010 | OPENING BALANCE<br>01.04.09 | ADDITIONS<br>DURING<br>THE YEAR | WRITTEN<br>OFF DURING<br>THE YEAR | TOTAL<br>AS ON<br>31.3.2010 | AS ON<br>31.3.2009 | AS ON<br>31.3.2010 |
| Boiler                   | 20,384,368                  | 0                               | 0                 | 20,384,368                  | 6,971,272                   | 1,076,295                       | 0                                 | 8,047,566                   | 13,413,096         | 12,336,801         |
| Plant & Machinery        | 185,545,070                 | 535,970                         | 0                 | 186,081,040                 | 93,616,929                  | 9,819,574                       | 0                                 | 103,436,504                 | 91,928,140         | 82,644,536         |
| Other Buildings          | 57,494,591                  | 0                               | 0                 | 57,494,591                  | 11,180,646                  | 937,162                         | 0                                 | 12,117,808                  | 46,313,945         | 45,376,783         |
| Computer                 | 2,785,764                   | 0                               | 0                 | 2,785,764                   | 1,388,803                   | 451,572                         | 0                                 | 1,840,376                   | 1,396,961          | 945,388            |
| D.G.Set                  | 8,861,477                   | 0                               | 0                 | 8,861,477                   | 5,557,526                   | 467,886                         | 0                                 | 6,025,412                   | 3,303,951          | 2,836,065          |
| Effluent Treatment Plant | 572,775                     | 0                               | 0                 | 572,775                     | 278,270                     | 30,243                          | 0                                 | 308,512                     | 294,505            | 264,263            |
| Electric Installation    | 19,650,377                  | 0                               | 0                 | 19,650,377                  | 9,423,723                   | 1,037,540                       | 0                                 | 10,461,263                  | 10,226,655         | 9,189,115          |
| Factory Building         | 40,650,684                  | 0                               | 0                 | 40,650,684                  | 11,696,459                  | 1,357,733                       | 0                                 | 13,054,192                  | 28,954,225         | 27,596,493         |
| Factory Equipment        | 282,650                     | 0                               | 0                 | 282,650                     | 134,649                     | 13,426                          | 0                                 | 148,075                     | 148,001            | 134,575            |
| Fire Fighting Equipment  | 345,901                     | 0                               | 0                 | 345,901                     | 112,402                     | 16,430                          | 0                                 | 128,833                     | 233,499            | 217,068            |
| Furniture & Fixture      | 2,478,730                   | 0                               | 0                 | 2,478,730                   | 613,301                     | 156,904                         | 0                                 | 770,205                     | 1,865,429          | 1,708,525          |
| Laboratory Equipment     | 2,636,820                   | 0                               | 0                 | 2,636,820                   | 1,120,374                   | 125,249                         | 0                                 | 1,245,623                   | 1,516,446          | 1,391,197          |
| Land & Site Development  | 7,296,978                   | 0                               | 0                 | 7,296,978                   | 0                           | 0                               | 0                                 | 0                           | 7,296,978          | 7,296,978          |
| Office Equipment         | 1,038,546                   | 1,900                           | 0                 | 1,040,446                   | 413,600                     | 49,380                          | 0                                 | 462,980                     | 624,946            | 577,466            |
| Tools & Tackles          | 213,098                     | 0                               | 0                 | 213,098                     | 62,947                      | 10,122                          | 0                                 | 73,069                      | 150,151            | 140,029            |
| Vehicles                 | 2,587,764                   | 0                               | 0                 | 2,587,764                   | 1,073,263                   | 245,838                         | 0                                 | 1,319,100                   | 1,514,501          | 1,268,664          |
| Weight Bridge Equipment  | 3,329,988                   | 0                               | 0                 | 3,329,988                   | 2,120,446                   | 175,823                         | 0                                 | 2,296,269                   | 1,209,542          | 1,033,719          |
| <b>Total</b>             | <b>356,155,582</b>          | <b>537,870</b>                  | <b>0</b>          | <b>356,693,452</b>          | <b>145,764,610</b>          | <b>15,971,176</b>               | <b>0</b>                          | <b>161,735,786</b>          | <b>210,390,972</b> | <b>194,957,666</b> |
| <b>Previous Year</b>     | <b>358,992,133</b>          | <b>7,474,545</b>                | <b>10,311,096</b> | <b>356,155,582</b>          | <b>130,421,599</b>          | <b>16,002,296</b>               | <b>659,285</b>                    | <b>145,764,610</b>          |                    | <b>210,390,972</b> |

## SAM INDUSTRIES LIMITED

### SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010

| PARTICULARS                                  | No. of Shares | (Amount in Rupees) |               |
|--|---------------|--------------------|---------------|
|  |               | Current Year       | Previous Year |
| <b>SCHEDULE - "6"</b>                        |               |                    |               |
| <b>INVESTMENT</b>                            |               |                    |               |
| <b>In Quoted Shares (Long Term at Cost)*</b> |               |                    |               |
| Abhishek Industries Ltd.                     | 1,000         | <b>23,606</b>      | 23,606        |
| Alok Industries Ltd.                         | 17,000        | <b>447,565</b>     | 315,565       |
| Allahabad Bank                               | 3,000         | <b>401,342</b>     | 0             |
| Andhra Bank                                  | 2,000         | <b>216,954</b>     | 0             |
| Andhra Sugar Ltd.                            | 2,500         | <b>488,134</b>     | 180,940       |
| ANG Auto Ltd.                                | 2,700         | <b>65,392</b>      | 65,392        |
| Arvind Remedies Ltd.                         | 25,000        | <b>51,060</b>      | 51,060        |
| Bajaj Holding & Investment                   | 1,000         | <b>537,655</b>     | 0             |
| Balmer Lawrie & Co.Ltd.                      | 1,000         | <b>506,791</b>     | 0             |
| Bata India Ltd.                              | 250           | <b>21,817</b>      | 21,817        |
| Bayar Corporation                            | 1,000         | <b>426,698</b>     | 0             |
| B. F. Utilities Ltd.                         | 50            | <b>162,491</b>     | 162,491       |
| Benchmark Goldbees                           | 600           | <b>955,071</b>     | 0             |
| BGR Energy Systems                           | 500           | <b>73,266</b>      | 73,266        |
| Bharti Airtel                                | 200           | <b>80,690</b>      | 0             |
| Bharat Forge Ltd.                            | 50            | <b>14,449</b>      | 14,449        |
| Bharat Heavy Ele.Ltd.                        | 220           | <b>279,779</b>     | 279,779       |
| Bombay Dyieng                                | 50            | <b>40,386</b>      | 40,386        |
| Bombay Rayon                                 | 250           | <b>23,561</b>      | 23,561        |
| Cairn India Ltd                              | 5             | <b>686</b>         | 686           |
| Century Textiles                             | 50            | <b>36,756</b>      | 36,756        |
| Cipla Ltd                                    | 521           | <b>126,107</b>     | 126,107       |
| Citi Union Bank                              | 31,991        | <b>806,942</b>     | 0             |
| DFL Limited                                  | 1,000         | <b>390,393</b>     | 0             |
| Dena Bank                                    | 5,000         | <b>150,508</b>     | 150,508       |
| Development Credit Board                     | 5,000         | <b>101,228</b>     | 101,228       |
| Dr.Reddy Lab.                                | 425           | <b>498,944</b>     | 0             |
| Edelwiess Capital Ltd.                       | 100           | <b>150,357</b>     | 150,357       |
| EID Parry India Ltd.                         | 1,500         | <b>490,588</b>     | 0             |
| Eih Associated Ltd.                          | 1,000         | <b>143,289</b>     | 143,289       |
| Eih Limited                                  | 187           | <b>18,828</b>      | 18,828        |
| EL Forge                                     | 2,500         | <b>42,953</b>      | 42,953        |
| Era Construction                             | 250           | <b>22,004</b>      | 22,004        |
| Eastern Industries                           | 500           | <b>5,124</b>       | 5,124         |
| Exide Industries                             | 250           | <b>10,715</b>      | 10,715        |
| Finance Techno                               | 400           | <b>561,993</b>     | 0             |

