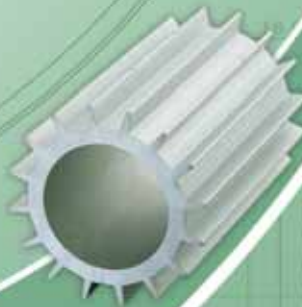


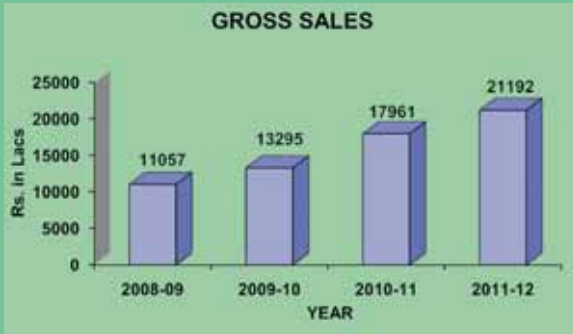
# 2011-12 ANNUAL REPORT

Aluminium - The True Green Metal



**CENTURY EXTRUSIONS LIMITED**

Aluminium Extrusions & Value Added Products



### MISSION

To provide high quality Aluminium Extruded Products and superior customer service with a focus on value-added products to ensure the customers get ready to use products.

### VISION

We shall strive to continuously expand our aluminum extrusion business and be the supplier of first choice to all our customers. We shall simultaneously look out for new and emerging business opportunities related to our field of competence.

### VALUES

Commitment – Do whatever it takes to deliver superior customer value

Courtesy – Towards our Customers, Employees, Vendors and the Society at large

Integrity – Honesty in every action

Speed – Act with urgency to deliver what we promise

Team-work – Thinking and working together across hierarchy levels

## CENTURY EXTRUSIONS LIMITED

### BOARD OF DIRECTORS

M G Todi  
V K Mushran  
R K Sharma  
A K Hazra  
Vikram Jhunjhunwala  
M P Jhunjhunwala-Chairman & Managing Director

### DEPUTY GENERAL MANAGER (FINANCE) AND ACCOUNTS

Rajiv Agarwal

### COMPANY SECRETARY

Suhita Mukhopadhyay

### AUDITORS

A L P S & CO.  
Chartered Accountants  
310, Todi Chambers  
2, Lalbazar Street  
Kolkata-700001

### COST AUDITORS

N Radhakrishnan & Co.  
Cost Accountants  
11A, Dover Lane  
Kolkata-700029

### REGISTRAR & SHARE TRANSFER AGENTS

C B Management Services Pvt. Ltd.  
P-22, Bondel Road, Kolkata-700019

### BANKERS

State Bank of India  
Axis Bank Limited  
ICICI Bank Limited

### REGISTERED OFFICE

113, Park Street, 'N' Block  
2<sup>ND</sup> Floor, Kolkata-700016

### WORKS

WBIDC Industrial Growth Centre  
Plot No. 7A, Sector-B  
P.O. Rakhajungle, Pin-721301  
Nimpura, Kharagpur  
Dist. West Midnapore (WB)

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**NOTICE is hereby given that the TWENTY FOURTH Annual General Meeting of the Members of Century Extrusions Limited will be held on Monday, 13<sup>th</sup> August, 2012 at 11.00 A.M. at Bharatiya Bhasha Parishad (Sitaram Seksaria Auditorium), 36A, Shakespeare Sarani, Kolkata-700017 to transact the following business:**

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Profit & Loss Account for the year ended 31<sup>st</sup> March 2012, the Balance Sheet as on that date and the reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. V. Jhunjhunwala who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. V.K.Mushran who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. R.K. Sharma who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General meeting and to authorize the Board of Directors to fix their remuneration.

#### **SPECIAL BUSINESS**

6. To consider and if thought fit to pass, with or without modification, the following resolution as an Ordinary resolution:  
 “RESOLVED THAT Mr. Arun Kumar Hazra who was appointed as an Additional Director of the Company by the Board of Directors under section 260 of the Companies Act, 1956 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under section 257 of the Companies Act, 1956 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”
7. To consider and if thought fit to pass with or without modification(s), the following resolution as a Special Resolution:  
 “RESOLVED THAT pursuant to the provisions of section 198, 269, 309, 310, 311 and all other applicable provisions, if any, of the Companies Act, 1956, read with Schedule XIII to the said Act as amended and subject to such permissions, consents and approvals from various authorities as may be required and subject to such conditions, if any, that may be imposed by any authority while granting their permissions, consents and approvals and which the Board of Directors is hereby authorized to accept, the Company hereby accords its consent and approval to the re-appointment of Mr. Madhab Prasad Jhunjhunwala who would attain the age of seventy three years on 10.10.2012, as Chairman cum Managing Director of the Company for a period of three years with effect from 21<sup>st</sup> August 2012 on the existing terms and conditions set out below:

#### **I. Remuneration**

##### **a) Salary**

Rs. 1,83,000 per month

#### **PART - A**

##### **b) Perquisites**

###### **(i) Housing**

Rent free furnished accommodation or House rent allowance @ 40% of basic salary

###### **(ii) Medical Reimbursement**

Reimbursement of medical expenses to the extent of Rs.15,000 p.a.