**SAM INDUSTRIES LIMITED****SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010**

| PARTICULARS                       | No. of Shares | (Amount in Rupees) |               |
|-----------------------------------|---------------|--------------------|---------------|
|                                   |               | Current Year       | Previous Year |
| Gabriel India                     | 5,000         | <b>39,859</b>      | 39,859        |
| Gee Ltd.                          | 1,500         | <b>97,125</b>      | 97,125        |
| Godrej Consumer Products Ltd.     | 5,714         | <b>695,448</b>     | 695,448       |
| Gokuldas Exports                  | 200           | <b>67,351</b>      | 67,351        |
| Govind Rubber Ltd.                | 500           | <b>14,726</b>      | 14,726        |
| Grabal Alok Pms                   | 1,000         | <b>109,305</b>     | 109,305       |
| Grindwell Norton                  | 600           | <b>98,166</b>      | 98,166        |
| Gujarat Nre Coke                  | 3,360         | <b>79,059</b>      | 79,059        |
| Gujarat Telephone Cables Ltd.     | 2,400         | <b>35,935</b>      | 35,935        |
| Gwalior Chemicals                 | 500           | <b>27,634</b>      | 27,634        |
| Halonix Ltd. (Pheonix Lamp Ltd.)  | 100           | <b>9,453</b>       | 9,453         |
| Himatsingka Seide Ltd.            | 100           | <b>10,361</b>      | 10,361        |
| Hindalco                          | 1,286         | <b>160,857</b>     | 160,857       |
| Hind Syntex Ltd                   | 59,320        | <b>424,819</b>     | 424,819       |
| Hindustan Zinc                    | 200           | <b>218,877</b>     | 218,877       |
| I.D.F.C.                          | 1,750         | <b>224,673</b>     | 224,673       |
| Icici Bank                        | 1,500         | <b>155,217</b>     | 155,217       |
| Ifci                              | 5,000         | <b>106,235</b>     | 106,235       |
| Ifk Techno                        | 2,500         | <b>14,068</b>      | 14,068        |
| IL & FS Investment                | 2,810         | <b>52,653</b>      | 52,653        |
| Indian Bank                       | 1,800         | <b>299,365</b>     | 0             |
| Indian Hotel                      | 1,415         | <b>141,620</b>     | 141,620       |
| Infomedia India Ltd               | 1,200         | <b>61,472</b>      | 27,972        |
| Infotech Enterprises              | 300           | <b>61,845</b>      | 61,845        |
| Info Tech Ltd.                    | 5,500         | <b>1,077,018</b>   | 1,077,018     |
| Inox Leisure                      | 100           | <b>17,798</b>      | 17,798        |
| Ivrcl Infrastructure Limited      | 700           | <b>83,038</b>      | 83,038        |
| Jai Corporation Ltd               | 1,200         | <b>149,150</b>     | 149,150       |
| Jindal Steel & Power              | 750           | <b>60,223</b>      | 60,223        |
| Jhunjhunwala Vanaspati            | 500           | <b>35,801</b>      | 35,801        |
| JM Finance                        | 500           | <b>9,472</b>       | 9,472         |
| Kalpitaru Power Transmission Ltd. | 150           | <b>147,463</b>     | 147,463       |
| Kamat Hotels India Ltd            | 500           | <b>110,596</b>     | 110,596       |
| Karur Vyasya Bank                 | 3,000         | <b>1,126,969</b>   | 0             |
| Kcp Sugar                         | 5,000         | <b>70,311</b>      | 70,311        |
| Kirloskar Electric                | 5,000         | <b>438,207</b>     | 0             |
| Kolte Patil Developers            | 500           | <b>11,530</b>      | 11,530        |
| Kpc Limited                       | 600           | <b>179,834</b>     | 0             |
| Krishna Filament Ltd.             | 3,145         | <b>22,985</b>      | 22,985        |
| Laxmi Vilash Bank                 | 7,500         | <b>596,479</b>     | 0             |

**SAM INDUSTRIES LIMITED****SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010**

| <b>PARTICULARS</b>            | <b>No. of Shares</b> | <b>(Amount in Rupees)</b> |                      |
|-------------------------------|----------------------|---------------------------|----------------------|
|                               |                      | <b>Current Year</b>       | <b>Previous Year</b> |
| M and M Finance Service       | 1,250                | <b>490,525</b>            | 0                    |
| Madhucon Products             | 100                  | <b>16,629</b>             | 16,629               |
| Mahindra Gesco Ltd.           | 100                  | <b>40,373</b>             | 40,373               |
| Manglore Chemical Fertilizers | 2,500                | <b>50,081</b>             | 50,081               |
| Mercator Lines                | 625                  | <b>36,160</b>             | 36,160               |
| Mid Day Multi Media           | 1,500                | <b>110,449</b>            | 110,449              |
| Mcnally Bharat.               | 600                  | <b>88,765</b>             | 88,765               |
| Moser Bear                    | 150                  | <b>25,335</b>             | 25,335               |
| MRF Ltd                       | 100                  | <b>166,792</b>            | 166,792              |
| Mysore Cement Ltd.            | 6,000                | <b>135,545</b>            | 135,545              |
| Nation Perox                  | 775                  | <b>313,799</b>            | 313,799              |
| Nesco Ltd.                    | 200                  | <b>187,733</b>            | 187,733              |
| Nestle India                  | 10                   | <b>15,072</b>             | 15,072               |
| Neyveli Lignite Ltd.          | 1,000                | <b>151,858</b>            | 86,912               |
| Oil & Natural Gas Corp        | 9                    | <b>7,297</b>              | 7,297                |
| Orient Abrasives              | 5,000                | <b>39,813</b>             | 39,813               |
| Pantaloon Retail              | 165                  | <b>49,506</b>             | 49,506               |
| Pitti Lamination Ltd          | 500                  | <b>45,014</b>             | 45,014               |
| Rajratan Global Wire Ltd      | 5,337                | <b>717,280</b>            | 717,280              |
| Rama News Print Ltd.          | 11,000               | <b>170,662</b>            | 170,662              |
| Raymonds Ltd.                 | 150                  | <b>70,731</b>             | 70,731               |
| Reliance Capital              | 600                  | <b>487,909</b>            | 0                    |
| Reliance Industries Limited   | 892                  | <b>1,001,890</b>          | 256,113              |
| Reliance Power Ltd.           | 480                  | <b>133,472</b>            | 133,472              |
| Reliance Petro Ltd.           | 0                    | <b>0</b>                  | 129,721              |
| Rollatinars Ltd.              | 500                  | <b>115,656</b>            | 115,656              |
| Rolta India Ltd.              | 1,000                | <b>81,188</b>             | 81,188               |
| Ruchi Infra Ltd.              | 1,000                | <b>27,236</b>             | 27,236               |
| Ruchi Soya                    | 500                  | <b>9,542</b>              | 9,542                |
| Rural Electrification         | 88                   | <b>9,240</b>              | 9,240                |
| Sail                          | 2,500                | <b>527,135</b>            | 0                    |
| Sangam India Ltd              | 100                  | <b>8,236</b>              | 8,236                |
| Satyam Computer Ltd.          | 100                  | <b>43,954</b>             | 43,954               |
| Sesa Goa Ltd                  | 500                  | <b>47,547</b>             | 47,547               |
| Shree Digvijay Cement Ltd     | 1,400                | <b>39,358</b>             | 39,358               |
| Siemens Ltd.                  | 350                  | <b>272,771</b>            | 272,771              |
| Sintex Industries             | 250                  | <b>31,966</b>             | 31,966               |
| South Asian Petro             | 2,500                | <b>18,799</b>             | 18,799               |
| Srel Infrastructure           | 2,500                | <b>168,297</b>            | 0                    |