###### **(iii) Leave Travel Concession**

Reimbursement of all travel expenses incurred for self and family in accordance with the Rules of the Company upto a maximum of Rs.1,00,000 per annum.

###### **(iv) Club Membership**

Annual subscription fees subject to a maximum of two clubs.

###### **(v) Personal Accident Insurance:** Personal accident Insurance for an amount, annual premium of which does not exceed Rs.10, 000/-.

#### **PART-B**

###### **(vi) Gratuity:** Gratuity at the rate of half-month's salary for each completed year of service

###### **(vii) Contribution to Provident Fund**

The Company's contribution to Provident Fund not exceeding 12% of salary

###### **(viii) Leave:** Leave with full pay or encashment thereof as per the Rules of the Company

##### **Explanation:**

Perquisites shall be evaluated as per Income tax Rules, whenever applicable and in absence of any such rule, perquisites shall be evaluated at actual cost.

##### **c) Amenities**

###### **(i) Conveyance Facilities**

The Company shall provide suitable vehicle. All the repairs, maintenance and running expenses including driver's salary shall be reimbursed by the Company.

###### **(ii) Telephone, telex and other communication facilities**

The Company shall provide telephone, telefax and other communication facilities at the Managing Director's residence. The Company shall reimburse all the expenses incurred.

##### **Sitting Fees**

Shri MP Jhunjhunwala will not be paid any sitting fees for attending the meetings of the Board of Directors or any Committee thereof. He will be reimbursed the entertainment and other expenses actually incurred for the business of the Company subject to such limits as

may be fixed by the Board from time to time.

## II. Minimum Remuneration

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of service agreement of the Managing Director, the Company may continue to pay him remuneration by way of salary, perquisites and other allowances as above, as per provisions of Part II of Schedule XIII of the Companies Act, 1956 as may for the time being be in force, as minimum remuneration.

“RESOLVED FURTHER that Shri M P Jhunjunwala shall be entitled to be paid /reimbursed by the Company all costs, charges and expenses as may be incurred by him for the purposes of or on behalf of the Company.”

“RESOLVED FURTHER that the Company do execute a suitable agreement with Mr. M P Jhunjunwala, incorporating the terms and conditions of his reappointment for the aforesaid period.”

**By order of the Board**  
**Suhita Mukhopadhyay**  
**Company Secretary**

Kolkata

Dated: 28.05.2012

### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE VALID MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. The Register of Members and Share Transfer Books of the Company shall remain closed from 7<sup>th</sup> August, 2012 to 13<sup>th</sup> August, 2012 (both days inclusive) for AGM.
3. Shareholders desiring any information as regards the Accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready.
4. Members, who hold the shares in de-materialized form, are requested to bring their client ID and DP ID Nos. for easier identification of attendance at the meeting.
5. Members who hold shares in physical form are requested to notify any change in their address to the Registrar and Share Transfer Agents of the Company and always quote their Folio Number in all correspondence with the Company.
6. Re-appointment of Directors:  
Brief particulars of the Directors of the Company proposed to be appointed or re-appointed at the ensuing Annual General Meeting are given in the annexure.
7. Members / Proxies should bring the Attendance Slip duly filled in for attending the meeting.
8. Corporate Members intending to send their authorized representative are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
9. As part of Green Initiative in the Corporate Governance members whose e-mail addresses are registered will be sent the annual report through e-mail. Share holders holding

physical share certificates are requested to register their email address with our Registrars and Share Transfer Agents, M/s C B Management Services Pvt. Ltd.

### EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

#### Item No.6

Mr. Arun Kumar Hazra was appointed as an Additional Director of the Company by the Board of Directors, with effect from 28<sup>th</sup> May, 2012, pursuant to the provisions of Article No. 103 of the Articles of Association of the Company and section 260 of the Companies Act, 1956. According to the provisions of the said Article and section 260 of the Companies Act, 1956, he will hold office upto the date of this Annual General Meeting. As required under section 257 of the said Act, notice has been received from a member along with a deposit of Rs.500 signifying his intention to propose Mr. Arun Kumar Hazra as a candidate for the office of a Director.

Mr. Arun Kumar Hazra, Bachelor of Mechanical Engineering from Bengal Engineering College and Marketing Management from the Indian Institute of Management, Calcutta, has around 37 years experience of working in medium & large scale Engineering industries. He was in managerial capacity for 24 years in the field of Marketing and Export of Rolled Products and Extrusions. He has been vested with various foreign assignments during his job tenure with various Companies. His last assignment was as Chief Executive, Indal Exports Limited, a subsidiary of Indal. Considering his long experience, it is in the interest of the Company to continue to avail of his services as a member of the Board. The Directors therefore recommend for approval resolution contained in Item no.6 of the Notice convening the Annual General Meeting.

None of the Directors except Mr. Arun Kumar Hazra is concerned or interested in item No.6 of the Notice.

#### Item No.7

The present term of Mr. Madhab Prasad Jhunjunwala as Chairman cum Managing Director (CMD) expires on 20<sup>th</sup> August, 2012. The Board of Directors have now re-appointed Mr. Jhunjunwala as the Managing Director for a further period of 3 years effective 21.08.2012 to 20.08.2015, subject to the approval of the members at the Annual General Meeting.

The Board has (based on recommendation of the Remuneration Committee) also approved the remuneration and perquisites payable to Mr. Jhunjunwala as the Chairman & Managing Director. The remuneration and perquisites payable to Mr. Jhunjunwala has been enumerated in the resolution at item no.7 of this notice. The said remuneration and provisions are in consonance with the provisions of clause 1(B) of section II of Part II of Schedule XIII of Companies Act, 1956.

The Explanatory Statement together with the accompanying notice should be treated as an abstract of terms and conditions of the Agreement and memorandum of concern or interest under section 302 of the Companies Act, 1956.

Since Mr. Jhunjunwala would attain the age of 73 years as on 10.10.2012 the approval of the shareholders is sought by way of a special resolution as required under Schedule XIII of the Companies Act, 1956.

*The details required in a Statement as per Clause 1(B) of Section II of Part II of Schedule XIII are as hereunder:*

## GENERAL INFORMATION:

1. **Nature of Industry**

The Company is engaged in manufacture of Aluminium Extruded products at its factory located at Kharagpur in West Bengal.
2. **Date of commencement of commercial production**

The Company had commenced commercial operation in 1991 with two extrusion press lines of 900 MT and 1620MT press capacities. The Company has also installed a new, State of the Art, 2700 MT Aluminium Extrusions Press Line which has enhanced the extrusions manufacturing capacity by 7500MT per annum from the earlier level of 7500MT to 15000MT per annum. The expansion project completed and the commercial production started in August 2009. The Company had commenced commercial production of Power Transmission and Distribution Line Hardware (T&D Hardware) in July 2008.
3. **In case of new Companies, expected date of commencement of activities as per project approval by financial institutions appearing in the prospectus**

Not applicable as an existing Company
4. **Financial Performance**

The Company has reported moderate financial and operating performance during the period under review. The Company achieved a sales turnover of Rs.211.92 crores as against Rs. 179.61 crores in the previous financial year recording an increase of 17.98% in the previous year. However the gain from higher volumes has been offset by significant increase in Electricity tariff and fuel cost, significant increase in Finance Cost due to hardening of interest rates in India and apparent slow down in general economic activity during the year resulting in reduced order flows.
5. **Export Performance and net foreign exchange collaboration**

The Company has not achieved much success in its efforts to enter the export market. The Company has no foreign collaborations at present.

## INFORMATION ABOUT THE APPOINTEE

1. **Background details**

Mr. Jhunjhunwala aged about 73 years is an arts graduate and has been working as Managing Director of the Company since March 1989.
2. **Past Remuneration**

Mr. Jhunjhunwala was paid a total remuneration (salary + perquisites) of Rs.34.29 lacs in the year 2011-2012 with a Basic Salary of Rs.1,83,000/- per month plus perquisites.
3. **Recognition or awards**

Mr. Jhunjhunwala has not received any recognition or awards.
4. **Job Profile & his suitability**

As Chairman & Managing Director of the Company, Mr. Jhunjhunwala will be overall in-charge of the entire state of affairs of the Company. Mr. Jhunjhunwala has been Managing Director of the Company for over 23 years. With his vast experience in the field of Aluminium industry and especially in running of the Company, he is well-suited to be re-appointed as a Managing Director of the Company for a period of additional 3 years.
5. **Remuneration Proposed**

The remuneration proposed to be paid to Mr. Jhunjhunwala is Rs.3,00,000/- per month including perquisites and allowances as set out in detail in the resolution .  
The proposed remuneration is in line with the remuneration presently paid for industries of the size of our Company. Most of the units in the aluminium extrusions industry are closely held and therefore, the information regarding remuneration paid in such companies is not publicly available.
6. **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any**

Mr. Vikram Jhunjhunwala, son of Mr. M P Jhunjhunwala is non-executive Director of the Company. Transactions with parties related to Mr. M P Jhunjhunwala during the year 2011-2012 were as follows:

| <u>Nature of transaction</u> | <u>Amount (Rs.'in lacs)</u> |
|------------------------------|-----------------------------|
| Purchase of Goods            | - 272                       |
| Sale of Goods                | - 378                       |
| Rent paid                    | - 18                        |
| Sale of Fixed Assets         | - 7                         |
| Purchase of Fixed Assets     | - 5                         |

None of the managerial personnel in the Company is related to Mr. M P Jhunjunwala

#### **OTHER INFORMATION :**

#### **Reason of loss or inadequate profits. Steps taken or proposed to be taken for improvement. Expected increase in productivity and profits in measurable terms.**

Due to general economic slowdown, increase in interest ratio and cost of furnace oil and electricity, the Company was unable to earn adequate profits.

As the domestic economy improves with softening of interest rates, the Company expects to improve higher sales with better margins.

The Company has expanded its extrusions manufacturing capacity from 7500MT to 15000MT per annum. The Company continues to invest in up gradation of Technology for cost reduction & improved performance. The Company is making investment in balancing equipments as well as replacing old handling system. The modernized equipments will improve the efficiency of the extrusion press lines. This will result in better operating margins.