# SAM INDUSTRIES LIMITED

## SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010

| PARTICULARS   | No. of Shares | (Amount in Rupees) |               |
|---|---------------|--------------------|---------------|
|   |               | Current Year       | Previous Year |
| <b>SCHEDULE - "7"</b>   |               |                    |               |
| <b>INVENTORIES</b>  |               |                    |               |
| (As Taken, Valued & Certified By The Executive Director)  |               |                    |               |
| Raw Materials   |               | <b>3,209,973</b>   | 6,096,618     |
| Finished Goods  |               | <b>109,125</b>     | 4,050,384     |
| Trading Goods (Lecithin)  |               | <b>12,174</b>      | 0             |
| Stores & Spares   |               | <b>3,801,682</b>   | 5,141,566     |
| Fuel & Packing Materials  |               | <b>1,970,185</b>   | 848,277       |
| Stock of Real Estate (Plots in hand)  |               | <b>57,512,330</b>  | 53,139,149    |
| <b>Total</b>  |               | <b>66,615,470</b>  | 69,275,994    |
| <b>SCHEDULE - "8"</b>   |               |                    |               |
| <b>SUNDRY DEBTORS</b>   |               |                    |               |
| (Unsecured Considered Good)   |               |                    |               |
| Outstanding For a Period Exceeding Six Months   |               | <b>3,039,709</b>   | 8,451,915     |
| Others  |               | <b>16,705,493</b>  | 15,465,142    |
| <b>Total</b>  |               | <b>19,745,202</b>  | 23,917,056    |
| <b>SCHEDULE - "9"</b>   |               |                    |               |
| <b>CASH &amp; BANK BALANCES</b>   |               |                    |               |
| Cash In Hand  |               | <b>352,116</b>     | 354,668       |
| Balances With Scheduled Banks   |               |                    |               |
| In Current Account  |               | <b>7,229,453</b>   | 338,255       |
| In Deposit Account  |               | <b>523,994</b>     | 184,585       |
| <b>Total</b>  |               | <b>8,105,563</b>   | 877,508       |
| <b>SCHEDULE - "10"</b>  |               |                    |               |
| <b>LOANS AND ADVANCES</b>   |               |                    |               |
| (Unsecured Considered Good)   |               |                    |               |
| (i) Loans at Interest   |               | <b>65,769,870</b>  | 37,520,167    |
| (ii) Advances (Recoverable In Cash Or Kind For Value To Be Received)<br>( Rs. 9,81,653/- to Limited Companies in which Directors are interested, previous year is Rs. 8,87,358/-) |               | <b>1,575,502</b>   | 1,832,809     |
| (iii) Advance Tax Net of Provisions.  |               | <b>14,984,038</b>  | 25,330,671    |
| (iv) Deposits with Govt Dept.   |               | <b>6,255,142</b>   | 10,942,558    |
| (v) Other Deposits  |               | <b>18,000</b>      | 153,200       |
| <b>Total</b>  |               | <b>88,602,552</b>  | 75,779,405    |

## SAM INDUSTRIES LIMITED

### SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010

| PARTICULARS  | (Amount in Rupees) |                   |
|--|--------------------|-------------------|
|  | Current Year       | Previous Year     |
| <b>SCHEDULE - "11"</b>                                     |                    |                   |
| <b>Other Current Assets</b>                                |                    |                   |
| (i) Pre-Paid Expenses                                      | 410,676            | 562,999           |
| (ii) Interest Accrued/Exp.Adv.                             | 2,614,569          | 9,659,739         |
| <b>Total</b>   | <b>3,025,245</b>   | <b>10,222,738</b> |
| <b>SCHEDULE - "12"</b>                                     |                    |                   |
| <b>CURRENT LIABILITIES &amp; PROVISIONS</b>                |                    |                   |
| <b>A : CURRENT LIABILITIES</b>                             |                    |                   |
| Sundry Creditors For Capital Goods                         | 1,592,335          | 703,568           |
| Sundry Creditors For Raw Materials                         | 68,434             | 99,163            |
| Other Creditors  | 24,225,592         | 24,357,840        |
| (Includes Rs.613297/-payable to Micro & Small Enterprises) |                    |                   |
| Retention money of Contractor                              | 378,718            | 212,166           |
| Lease Security Deposit                                     | 18,000,000         | 18,000,000        |
| Contractors Deposit  | 20,000             | 20,000            |
| Other Current Liabilities                                  | 114,342            | 3,370,846         |
| T.D.S. & Commercial Tax                                    | 1,620,424          | 1,182,778         |
| Outstanding Expenses                                       | 1,752,008          | 1,697,237         |
| Outstanding Balances With Banks                            | 0                  | 1,070,651         |
| (Due to o/s Cheques Issued but not Presented)              |                    |                   |
| <b>Total</b>   | <b>47,771,853</b>  | <b>50,714,249</b> |
| <b>B : Provisions</b>                                      |                    |                   |
| Provision for Leave Encashment and Gratuity                | 672,270            | 628,330           |
| Proposed Dividend on Preference Shares                     | 3,780,000          | 3,780,000         |
| Tax on Proposed Dividend on Preference Shares              | 642,411            | 642,411           |
| <b>Total</b>   | <b>5,094,681</b>   | <b>5,050,741</b>  |
| <b>Total</b>   | <b>52,866,534</b>  | <b>55,764,990</b> |
| <b>SCHEDULE - "13"</b>                                     |                    |                   |
| <b>MISCELLANEOUS EXPENSES</b>                              |                    |                   |
| (TO THE EXTENT NOT WRITTEN OFF OR ADJUSTED)                |                    |                   |
| <b>PRELIMINARY EXPENSES :</b>                              |                    |                   |
| Balance Brought Forward                                    | 52,942             | 105,885           |
| Less : Written Off During The Year                         | 52,942             | 52,943            |
| <b>Total</b>   | <b>0</b>           | <b>52,942</b>     |

# SAM INDUSTRIES LIMITED

## SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010

| PARTICULARS                                  | (Amount in Rupees) |                    |
|--|--------------------|--------------------|
|  | Current Year       | Previous Year      |
| <b>SCHEDULE - "14"</b>                       |                    |                    |
| <b>SALES</b>                                 |                    |                    |
| Oil and Lecithin                             | 62,995,026         | 161,700,669        |
| Domestic                                     | 180,468            | 0                  |
| Trading Goods                                | 1,177,110          | 938,385            |
| Export                                       |                    |                    |
| <b>Deoiled Cake</b>                          |                    |                    |
| Domestic                                     | 144,031,567        | 223,909,437        |
| <b>Others</b>                                |                    |                    |
| Domestic                                     | 1,120,985          | 2,536,481          |
| Raw Materials                                | 1,722,588          | 0                  |
| Stores Spares                                | 1,378,588          | 0                  |
| <b>Total Gross Sales</b>                     | <b>212,606,332</b> | <b>389,084,973</b> |
| Less : Excise Duty Paid / Cenvet Rebate      | 426,627            | 381,940            |
| Less : Input VAT Rebate                      | 608,756            | 5,634,210          |
| <b>Total</b>                                 | <b>211,570,949</b> | <b>383,068,823</b> |
| <b>SCHEDULE - "15"</b>                       |                    |                    |
| <b>PROCESSING/ LEASE RENT INCOME</b>         |                    |                    |
| Processing charges received                  | 21,316,080         | 10,233,533         |
| Lease Rent Received                          | 91,882,822         | 88,172,271         |
| <b>Total</b>                                 | <b>113,198,902</b> | <b>98,405,804</b>  |
| <b>SCHEDULE - "16"</b>                       |                    |                    |
| <b>OTHER INCOME</b>                          |                    |                    |
| Insurance Claims Received                    | 13,064             | 68,086             |
| Interest Received                            | 8,947,160          | 5,194,737          |
| Dividend Received                            | 252,910            | 107,400            |
| Profit on Sale of Investment                 | 1,361,761          | 142,170            |
| Oil Trading & Others                         | 86,984             | 216,627            |
| Other Income Receipts                        | 522,956            | 2,673              |
| <b>Total</b>                                 | <b>11,184,835</b>  | <b>5,731,693</b>   |
| <b>SCHEDULE "17"</b>                         |                    |                    |
| <b>Increase / Decrease in Finished Goods</b> |                    |                    |
| Opening Stock of Finished Goods              | 4,050,384          | 2,437,193          |
| Less- Closing Stock of Finished Goods        | 121,300            | 4,050,384          |
| <b>Total</b>                                 | <b>-3,929,084</b>  | <b>1,613,191</b>   |
| <b>SCHEDULE "18"</b>                         |                    |                    |
| <b>RAW MATERIALS CONSUMED</b>                |                    |                    |
| Raw Materials Consumed                       | 190,933,226        | 349,225,202        |
| Raw Material Sold                            | 1,502,547          | 0                  |
| Hexane Consumed                              | 2,955,594          | 4,633,218          |
| Lecithin Purchased for Re Sales              | 148,550            | 0                  |
| <b>Total</b>                                 | <b>195,539,917</b> | <b>353,858,420</b> |

# SAM INDUSTRIES LIMITED

## SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010

| PARTICULARS  | (Amount in Rupees) |                   |
|--|--------------------|-------------------|
|  | Current Year       | Previous Year     |
| <b>SCHEDULE "19"</b>   |                    |                   |
| <b>COST OF SALES OF REAL ESTATE DIVISION</b>                             |                    |                   |
| Stock as on 01.04.2009   | 53,139,149         | 47,495,453        |
| Add-Expenses during the Year   | 4,373,181          | 5,643,696         |
| Total  | 57,512,330         | 53,139,149        |
| less-Stock as on 31.03.2010  | 57,512,330         | 53,139,149        |
| Cost of Sales  |                    |                   |
| <b>Total</b>   | <b>0</b>           | <b>0</b>          |
| <b>SCHEDULE - "20"</b>   |                    |                   |
| <b>MANUFACTURING EXPENSES</b>  |                    |                   |
| Power & Fuel   | 18,354,315         | 29,300,189        |
| Packing Materials Consumed   | 788,559            | 793,644           |
| Stores & Spares Consumed<br>(including Rs. 1606004, cost of stores sold) | 3,117,634          | 7,623,354         |
| Oil, Lubricants & Chemicals Consumed                                     | 215,383            | 1,264,278         |
| Repairs & Maintenance  | 2,380,502          | 2,663,497         |
| Provision of excise duty on closing Stock                                | -297,896           | 1,192             |
| Insurance  | 777,588            | 753,355           |
| Freight & Cartage  | 3,495              | 201,476           |
| Factory Expenses   | 20,718,457         | 15,758,878        |
| <b>Total</b>   | <b>46,058,037</b>  | <b>58,359,863</b> |
| <b>SCHEDULE - "21"</b>   |                    |                   |
| <b>SALARIES, WAGES &amp; ALLOWANCES</b>                                  |                    |                   |
| Directors Remuneration   | 1,162,120          | 1,056,090         |
| Salary, Wages & Allowances   | 8,940,829          | 16,138,175        |
| Staff Welfare Expenses   | 1,099,663          | 1,033,873         |
| Provident Fund   | 308,734            | 341,878           |
| Provision for Leave Encashment   | 61,513             | 145,852           |
| <b>Total</b>   | <b>11,572,859</b>  | <b>18,715,868</b> |
| <b>SCHEDULE - "22"</b>   |                    |                   |
| <b>ADMINISTRATIVE EXPENSES</b>   |                    |                   |
| Rent, Rates And Taxes  | 1,229,187          | 1,199,931         |
| Telephone & Fax  | 224,967            | 372,291           |
| Printing & Stationery  | 88,537             | 223,923           |
| Postage & Telegram   | 16,259             | 14,039            |
| Legal & Professional Charges   | 785,974            | 248,659           |
| Bank Charges   | 88,622             | 73,790            |
| Office And General Expenses  | 951,317            | 1,132,290         |
| Filing Fees  | 4,300              | 9,232             |
| Traveling Expenses   | 44,274             | 157,897           |
| <b>Total</b>   | <b>3,433,437</b>   | <b>3,432,052</b>  |

# SAM INDUSTRIES LIMITED

## SCHEDULES FORMING PART OF BALANCE SHEET AS AT 31st MARCH, 2010

| PARTICULARS                              | (Amount in Rupees)      |                  |
|--|-------------------------|------------------|
|  | Current Year            | Previous Year    |
| <b>SCHEDULE - "23"</b>                   |                         |                  |
| <b>SELLING AND DISTRIBUTION EXPENSES</b> |                         |                  |
| Freight On Sales                         | <b>1,828,772</b>        | 97,246           |
| Clearing & Forwarding                    | <b>23,048</b>           | 16,728           |
| Brokerage, Commission and Discount       | <b>93,519</b>           | 45,030           |
| Exchange Rate Difference                 | <b>0</b>                | 30,429           |
| <b>Total</b>                             | <b><u>1,945,340</u></b> | <u>189,433</u>   |
| <b>SCHEDULE - "24"</b>                   |                         |                  |
| <b>OTHER EXPENSES</b>                    |                         |                  |
| Audit Fees                               | <b>55,150</b>           | 50,000           |
| Tax Audit Fees                           | <b>27,575</b>           | 25,000           |
| Certification Fees                       | <b>1,103</b>            | 0                |
| Directors Sitting Fee                    | <b>10,000</b>           | 0                |
| Preliminary Expenses Written Off         | <b>52,942</b>           | 52,943           |
| Miscellaneous Accounts written off       | <b>15,598</b>           | 145,425          |
| <b>Total</b>                             | <b><u>162,368</u></b>   | <u>273,368</u>   |
| <b>SCHEDULE - "25"</b>                   |                         |                  |
| <b>INTEREST/FINANCIAL CHARGES</b>        |                         |                  |
| On Secured and Unsecured Loan            | <b>1,488,013</b>        | 2,452,102        |
| <b>Total</b>                             | <b><u>1,488,013</u></b> | <u>2,452,102</u> |

# **SAM INDUSTRIES LIMITED**

**Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10**

## **SCHEDULE - "26"**

### **1. BACKGROUND :**

**SAM INDUSTRIES LIMITED** was incorporated on 7<sup>TH</sup> February 1994 and commenced its business operation in 5TH October 1994. The Company is presently doing the business of Soya, on operating lease of Welding Electrodes, Real estate, & Investment business.

### **2. SIGNIFICANT ACCOUNTING POLICIES :**

#### **2A. System of Accounting**

The financial statements have been prepared and presented under the historical cost conventions using the accrual basis of accounting and complied with all the mandatory accounting standards as specified in Companies (Accounting ) Standard) Rules 2006, pronouncements of ICAI as applicable and the relevant provisions of the Companies Act, 1956.

#### **2B. Revenue Recognition**

- a. Sales are inclusive of excise duty and VAT Collected and are net of trade discounts, if any.
- b. Dividend income is recognised in the year when the right to received the payment is established.
- c. Interest income is recognised on time proportionate basis.
- d. Non commitment charges are accounted on fulfillment of time of contract only.

#### **2C. Fixed Assets and Intangible Assets**

Fixed assets are stated at cost of acquisition or construction, less accumulated depreciation. Cost includes inward freight, duties, taxes and incidental expenses related to acquisition and installation of the asset. Borrowing costs related to the acquisition or construction of the qualifying fixed assets for the assets for the period upto the completion of their acquisition or constructions are capitalized.

Intangible assets are recorded at the consideration paid for acquisition.

#### **2D. Depreciation and Amortization**

- a. Depreciation on fixed assets has been provided for under straight-line method at the rates prescribed in Schedule XIV of the Companies Act, 1956, on a pro-rata basis.
- b. Intangible assets are amortization over their estimated useful lives on a straight line basis, commencing from the date the assets is available to the company for its use.

#### **2E. Inventories**

- a. Raw material, stores and spares, fuel and packing materials are valued at cost (FIFO), including freight.
- b. Finished goods are valued at market value or cost whichever is less. The by - Products are valued at net realizable value.
- c. Stock of land of Real Estate division is valued on cost after capitalizing the expenses incurred on development of land.
- d. The excise duty in respect of closing stock of finished goods is included as part of inventory. The amount of CENVAT Credit is respect of material consumed for sale is deducted from the cost of material consumed.

#### **2F. Investment**

Trade Investments are investments made to enhance the Company's business interests. Investments are either classified as current or long term based on the management's intention. Current Investments are carried at the lower of cost and fair value. Long term investments are carried at cost and provisions recorded to recognise any decline, other than temporary, in the carrying value of each investment.

#### **2G. Preliminary & Public Issue Expenses**

Preliminary and public issue expenses are to be written of over a period of ten years.

#### **2H. Retirement benefits**

The company's Contribution to provident funds is made to the recognized provident funds and is charged to the profit and loss account. The company has taken a gratuity policy from LIC of India and premium paid for the year has been debited to profit and loss account. The liability towards leave encashment has been ascertained by actuarial valuation using projected unit credit method done at the end of the financial year.

## **SAM INDUSTRIES LIMITED**

### **Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10**

#### **2I. Lease Rent / Operating Lease**

The payment of lease rent for office premises taken on leave and license basis are recognized as expenditure in the profit and loss account on a Straight Line basis.

#### **2J. Impairment of Assets**

An asset is treated as impaired when the carrying cost of the assets exceeds its recoverable value. An impairment loss is charged to the profit and loss account in the year in which an asset is identified as impaired.