#### **DISCLOSURES**

Remuneration package offered to Shri M P Jhunjunwala, is as per the proposed resolution.

Other disclosure in terms of Clause (iv) IV (2) of paragraph 1-B of Section II of Part-II of Schedule XIII to the Companies Act, 1956 have been given in the Corporate Governance Report attached to the Board of Director's Report.

The Board recommends passing of the same.

None of the directors is concerned or interested in the resolution except for Mr. Vikram Jhunjunwala, son of M P Jhunjunwala.

## **ANNEXURE**

### **BRIEF PARTICULARS OF DIRECTORS PROPOSED FOR REAPPOINTMENT**

|  | <b>I</b>  | <b>II</b>             | <b>III</b>   |
|--|---|-----------------------|--|
| <b>Name of Director</b>  | <b>MR. VIKRAM JHUNJHUNWALA</b>  | <b>MR. VK MUSHRAN</b> | <b>MR. RAJ KUMAR SHARMA</b>                              |
| <b>Date of Birth</b>   | 05.05.1965  | 16.12.1937            | 14.02.1949   |
| <b>Date of Appointment</b>   | 21.03.1996  | 21.07.2006            | 27.10.2009   |
| <b>Expertise</b>   | 19 years experience in Aluminum Industry  | Marketing             | 39 years of industrial experience                        |
| <b>Qualification</b>   | Commerce Graduate   | Masters in Science    | B.E.Metallurgy, Post Graduate Diploma in Marketing Mgmt. |
| <b>List of Companies in which Outside directorships held as on 31.03.2012</b>  | 1. Century Aluminum Mfg. Co. Ltd.- Executive Director<br>2. Vintage Capital Markets Ltd. - Director<br>3. Camco Multi Metal Ltd.-Director | None                  | None   |
| <b>Chairman/Member of the Committees of the Board of the other Companies on which he is a Director as on 31<sup>st</sup> March, 2012</b> | Century Aluminum Mfg. Co. Ltd - Share Transfer Committee- Member<br>Audit Committee- Member<br>Compensation Committee- Member             | None                  | None   |



Dear Members,

**We are pleased to present the 24<sup>th</sup> Annual Report of the Company for the year 2011-2012.**

**Growth of the Indian economy**

The Global Economy has entered into a very difficult phase characterized by significant downside risks and fragility. The financial mayhem generated by the deepening of the fiscal crisis in Europe has spread to both developing and high income countries and is generating significant headwinds.

Against a backdrop of an uncertain global environment, the Indian economy faced twin macroeconomic challenges of managing growth and containing inflation during the fiscal 2011-12. The factors which influenced the current macroeconomic climate in India and interrupted recovery were intensification of debt crises in Euro zone, political turmoil in Middle East, fluctuating global commodity prices, hardening of international prices of crude oil, stagnation in Japan, etc..

GDP is estimated to grow by 6.9 per cent in 2011-12, after having grown at 8.4 per cent in preceding two years. Slowdown in comparison to preceding two years is primarily due to deceleration in industrial growth. India however remained front runner in economic growth in any cross-country comparison. India's GDP growth in 2012-13 is expected to be 7.6 per Cent.

**The Scenario of the Aluminum Extrusion Industry**

The Aluminium Extrusion industry is characterized by high entry barriers, due to the capital-intensive nature of the business. The domestic primary aluminum industry is around 4-5 per cent of the global aluminum industry. The Indian aluminum extrusions market has an installed capacity of about 5,20,000 Metric Tonnes (MT) per anum. which is likely to see a double digit growth over the next few years due to robust demand from all its consumer segments, particularly Building & construction, power and electrical and automobile sectors.

Architectural, building and construction sectors are the major users of aluminium extrusions in India. The vibrant real estate sector will increase the demand for extrusions in the coming years. Automotive sector is growing at around

15% per anum and is expected to witness similar growth trend for the next few years. Large investments are proposed in the power sector and significant development is taking place in the electronics sector. In India, mega and ultra-mega power projects are being set up with a vision to make the country self reliant in electricity .Some of the key applications for extrusion include flat and tubular busbars, solar panels and heat sinks, etc.

Solar frames and mounting systems are also emerging as key applications and the demand from this sector is expected to increase rapidly in the next few years. Demand for extrusions is expected to grow at 12-15 % during the next five years There is increasing emphasis on high quality extrusions in terms of specifications as well as aesthetics.

The Indian extrusion industry offers unlimited possibilities in terms of shapes and sizes for use across various industrial sectors, which has opened up a plethora of new applications.

**FINANCIAL PERFORMANCE**

The Company achieved a sales turnover of Rs.21192 lacs as against Rs. 17961 lacs in the previous financial year recording an increase of about 18%. The Power Transmission & Distribution Hardware (Power T & D Hardware) division registered a sale of Rs.400 lacs as against Rs. 216 lacs in the previous year. The balance of the turnover was contributed by Company's principal business i.e. by Aluminium Extrusions Division.

The Profit After Tax (PAT) for the year is Rs.320 lacs against Rs. 58 lacs showing moderate improvement in financial performance. The gain from higher volumes has been offset by:

- (a) Significant increase in Electricity tariff and fuel cost. .
- (b) Significant increase in Finance Cost due to hardening of interest rates in India.
- (c) Apparent slowdown in general economic activity.