#### **2K. Foreign currency transaction**

Foreign exchange transactions are recorded at the rates of exchange on the date of respective transaction. The assets and liabilities designated in foreign currency are converted into the rupee at the rates of exchange prevailing as on the balance sheet date or at the contracted rate and corresponding adjustment is being made to the relevant income/expense and assets/liability

#### **2L. Segment Accounting**

The company has disclosed business segment as the primary segment. The segments have been identified after taking in to account the type of product, the differing risk and returns and internal reporting systems. The Segments identified by the company are as under:

- 1) Soya Division
- 2) Welding Division
- 3) Investment Division
- 4) Real Estate Division
- 5) Biotech Division

The company for the segment reporting has followed the following accounting policies.

- a) Segment revenue includes sales and other income directly identifiable with or allocable to a particular segment.
- b) Segment expenses that are directly identifiable with \allocable to a segment are considered for determining the segment results. The expenses, which relates to the company as a whole and not allocable to a particular segment are included under un-allocable expenses.
- c) Income, which relates to the company, as a whole and not allocable to a segment is included under un-allocable income.
- d) i) Segment assets include those assets which are directly identifiable with respective segments and employed by a segment in its operating activities but does not include income tax assets.  
ii) Segment liabilities include those liabilities directly identifiable to a segment and operating liability that result from operating activities of a segment, but does not include income tax liabilities and financial tax liabilities.

#### **2M. Taxation**

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the company. Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing differences that result between the profits offered for income tax and the profit as per the financial statements.

#### **2N. Borrowing Cost**

Borrowing Cost that is attributable to the acquisition of qualifying assets is capitalized as part of such cost till the said assets put to use. All other borrowing cost is charged to revenue.

#### **2O. Provision Contingent Liability & Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be outflow of recourses. Contingent liability are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

## SAM INDUSTRIES LIMITED

### Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10

#### 2P. Earnings per Share

Basic earnings per share is computed by dividing net profit or loss for the period attributable to equity shareholders by the weighted average number of shares outstanding during the year. Diluted earnings per share amounts are computed after adjusting the effects of all dilutive potential equity shares. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share, and also the weighted average number of equity shares, which could have been issued on the conversion of all dilutive potential shares. In computing dilutive earnings per share, only potential equity shares that are dilutive and that decrease profit per share are included.

#### 2Q. Cash Flows

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the Company are segregated.

#### 3. NOTES TO THE ACCOUNTS

(Rs. in Lacs)

**2009-2010      2008-2009**

|     |   |             |      |
|-----|---|-------------|------|
| 1.  | Estimated amount of contracts remaining to be executed on Capital   | -           | 5.13 |
| 2.  | <b>Contingent Liability not Provided for</b>  |             |      |
| 2.1 | Guarantee issued / Letter of credit issued by the bankers covered by the counter Guarantee of the company | <b>3.00</b> | -    |
| 2.2 | Sales tax demands (in appeal / revision)  | <b>7.85</b> | 7.85 |
| 2.3 | Excise Duty   | -           | -    |
| 2.4 | Guarantee to financial institution for  | -           | -    |
| 2.5 | Income tax demands (in appeal)  | -           | -    |
| 2.6 | Claims against the company not acknowledged as debts  | -           | -    |
| 3   | <b>Auditors Remuneration</b>  |             |      |
| 3.1 | Audit Fees  | <b>0.50</b> | 0.50 |
| 3.2 | Tax Audit & Tax Accounts  | <b>0.25</b> | 0.25 |
| 3.3 | Other Professional Services   | <b>0.01</b> | 0.00 |
| 3.4 | Service Tax   | <b>0.08</b> | 0.08 |

4. In the opinion of the Board, the current assets, loans and advances have a value on realization on the ordinary course of business, at least equal to the amount at which the same is stated in the Balance Sheet. There are no contingent liabilities other than those stated above.

5. **ADDITIONAL INFORMATION PURSUANT TO THE PROVISIONS OF PARA 3 AND 4 OF PART II OF SCHEDULE VI OF THE COMPANIES ACT, 1956.**

## SAM INDUSTRIES LIMITED

Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10

### 5A. Particulars of Licence and Installed capacity :-

| Particulars                 | 2009-10  |           | 2008-09  |           |
|-----------------------------|----------|-----------|----------|-----------|
|                             | Licensed | Installed | Licensed | Installed |
| A. Solvent Extraction Plant | 1200 TPD | 1200 TPD  | 1200 TPD | 1200 TPD  |
| B. Refinery                 | 50 TPD   | 50 TPD    | 50 TPD   | 50 TPD    |
| C. Electrodes               | 2400 TPA | 2400 TPA  | 2400 TPA | 2400 TPA  |

### 5B. Particulars of Sales

| Particulars                 | 2009-10      |              |                     | 2008-09      |              |                     |
|-----------------------------|--------------|--------------|---------------------|--------------|--------------|---------------------|
|                             | Production   | Sales        |                     | Production   | Sales        |                     |
|                             | Qty. (M. T.) | Qty. (M. T.) | Value (Rs.)         | Qty. (M. T.) | Qty. (M. T.) | Value (Rs.)         |
| <b>(i) Sales</b>            |              |              |                     |              |              |                     |
| <b>A. Soya Division</b>     |              |              |                     |              |              |                     |
| I. Deoiled Cake             | 6211         | 6211         | 14,40,31,567        | 17131        | 17131        | 223909437           |
| II. Raw Oil                 | 1403         | 1403         | 6,06,81,432         | 2539         | 2539         | 106484593           |
| III. Degumed Oil            | -            | -            | -                   | 1193         | 1193         | 52038843            |
| IV. Lecithin                | 1            | 76           | 34,90,704           | 146          | 109          | 4115618             |
| V. Trading Goods (Lecithin) | -            | 2.800        | 1,80,468            | -            | -            | -                   |
| VI. Others                  | -            | -            | 11,20,985           | -            | -            | 2536481             |
| <b>B. Welding Division</b>  |              |              |                     |              |              |                     |
| I. Raw Material             | -            | -            | 17,22,588           | -            | -            | -                   |
| II. Stores & Spares         | -            | -            | 13,78,588           | -            | -            | -                   |
| <b>(ii) Job Work*</b>       |              |              |                     |              |              |                     |
| I. Soya seed                | -            | -            | -                   | 7049         | -            | -                   |
| II. Raw Oil Refined         | -            | -            | -                   | 2221         | -            | -                   |
| Total                       | -            | -            | <b>21,26,06,332</b> | -            | -            | <b>38,90,84,973</b> |

\*There is income of Rs.2,13,16,080/- (Previous year: Rs. Nil) towards commitment charges for non execution of contract.

### 5C. Details of Raw Material consumed :

| Particulars                | 2009-10      |              | 2008-09      |              |
|----------------------------|--------------|--------------|--------------|--------------|
|                            | Qty. (M. T.) | Value (Rs.)  | Qty. (M. T.) | Value (Rs.)  |
| <b>A. Soya Division</b>    |              |              |              |              |
| a. Soya Seed               | 7,720        | 19,09,33,226 | 21054        | 349213185    |
| b. Hexane (In Ltrs.)       | 77,431       | 29,55,594    | 111126       | 4633218      |
| <b>B. Welding Division</b> |              |              |              |              |
| a. Raw Material            |              | 15,02,547    |              | 12017        |
| Total                      |              | 19,53,91,367 |              | 35,38,58,420 |

## SAM INDUSTRIES LIMITED

Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10

### 5C 5C.1 Trading Goods :

| Particulars | 2009-10     |             | 2008-09     |             |
|-------------|-------------|-------------|-------------|-------------|
|             | Qty. (M. T) | Value (Rs.) | Qty. (M. T) | Value (Rs.) |
| Lecithin    | 3,000       | 1,48,550    | Nil         | Nil         |

### 5D. Particulars of Opening and Closing Stocks of Finished Goods

| Particulars             | Stock as on 31.03.2010 |             | Stock as on 31.03.2009 |             |
|-------------------------|------------------------|-------------|------------------------|-------------|
|                         | Qty. (M. T)            | Value (Rs.) | Qty. (M. T)            | Value (Rs.) |
| <b>1. Soya Division</b> |                        |             |                        |             |
| a. Lecithin             | -                      | -           | 75                     | 35,85,493   |
| b. Others               | -                      | 1,09,125    | -                      | 4,64,891    |
| c. Purchased Lecithin   | 0.200                  | 12,174      | Nil                    | Nil         |

#### 2. Real Estate Division

| Land          | Qty. (Sq. Feet.) | Rate   | Value (Rs.) | Qty. (Sq. Feet.) | Rate   | Value (Rs.) |
|---------------|------------------|--------|-------------|------------------|--------|-------------|
| Opening Stock | 437688           | 121.41 | 5,31,39,149 | 437688           | 108.51 | 4,74,95,453 |
| Cost of Sales | Nil              | Nil    | Nil         | Nil              | Nil    | Nil         |
| Closing Stock | 437688           | 131.40 | 5,75,12,330 | 437688           | 121.41 | 5,31,39,149 |

### 5E. Value of Imported and Indigenous Raw & Packing Materials, Components and Stores & Spares consumed :

(Rs. in Lacs)

| Particulars | 2009-10     |   | 2008-09     |   |
|-------------|-------------|---|-------------|---|
|             | Value (Rs.) | % | Value (Rs.) | % |

#### 1. Raw Material (A) Soya Division

|                 |              |     |              |     |
|-----------------|--------------|-----|--------------|-----|
| (i) Imported    | -            | -   | -            | -   |
| (ii) Indigenous | 19,38,88,820 | 100 | 35,38,46,403 | 100 |
| Total           | 19,38,88,820 | 100 | 35,38,46,403 | 100 |

#### (B) Welding Division

|                 |           |     |        |     |
|-----------------|-----------|-----|--------|-----|
| (i) Imported    | -         | -   | -      | -   |
| (ii) Indigenous | 15,02,547 | 100 | 12,017 | 100 |
| Total           | 15,02,547 | 100 | 12,017 | 100 |

#### 2. Stores & Spares & Packing Materials

##### (A) Soya Division

|                 |           |     |           |     |
|-----------------|-----------|-----|-----------|-----|
| (i) Imported    | -         | -   | -         | -   |
| (ii) Indigenous | 25,15,572 | 100 | 65,28,894 | 100 |
| Total           | 25,15,572 | 100 | 65,28,894 | 100 |

##### (B) Welding Division

|                 |           |     |           |     |
|-----------------|-----------|-----|-----------|-----|
| (i) Imported    | -         | -   | -         | -   |
| (ii) Indigenous | 16,06,004 | 100 | 31,52,382 | 100 |
| Total           | 16,06,004 | 100 | 31,52,382 | 100 |

## **SAM INDUSTRIES LIMITED**

**Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10**

### **5F. Foreign Exchange Transactions :-**

|                                      | <b>2009-10</b> | <b>2008-09</b> |
|--------------------------------------|----------------|----------------|
| (1.) CIF Value of Imports            | NIL            | NIL            |
| (2.) Expenditure in Foreign Currency | NIL            | NIL            |
| (3.) Earnings in Foreign Exchange    |                |                |
| FOB Value of Exports (in Rupees)     | 11,77,110      | 9,38,385       |

6. The Company, to conform to accounting standard i.e. accounting for investment issued by the Institute of chartered Accountants of India that are mandatory, value the carrying amount of current investments at lower of cost or fair market value. Accordingly the company has reversed the excess provision for diminution in the value of investments to the extent of Rs. 31.95 Lacs during the year. (Previous Year Rs. 51.07 Lacs has been provided for diminution in the value)

### **7. Actuarial Valuation :**

- (a) As required by Revised AS 15, Provident fund and gratuity are defined contribution scheme and the contributions made are charged to profit & loss account. Leave encashment liability is a defined benefit obligation and is provided for on the basis of actuarial valuation done using projected unit credit method at the end of the financial year.
- (b) Defined Benefit Plans/ Long Term Compensated Absence as per Actuarial Valuation on 31st March 2010-

## SAM INDUSTRIES LIMITED

Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10

### Leave Encasement

| No.       | Particulars   | 2009-10     | 2008-09     |
|-----------|---|-------------|-------------|
| <b>A.</b> | <b>Expense recognized in the statement on profit &amp; Loss Account for the year ended March 31' 2010</b> |             |             |
| 1.        | Current Service Cost  | 1,06,089    | 85,179      |
| 2.        | Interest Cost (On PBO as of 31.03.2010)   | 50,266      | 60,673      |
| 3.        | Employee Contributions  | -           | -           |
| 4.        | Expected return on Plan Assets  | -           | -           |
| 5.        | Actuarial (Gains)/ Losses   | -1,48,588   | -2,75,932   |
| 6.        | Plant Service Cost  | -1,48,588   | -2,75,932   |
| 7.        | Settlement Cost   | -           | -           |
| 8.        | Total Expense   | -           | -           |
| <b>B.</b> | <b>Net Asset/(Liability ) recognized in the Balance Sheet as at March 31st 2010</b>                       |             |             |
| 1.        | Present Value of Defined benefit obligation as at March 31 ' 2010   | 6,36,097    | 6,28,330    |
| 2.        | Fair Value of Plan Assets as at March 31'2010   | NIL         | NIL         |
| 3.        | Funded status Surplus (Deficit)   | (-)6,36,097 | (-)6,28,330 |
| 4.        | Net Asset/( Liability) as at March 31' 2010   | (-)6,36,097 | (-)6,28,330 |
| <b>C.</b> | <b>Change in obligation during the year ended March 31' 2010</b>  |             |             |
| 1.        | Present Value of Defined benefit obligation at the beginning of the year 01.04.2009                       | 6,28,330    | 7,92,210    |
|           |   | 1,06,089    | 85,179      |
| 2.        | Current Service Cost  | 50,266      | 60,673      |
| 3.        | Interest Cost(On PBO as of 31.03.2010)  |             |             |
| 4.        | Settlement Cost   |             |             |
| 5.        | Past Service Cost   |             |             |
| 6.        | Employee Contributions  |             |             |
| 7.        | Actuarial (Gains) / Losses  | (-)1,48,588 | (-)3,09,732 |
| 8.        | Benefits Payments   | -           | -           |
| 9.        | Present Value of Defined benefit obligation at the end of the year  | 6,36,097    | 6,28,330    |
| <b>D.</b> | <b>Change in Assets during the year ended March 31' 2010</b>  |             |             |
| 1.        | Plan Assets at the beginning of the year 01.04.2009   | -           | -           |
| 2.        | Assets acquired in amalgamation in previous year  | -           | -           |
| 3.        | Settlements   | -           | -           |
| 4.        | Expected return on plan assets  | -           | -           |
| 5.        | Contributions by employees  | -           | -           |
| 6.        | Actual benefits paid  | -           | -           |
| 7.        | Actuarial gains/ ( Losses)  | -           | -           |
| 8.        | Plan Assets at the end of the year  | -           | -           |
| 9.        | Actual return on plan assets  | -           | -           |
| <b>E.</b> | <b>The major categories of plan assets as a percentage of total plan</b>                                  |             |             |
| 1.        | Qualifying insurance policy   | -           | -           |
| <b>F.</b> | <b>Actuarial Assumption</b>   |             |             |
| 1.        | Discount Rate   | 8 %         | 8 %         |
| 2.        | Future Salary Increase  | 5.50%       | 5.50%       |

## SAM INDUSTRIES LIMITED

### Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10

(c) The Liability relating to current year has been debited to profit & loss account.

8. **MICRO SMALL & MEDIUM ENTERPRISES :**

Under, the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2nd October 2006, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31st March 2010 has been made in the financial statements based on information received and available with the Company. Further in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material.

9. The Company has made Reserve of Rs.2,10,00,000/- (Previous Year Rs.1,05,00,000/-) towards redemption of 9% Cumulative Redeemable preference Shares of Rs.100/- each, during the year as per the Resolution approved by Board of Directors out of current year profits.

10. Director Remuneration paid is as per approval of share holders and schedule XIII of the Companies Act 1956

**(Amount in Rs.)**

|                                     | <b>2009-10</b> | <b>2008-09</b> |
|-------------------------------------|----------------|----------------|
| (i) To Whole time Directors (Gross) |                |                |
| a. Salary                           | 11,62,120/-    | 10,56,090/-    |
| b. Provident Fund                   | 71,424/-       | 69,948/-       |
| c. Perquisites                      | -              | 24,000/-       |
| (ii) To Other Directors             |                |                |
| Sitting Fees                        | 10,000/-       | 0/-            |

11. The company has not taken so far any asset on finance lease during the year. In respect of operating lease of office premises the leasing arrangements which are not non cancelable range between 11 months and 39 months generally or longer and are usually renewable by mutual consent on mutually agreeable terms. The aggregate of lease rental payable are charged as rent under the head "office and administrative expenses Rs.5.30 Lacs (Previous Year Rs.5.42 Lacs) has been charged to revenue accordance with the terms and conditions of respective lease agreement.