The Company had continued to keep cost control as the cornerstone of its operations and to raise its output of value-added products. The Company continues to invest in upgradation of Technology for cost reduction & improved performance. The Company has taken steps to counter the above factors and expects to achieve higher Sales Turnover as well as profitability in the next financial year.

*(Rs. in lacs, except per share data)*

| <b>Year ended March 31</b>                                    | <b>2012</b>  | <b>2011</b> |
|---|--------------|-------------|
| Sales   | <b>21192</b> | 17961       |
| Profit before Interest, Depreciation and impairment of Assets | <b>1290</b>  | 963         |
| Interest  | <b>606</b>   | 493         |
| Profit before Depreciation and Impairment of Assets           | <b>684</b>   | 470         |
| Depreciation and Impairment of Assets                         | <b>413</b>   | 404         |
| Net Profit  | <b>271</b>   | 66          |
| Provision of Taxation   | <b>(-49)</b> | 8           |
| Profit after Tax  | <b>320</b>   | 58          |
| Profit brought forward  | <b>1433</b>  | 1375        |
| Balance carried to Balance Sheet                              | <b>1753</b>  | 1433        |

## DIVIDEND

The Company's inadequate profits does not justify a dividend payout. Hence to conserve our reserves we are unable to recommend any dividend for the year under review.

## PRODUCTION

The Aluminium Extrusions production for the year 11086 MT as against 10033 MT in previous financial year showing a growth of 10.50%.

The Power T & D Hardware achieved production of 233 MT during the year as against 133MT during the previous year. The industry has a longer gestation period of roughly 4 to 6 years mainly because the prospective customers, mainly the State Power Distribution Companies require prior supply experience before they allow new vendors to participate in their tenders. The Company has already completed four financial years of operation in the Power T & D Hardware business and expects this division to contribute higher turnover and profitability from 2013-14 and onwards.

## COMPANY OVERVIEW AND GROWTH STRATEGY

While we succeed only as an enterprise by serving our customers to their satisfaction, our relentless focus will remain on value creation.

### Success Drivers

*Our Legacy:* With an experience spanning a rich 21 years, our Company enjoys a number of first mover advantages comprising a comprehensive understanding of the aluminium and aluminium extrusions market, reputed brand and a strong customer base.

*Integration:* We possess in-house facilities for –

- Melting and casting of billets, Homogenizing
- Extrusions manufacturing with three press lines
- Complete Die manufacturing,
- Manufacturing various value added products of extrusions for engineering applications, and
- Manufacturing Power Transmission & Distribution Hardware

With 3 extrusion press lines, the Company has a capacity to produce 15000MT of Aluminium Extrusions, which as per the information available with the Company, is the 3<sup>rd</sup> largest facility in India as on date.

*Die Library:* The Company possesses an inventory of more than 5000 dies to manufacture over 3750 profiles. The Company maintains back-up dies for meeting the requirements of fast moving profiles.

*Availability of raw material :* The Company accesses raw material (aluminium ingots and billets) from three renowned and proximate primary metal manufacturers- Vedanta Aluminium, Nalco and Hindalco, The Company is one of India's largest institutional aluminum ingot/billets consumers with corresponding purchase economies.

*Quality assurance:* The Company's manufacturing facility is accredited with the prestigious **ISO-9001:2008** certification endorsing its strong quality systems. Your Company continues to focus on maintaining the highest quality and safety standards in its factory. The Company is presently in process of upgrading its Quality Management System to become compliant with Environmental Management System **ISO 14001:2004** & Occupational Health & Safety Assessment Series **OHSAS 18001:2007**.

The Company supplies extrusions as per tolerances laid down by the Bureau of Indian Standards in accordance with BIS: 2673-1979, BIS:3965-1981 and BIS : 6477-1983, and with even tighter tolerances as per customer needs.

The sharp focus on Quality in all its initiatives has enabled our Company to launch some specific value-added services

*Product applications:* We manufacture extruded products for varied applications, viz. :

- Profiles for Architectural Applications such as Building Systems, Structural Glazing, Curtain Walls, Aluminium Rolling Shutters, Windows, Doors, Partitions, False Ceilings, Tower Bolts, Hand Rails, Door Handles, Hinges, Drapery Rods, Modular Furniture, etc.
- Profiles for Road Transport Sections
- Profiles for Rail Coach Windows & Doors
- Profiles for manufacture of Automobile Components
- Profiles for Heat Transfer in Electronics & Electrical Gadgets
- Profiles for Electrical applications such as Tubes and Flats for Bus Bars, Transmission Line Hardware such as P.G. Clamps, H-Connectors, Repair Sleeves, Lugs, Solar Panels etc.
- Profiles for Engineering Applications such as Motor Housings, Gear Pump Casings, Ferrules, A.C.Louvers, Machinery Parts, Elevators, Pneumatic Actuators, Pneumatic Cylinders, Valve Bodies, etc.
- Profiles for various Defence Applications and many more.

The Company also has necessary set up to supply extruded and cold drawn round bars and hexagonal bars in straight lengths for various engineering applications. It also has a

set up to supply extruded and cold drawn rods/wires in coil form to be used as armour rods, lamp pin stock, metallizing wire, rivet stock, welding filler wire etc.

*Customer profile:* The Company possesses a portfolio of over 600 reputed customers. The Company has retained most of the customers over a period of 21 years.

Our Company is in a position to supply Extruded Aluminum Profiles in Alloys **1xxx** to **7xxx** series. This is our major competency. Our Business strategy is to book maximum part of our installed capacity for supply directly to end-users.

### **Company's Presence across several verticals**

The company's product portfolio comprises of extrusions in soft, medium and high strength aluminium alloys. It manufactures aluminium profiles for architectural applications such as windows, doors, door handles, modular furniture etc. Its products are used in rail coach windows and doors, electrical gadgets, transmission line hardware, gear pumps, elevators, pneumatic cylinders and defense applications. Along with diversified end- user industries the company has strong client base. Its top 10 clients do not account for more than 25% and no single client accounts for more than 10% of its total revenues. The company's diverse customer base provides revenue stability and risk mitigation to a slowdown in any particular sector.

The Company enters into long-term contracts with its suppliers for its annual raw material requirements, and receives cumulative annual discounts from Vedanta Aluminium Ltd and. National Aluminium Company Ltd on lifting pre-specified quantities. Our revenues have registered a compound annual growth rate (CAGR) of 13.41 % over the past five years

### **Rich Market Presence**

Times are changing and markets are changing. The good thing is that a change is always a chance. This brings new expectations to the table that needs to be satisfied. The Company is committed to understand customer requirements and deliver products in totality. Prudent and conscious efforts are made with a dedicated team of professionals to satisfy the customers. High levels of ethics and transparency are maintained in dealing with the clients to improve their confidence in the brand and the Company.

A network of branches and sales offices in close proximity to the customers enable us to ensure efficient, effective and timely service. The Company possesses a portfolio of over 600 reputed customers. Nearly 87% of the revenues in 2011-12 were derived out of sales to long-standing customers. The real strength of the Company lies in its large number of customers in different customer segments spread in different geographical segments in a growing economy like India.

We at Century Extrusions Limited are looking forward to the forthcoming challenges and are confident to meet your expectations through continuous development of customer-optimised solutions.

### **FUTURE OUTLOOK**

#### **Extrusions**

The Company has an installed capacity to produce 15000MT of extrusions per annum. As against this, our production for the year 2011-12 was 11086 MT. We thus have a significant spare capacity to increase production and sales volume.

The demand for aluminium extrusions has been growing in double digits for past few years. However, even today the present per capita consumption of aluminium in India is very low at below 2 kg. against over 10 kg. in developed countries. Due to this very low present consumption, meaning a low base, the demand growth for extrusions is likely to remain buoyant over many years to come.

The segment-wise expected demand growth is given hereunder:

1. **Power Sector** – Power and infrastructure sectors in India are witnessing and would continue to witness strong growth in the coming years with the boost from policy measures and budgetary allocations. Our country faces continuing power shortage. More investments to plug the gap means more aluminium extrusions.
2. **The vibrant Real Estate Sector in our country** - Building industry is the largest consumer of extrusions. Construction is now moving heavily into Tier II and Tier III cities in addition to Tier I cities. Current demand for extrusions from this sector is largely for simple door & window sections. The usage of building systems and Unitized systems are yet to gain large scale acceptance in the market .

Triggered by growth opportunities in the construction sector with increasing government budgetary support for the housing sector, the Company eyes for a wider market as more homes and offices mean more aluminium extrusions.

The light weight, high strength and durability of aluminum alloys make aluminum attractive for building and construction. At one third the weight of steel and extensive design options, Aluminium is the ideal solution for the building & construction industry

3. **Rapidly growing Automobile Industry** – A bright perspective in consumption of aluminium extrusions is seen in the automobile industry. Aluminium extrusion is used in the manufacture of select automotive parts such

as small Chassis, suspension, bumper, exteriors, interiors, body structure and steering. Aluminium extrusion in automotive space frames is an upcoming application and is being used in high end cars of Audi, BMW and others. Some of the key applications of aluminium extrusions in passenger cars include: Structural Parts, Safety Parts and Heat Exchangers: More road and more vehicles mean more aluminium extrusions. The Growing Vehicular aluminium content for light weighting of vehicles to save fuel will drive aluminium demand further.

4. **Engineering Applications**- Aluminium Extrusions are increasingly being used to manufacture forged & machined components for use as parts of machinery, fasteners, rivets, wire rope ferrules, motor housings for domestic water pumps, hydraulic gear pump casings, heat sinks, ladders, elevators, etc.
5. **The Sustained Agriculture Emphasis in our Country** – More investments in irrigation mean more aluminium extrusions
6. **Solar Energy Industry** is an emerging opportunity, which implies significant consumption opportunities for aluminium extrusions from solar panels over the years to come.
7. **Indian Defence Sector:** Aluminium extrusions are consumed in a wide range of applications in this sector, comprising tail-end fuse connectors for detonator shells and grenades, frame-work for tents and as a roll-over carpets for tanks to navigate difficult terrains.