12. On the basis of the information and explanation given to us by the management, No impairment loss in respect of assets has been recognized during the financial year 2009-10.

13. **Related Parties Disclosure**

As per Accounting Standard -18 issued by the Institute of Chartered Accountants of India, the Company's related parties and transactions are disclosed below :

(a) Holding Company -Sam Exim Limited

(b) Associated Companies Dwekam Electrodes Private Limited and Dwekam Weld-Tech Limited.

(c) Key Managerial Person Mr. Anil Maloo, Executive Director, Mr. Ashutosh A Maheshwari, Vice Chairman, Mr. Ashish Dave, Technical Director and Mr. Brij Kishore Jalan, Director.

(d) Relative Mr. Arvind A. Maheshwari and Mrs. Seema A. Maheshwari

## SAM INDUSTRIES LIMITED

Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10

(Amount in Rs.)

| Sr. No. | Nature of Transaction | Holding Company | Associate Company | Key Managerial Person | Relative   | Total       |
|---------|-----------------------|-----------------|-------------------|-----------------------|------------|-------------|
| 1.      | Sale of Goods         | --              | --                | --                    | --         | --          |
| 2.      | Purchase of Goods     | --              | 15,988            | --                    | --         | 15,988      |
|         | (Previous year)       |                 | (3,16,275)        |                       |            | (3,16,275)  |
| 3.      | Remuneration          | --              | --                | 12,33,544             | 3,00,000   | 15,33,544   |
|         | (Previous year)       |                 |                   | (11,49,948)           | (4,60,000) | (16,09,948) |
| 4.      | Receivable            | --              | 9,81,653          | --                    | --         | 9,78,653    |
|         | (Previous year)       |                 | (15,26,831)       |                       |            | (15,26,831) |
| 5.      | Payable               | --              | --                | --                    | 3,30,350   | --          |
|         | (Previous year)       |                 | (17,42,035)       |                       | (1,40,775) | (17,42,035) |
| 6.      | Lease Rent Paid       | --              | --                | --                    | 3,50,150   | 3,50,150    |
|         | (Previous year)       |                 |                   |                       | (3,53,293) | (3,53,293)  |
| 7.      | Lease Rent received   | --              | 3,60,000          | --                    | --         | 3,60,000    |
|         | (Previous year)       |                 | (3,60,000)        |                       |            | (3,60,000)  |
| 8.      | Interest Received     | --              | --                | --                    | --         | --          |
|         | (Previous year)       |                 | (11,93,250)       |                       |            | (11,93,250) |

14. In accordance with Accounting Standard 22 "Accounting for Taxes on Income" the calculation of deferred tax assets/ Liabilities are as under.

(Amount in Rs.)

| A) Deferred Tax Assets  | 31.03.2010           | 31.03.2009    |
|---|----------------------|---------------|
| I. Carry forward business loss  | 0                    | 0             |
| II. Unabsorbed Depreciation   | 0                    | 0             |
| III. Expenses which are debited in books of account but disallowed u/s 43B of IT, Act | 5,00,818/-           | 1,94,154/-    |
| <b>Sub Total</b>  | <b>5,00,818/-</b>    | 1,94,154/-    |
| <b>B) Deferred Tax Liability</b>  |                      |               |
| I. On account of timing difference in treatment of depreciation                       | <b>(3,35,47,880)</b> | (3,60,15,445) |
| <b>(A-B)</b>  | <b>(3,30,47,062)</b> | (3,58,21,291) |

## SAM INDUSTRIES LIMITED

### Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10

15. The Company has not entered into any forward derivative instruments to hedge the foreign currency during the year.

16. Details of Shares purchased & sold during the financial year ended on 31st March 2010 :

(Amount in Rs.)

| Sr. No. | Scrip Name                | Face Value | Qty.  | Purchase Value | Qty.  | Sales Value  |
|---------|---------------------------|------------|-------|----------------|-------|--------------|
| 1       | ANDHRA SUGAR LTD          | 10         | 600   | 58535.94       | 600   | 80,896.04    |
| 2       | CAIRN INDIA LTD           | 10         | 100   | 23,538.14      | 100   | 26,080.07    |
| 3       | CAIRN INDIA LTD           | 10         | 1000  | 2,15,291.59    | 1000  | 2,60,800.69  |
| 4       | CITY UNION BANK LTD       | 1          | 20000 | 4,79,049.53    | 20000 | 6,03,904.61  |
| 5       | COROMANDAL INTERNATIONAL  | 2          | 3000  | 6,23,484.08    | 3000  | 9,40,699.03  |
| 6       | DLF INDIA LTD             | 2          | 500   | 1,55,470.53    | 500   | 1,91,629     |
| 7       | EID PARRY INDIA LTD       | 2          | 250   | 64131.03       | 250   | 76,879       |
| 8       | HARRISON MALAYAM LTD      | 10         | 5000  | 5,63,797.48    | 5000  | 6,82,139.36  |
| 9       | ICICI BANK LTD            | 10         | 200   | 1,46,882.92    | 200   | 1,72,286.81  |
| 10      | INDIA FOILS LTD           | 1          | 10000 | 1,32,661.42    | 10000 | 1,69,816.99  |
| 11      | NAGARUJAN CONT. LTD       | 2          | 1500  | 2,15,609.97    | 1500  | 2,33,160.60  |
| 12      | OCL INDIA LTD             | 2          | 1000  | 94,842.43      | 1000  | 1,11,691     |
| 13      | OPTO CIRCUIT              | 10         | 500   | 80,742.46      | 500   | 1,00,396.06  |
| 14      | ORIENTAL BANK OF COMMERCE | 10         | 300   | 54,367.06      | 300   | 68,140.84    |
| 15      | PATEL ENGINEERING         | 1          | 500   | 210765.84      | 500   | 2,49,023     |
| 16      | RELIANCE INDUSTRIES LTD   | 10         | 100   | 2,01,800.92    | 100   | 2,16,650.28  |
| 17      | RELIANCE INDUSTRIES LTD   | 10         | 500   | 9,31,681.89    | 500   | 10,83,251.38 |
| 18      | RELIANCE INFRA            | 10         | 500   | 573492.34      | 500   | 6,03,924.45  |
| 19      | RELIANCE INFRA            | 10         | 150   | 185868.74      | 150   | 1,81,177.34  |
| 20      | STAE BANK OF INDIA        | 10         | 500   | 8,21,278.08    | 500   | 10,46,736.45 |
| 21      | STAE BANK OF INDIA        | 10         | 100   | 1,60,340.37    | 100   | 2,09,347.29  |
| 22      | THE PHONIX MILL S LTD     | 2          | 2000  | 3,18,380.43    | 2000  | 3,50,716.12  |
| 23      | THE SOUTH INDIAN BANK     | 10         | 500   | 59,989.43      | 500   | 65,676.77    |
| 24      | THE SOUTH INDIAN BANK     | 10         | 1300  | 1,61,912.33    | 1300  | 1,70,759.62  |

### 17. Segment Reporting

**17.1 Business Segments :-** In the opinion of the management and as per the explanation given to us, there are five reportable segments of the company

- 1) Soya Division
- 2) Welding Division
- 3) Investment Division
- 4) Real Estate Division
- 5) Biotech Division

## SAM INDUSTRIES LIMITED

### Forming part of Balance Sheet and Profit & Loss Account for the year 2009-10

- a. Segmental revenue includes sales and other income directly identifiable with \ allocable to the Particular segment.
- b. Segmental expenses that are directly identifiable with \ allocable to particular segment are considered for determining the segment result.