Given the significant supply deficits, high growth potential and conducive government policies, a large opportunity exists for the Aluminum extrusions suppliers including our Company.

The above projection of robust demand growth is however tempered by the fact that the extrusion industry is fragmented, and significant competition exists among players in the industry. As a result, the bargaining power of industry players is moderate.

#### **Power Transmission & Distribution**

The power sector provides one of the most important inputs for the development of a country and availability of reliable and inexpensive power is critical for its sustainable economic development. India today stands at the threshold of being an economic superpower. Power is one of the key requirements to support and sustain our economic growth. India's electricity demand is expected to grow at an average annual rate of 7.4% in the next 25 years. Power is a key ingredient in driving growth in manufacturing & services. Aluminium finds growing use in this space as it is directly

used in the overhead transmission and distribution lines.

Power Transmission and Distribution Hardware Fittings are required for use on Overhead Transmission and Distribution Lines for connecting Insulators with Tower/Pole Cross Arms and Insulators with conductors.

The Company has manufacturing facilities for casting of Aluminium Alloys, manufacturing of Extruded products in Aluminium & its Alloys, Wire Drawing, Helical Products, Fabrication of Ferrous & Non-Ferrous Components, Argon Welding, Electric Arc Welding, Machining, Bundle Spacer Assembly, Vibration Damper Assembly, Conductor Accessories, Clamp Connectors for Hardware Assembly, and manufacturing of Tools, Dies & Moulds.

Aluminium is also used in insulated and underground cables laid in large populated urban areas and in reserved forests (to avoid deforestation), Round Tubes are used for corona control rings, grading rings, mid-span compression joints, dead-end clamps and jointing sleeves, among others, signifying huge opportunities for extrusions in the power sector.

During the financial year 2011-12 the Company recorded a sales turnover of T & D Hardware amounting to Rs. 400 lacs (approx) as against Rs.216 lacs in the previous financial year. The Company has successfully registered itself as a supplier of its products with a number of State Electricity Boards during the year and the process is continuing. The process will get further momentum as company achieves requirements of minimum years of supply track record and experience, with each passing year. The Company has received substantial orders from the said State Electricity Boards and State based utilities and Erection Contractors.

As the Company gets itself registered as a supplier with more electricity utility companies, the order book will become better and stronger, and the growth in coming few years is likely to be in multiples of the previous year performance.

#### **Challenges in the Indian Extrusions market**

The outlook for aluminium extrusions demand this year has weakened mainly due to sovereign debt crisis in Europe. However the medium term outlook is still firm. The automobile sector will see solid gains in both the developed and developing world. Aluminium is still used only for simple applications at present in India. Complex applications a small market by itself, is catered to through imports. Technical know how is significantly lesser than in Europe & USA. Customers prefer to buy "off the shelf" products; This will have to change with more industrial applications coming in. Price is a key driving factor and India is amongst the most price sensitive markets in the world. Quality extrusions will cost more, but pays in the long run. It needs to evaluate the

whole life costs while deciding where to buy from. Building & Construction sector is becoming more quality conscious. Architects / Big builders are directly interacting with Extruders for supply of profiles.

Some of changes happening are:

- Wider sections
- More complex shapes
- Tighter tolerances
- Focus towards buying 'Solutions' rather than 'off the shelf profiles' is increasing

## RISKS AND AREAS OF CONCERN

The Company's operations and value are continuously protected by identifying risks at an early stage which facilitates managing them better. The Company's capability to assess and manage business risks is crucial in achieving targets. The Company perceives the following risks and concerns.

- a) Market Competition:** The Company is operating in a highly competitive market as market dynamics are forever changing with entry of new players in the field of extrusion manufacturing. New players are targeting resellers consequently old players who were earlier in reseller markets are turning towards end users creating competition for the Company.

With free market economy now prevailing in India, high quality imported extrusions are freely available in the local market. Hence unless Indian Extrusion Industry, particularly in the unorganized sector undertakes technological up-gradation in the foreseeable future, over next five years, this sector may be wiped out of the market by availability of cheaper and superior quality imported products.

The Company is striving to developing extrusions in new alloys and can grasp the niche market where competition is still less and margins are higher.

- b) Government Policy risk:** The Government policies in the present economic scenario are pro-industry and pro-growth which minimizes the inherent policy risk. But at times there are delays in clearances /approvals by Govt. agencies in obtaining lease renewals for land mortgaged with financial institutions and banks. This adversely affects the financial facilities obtained from the Banks.

**Entry Tax:** The West Bengal Government has introduced "The West Bengal Tax on Entry of Goods onto local Areas Act,2012" w.e.f01/04/2012. This will increase the cost of raw material and other inputs procured from outside West Bengal by 1%.

- c) Competition from local manufacturers:** Local Extruders are expanding their capacities and have also started the production of extrusions in medium strength alloys. Some of the customers prefer local suppliers for faster deliveries. Further to compete with local suppliers, we have to sacrifice our margin to neutralize the effect of higher Freight and Central Sales Tax. We are located in a comparatively under-developed part of the country and the demand in this part is not good enough to account for our capacity . We have to sell a substantial quantity (over 70%) in other parts of India where our realization is lower compared to local supplies due to impact of the high freight and Central Sales Tax and the newly introduced Entry Tax by the West Bengal Government.