(Rs. in Lacs)

| Sr. No. | Particulars  | Soya Division |          | Welding Division |        | Real Estate Division |        | Investment Division |        | Biotech Division |        | Total   |         |
|---------|--|---------------|----------|------------------|--------|----------------------|--------|---------------------|--------|------------------|--------|---------|---------|
|         |  | 2010          | 2009     | 2010             | 2009   | 2010                 | 2009   | 2010                | 2009   | 2010             | 2009   | 2010    | 2009    |
| 1.      | Segmental Revenue                                      | 2283.95       | 3,952.00 | 947.13           | 890.90 | 0.16                 | 0.24   | 89.02               | 49.46  | 0.00             | (4.42) | 3320.26 | 4888.20 |
| 2.      | Segmental Expenses                                     | 2363.21       | 4,178.17 | 389.21           | 345.38 | 0.83                 | 0.00   | 8.45                | 9.27   | 0.00             | 0.00   | 2761.71 | 4532.83 |
| 3.      | Segmental Profit/(Loss)<br>(before tax & deferred tax) | (79.27)       | (226.17) | 557.92           | 545.52 | (0.68)               | 0.24   | 80.57               | 40.19  | 0.00             | (4.42) | 558.54  | 355.36  |
| 4.      | Segmental Assets[A]                                    | 1842.17       | 2,158.08 | 673.05           | 723.89 | 579.29               | 545.22 | 1025.68             | 585.54 | 4.74             | 4.74   | 4124.92 | 4017.48 |
| 5.      | Segmental Liability [B]                                | 328.00        | 461.53   | 218.63           | 222.04 | 104.60               | 90.37  | 4.75                | 7.18   | 0.09             | 0.09   | 656.08  | 781.21  |
| 6.      | Capital Employed [A-B]                                 | 1514.17       | 1,696.54 | 454.42           | 501.86 | 474.68               | 454.86 | 1020.93             | 578.36 | 4.64             | 4.64   | 3468.84 | 3236.27 |

#### 17.2 Geographical Segments :-

The Company caters mainly to the need of Indian market. The Export Turnover is only Rupees 11.77 lacs (0.55%).

#### 18. Earning per share

(Rs. in Lacs)

As on 31.3.2010      As on 31.3.2009

|    |                                      |             |             |
|----|--------------------------------------|-------------|-------------|
| a) | Profit after Depreciation and tax    | 409.01      | 175.08      |
| b) | Number of Equity Share of Rs 10 each | 1,10,88,470 | 1,10,88,470 |
| c) | Basic & Diluted Earnings per Share   | Rs.3.69     | Rs.1.58     |

19. Provision for Income Tax has been made as per normal rates applicable to a company as per the Income Tax Act.
20. The valuation of closing stock of finished goods includes excise Duty payable Rs.10,448/- (Previous Year Rs. 3,08,344/-)
21. The Company is continue in claiming exemption from paying Vat Tax Collected Vide its notification Number A-3-(1)-95-ST-V (43) dated 6th June 1995.
22. Processing Charges Income includes commitment charges received on account of non execution of contract also.
23. Previous year figures have been reclassified, regrouped and rearranged wherever necessary.

#### AS PER OUR REPORT OF EVEN DATE ATTACHED

For M/s. M. Mehta & Company  
Chartered Accountants

(Nitin Bandi)  
Partner  
Firm Regi. No. 000957C M.No.400394

#### FOR AND ON BEHALF OF THE BOARD

**Om Agrawal**, Chairman  
**Anil Maloo**, Executive Director  
**Brij Kishore Jalan**, Director  
**Ashish Dave**, Director

**Navin S. Patwa**, Company Secretary

# SAM INDUSTRIES LIMITED

## STATEMENT SHOWING PARTICULARS AS PRESCRIBED IN THE AMENDMENT OF SCHEDULE VI OF THE COMPANIES ACT, 1956 BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

(Amount Rs. in Lacs)

### I. REGISTRATION DETAILS

|                    |                       |
|--------------------|-----------------------|
| Registration No.   | L15143MH1994PLC164344 |
| State Code         | 11                    |
| Balance Sheet Date | 31.03.2010            |

### II. CAPITAL RAISED DURING THE YEAR

|                   |     |
|-------------------|-----|
| Public Issue      | Nil |
| Rights Issue      | Nil |
| Bonus Issue       | Nil |
| Private Placement | Nil |

### III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS

|                   |         |
|-------------------|---------|
| Total Liabilities | 3596.26 |
| Total Assets      | 3596.26 |

#### A. Source of Funds

|                        |         |
|------------------------|---------|
| Paid Up Capital        | 1539.98 |
| Reserve & Surplus      | 1598.39 |
| Secured Loan           | 45.97   |
| Unsecured Loan         | 81.44   |
| Deferred tax Liability | 330.47  |

**Total Liabilities** **3596.26**

#### B. Application of Funds

|                    |         |
|--------------------|---------|
| Net Fixed Assets   | 1983.50 |
| Investment         | 280.48  |
| Net Current Assets | 1332.27 |
| Misc. Expenditure  | 0.00    |

**Total Assets** **3596.26**

### IV. PERFORMANCE OF THE COMPANY

|                                    |         |
|------------------------------------|---------|
| Turnover & Other Income            | 3359.55 |
| Total Expenditure                  | 2770.03 |
| Profit (Loss) Before Tax           | 589.52  |
| Profit (Loss) After Tax            | 409.08  |
| Earnings per share(Equity)(In Rs.) | 3.69    |

### V. GENERIC NAMES OF PRINCIPAL PRODUCTS / SERVICES IN THE COMPANY

|               |                      |
|---------------|----------------------|
| Item Code No. | ITC Codes Production |
| 230400-03     | Soyabean Doc         |
| 150790-00     | Soyabean Oil         |

#### FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

**Om Agrawal**, Chairman  
**Anil Maloo**, Executive Director  
**Brij Kishore Jalan**, Director  
**Ashish Dave**, Director

Place : Indore

Dated : 28th May 2010

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**Navin S. Patwa**, Company Secretary

**SAM INDUSTRIES LIMITED**

Regd. Off. 408, Dalamal Chambers, 29, New Marine Lines, Mumbai - 400 020

**ATTENDANCE SLIP**

Shareholders attending the Meeting in person or Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

|  |                                    |
|--|------------------------------------|
| Name of the attending Members (In Block Letters)   | Member's Folio No. / Client ID No. |
|  |                                    |
| Name of the Proxy (In Block Letters) (To be filled in if the proxy attends instead of the Members) |                                    |

No. of Shares held : \_\_\_\_\_

I hereby record my presence at the 16th Annual General Meeting of the Company held on Wednesday 15th day of September, 2010 at 2.00 P. M. at Basement, Dalamal Chambers, 29, New Marine Lines, Mumbai 400020

|                                   |
|-----------------------------------|
|                                   |
| <b>Member's / Proxy Signature</b> |

Note: Shareholders/Proxy holder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting.

\_\_\_\_\_ Cut here \_\_\_\_\_

**SAM INDUSTRIES LIMITED**

Regd. Off. 408, Dalamal Chambers, 29, New Marine Lines, Mumbai - 400 020

**PROXY FORM**

I / We ..... of ..... in the district of ..... being a member/ members of the Sam Industries Limited, and holding ..... equity shares hereby appoint ..... of ..... or failing him ..... of ..... in the district of ..... as my / our proxy to vote for me / us on my/our behalf at the 16th Annual General Meeting of the Company to be held on Wednesday, 15th day of September, 2010 at 2.00 P. M. at Basement of Dalamal Chambers, 29, New Marine Lines, Mumbai 400020 and at any adjournment thereof.

|                 |  |
|-----------------|--|
| For office use  |  |
| Proxy No.       |  |
| Date of receipt |  |
| No. of shares   |  |

|                        |
|------------------------|
| Signature of the proxy |
|------------------------|

|  |
|--|
| Affix of Revenue Stamp of <b>Rs. One</b> |
|--|

(Signature of Member(s) across the stamp)

This form is to be used in favor of / against the resolution. Unless otherwise instructed, the proxy will a t as he think fit.

- Note :**
- 1) The proxy must be returned so as to reach the Registered Office of the company at 408, Dalamal Chambers, 29, Marine Lines, Mumbai - 400 020 not less than **Forty Eight Hours before** the time for holding the aforesaid meeting.
  - 2) Those members who multiple folios with different joint holders may use copies of this Attendance Slip / Proxy.

BOOK - POST

If undelivered, Please return to :

**SAM INDUSTRIES LIMITED**

Regd. Office : 408, Dalamal Chambers,

4th Floor, 29, New Marine Lines, MUMBAI - 400 020 INDIA

Phone : 0091-22-40409191, 40409113 Fax : 0091-22-22038629

E-mail : [secretarial@sam-industries.com](mailto:secretarial@sam-industries.com) Website : [www.sam-industries.com](http://www.sam-industries.com)