- d) Retention of experienced manpower:** Company faces a challenge in retaining the trained work force. The Company has created employee friendly policies and a conducive environment for work- life balance.

- e) Price Inflation Risk:** Fluctuating raw material prices have been witnessed too often over the past few years. Continuous monitoring of aluminium metal inventory in order to get maximum benefit or alternatively to minimize loss by keeping ideal inventory levels in each circumstance is a major challenge, and this is regularly monitored at the highest level in the Company.

- f) Trade Union Activities:** Our Workmen's unions operate under the control of three different political parties .It is a challenge to meet the ever-increasing expectations from the Unions, who at times put unreasonable demands due to inter-union rivalry in a bid to secure the support of larger number of workmen.

## RISK MANAGEMENT

There is a quote which says "What gets measured is managed". Your Company has a system based approach to business risk management. Backed by a strong internal control system, the current risk management framework consists of the following elements:

- Enterprise Risk Management Policy manual clearly lays down the strategy, policy and initiatives in relation to risk management.
- A strong and independent Internal Audit Function carries out risk focused audits enabling identification of areas where risk management processes may need to be improved. The Audit Committee of the Board reviews Internal Audit findings and provides strategic guidance on internal controls. The Audit Committee closely monitors the internal control environment within the Company and ensures that Internal Audit

recommendations are effectively implemented.

- The Senior Management of the Company periodically reviews the risk management framework to effectively address the emerging challenges in a dynamic business environment.

The Company strives to identify opportunities that enhance Organizational values while managing & mitigating risks that can adversely impact its future performance.

### SEGMENT-WISE / PRODUCT-WISE PERFORMANCE

The Company has two business segments i.e. manufacturing of Aluminum Extruded Products and manufacturing of Power Transmission and Distribution Line Hardware. However, the Company does not fall under any of the criteria laid down under AS-17 and hence Segment Reporting is not applicable.

### INTERNAL CONTROL SYSTEM

The Company has an adequate internal control system to ensure proper and efficient use of the Company's resources, their protection against any unauthorized use, accuracy in financial reporting and due compliance of the Company's policies and procedures as well as the Statutes. Internal Audit reports are regularly placed before the Audit committee and management analysis of the same is done to ensure checks and controls to align with the expected growth in operations. The Internal audit is carried out by an independent firm of Chartered Accountants on regular basis and corrective actions are taken when any shortcomings are identified.

The Audit committee reviews the adequacy of the internal control system and provides its guidance for constant improvement in the system.

### INFORMATION TECHNOLOGY

The Company is continuously working on the Information Technology to get the maximum benefits for the Organization. The Company is successfully using a software system which is single, comprehensive, integrated solution called SAP Business One application. With the use of this integrated software there have been profound improvements in all spheres of its activities.

### HUMAN RESOURCE AND INDUSTRIAL RELATIONS

Your Company recognizes the importance of people in its growth and has been progressing with the unflinching commitment of the dedicated team of employees. The Company's recruitment practices ensure that suitable candidates with merit are recruited and provided with the right opportunities to grow within the Organization. The Company has developed an HR strategy comprising need

based training. Employees are encouraged to attend seminars, lectures, and training. Key performance indicators by department heads were subject to regular management review meetings

There was a contract labour unrest demanding revision of daily wage rate as a result of increase by the Government of West Bengal. They went on strike for a few days which was then resolved after successful negotiations. Our Casual workers who are getting wages less than contract workers have also demanded increase in the wages.

Developing a learning culture has always been and will continue to be our uppermost priority. Our efforts in the coming years will be to enable our employees to continually grow and build a competitive edge by translating the learnings into positive actions. Several trainings were conducted during the year under review. **We believe that together we can and will make the Company achieve its corporate mission.**

### CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company has over the years pursuing as part of its corporate philosophy, an unwritten CSR policy voluntarily which goes beyond mere cosmetic philanthropic gestures and integrates interest, welfare and aspirations of the community with those of the company itself in an environment of partnership and mutual trust for inclusive development .

Even though your Company has always been conscious about its footprint on the environment, CSR activities in its true sense haven't been initiated, the Company however has always strived to be a responsible corporate citizen.

### DIRECTORS

Mr. V K Mushran, Mr. Vikram Jhunjhunwala and Mr. RK Sharma retire from directorship of the Company by rotation, and being eligible, offer themselves for re-appointment.

Mr. R N Das, Independent Non-Executive director has tendered his resignation with effect from 28 May 2012. Mr. Arun Kumar Hazra was inducted as an additional director in the Board Meeting held on 28.05.2012. Mr. Hazra will hold office till the date of the forthcoming Annual General meeting and a notice has been received from a member proposing the candidature of Mr. Hazra , being appointed as a Director of the Company.

Brief resume of the Directors proposed to be appointed/re-appointed, nature of their expertise in specific functional area and the names of the Companies in which they hold directorship and membership/chairmanship of Board Committees, as stipulated under clause 49 of the listing agreement with the Stock Exchanges, are provided as an

annexure to the Notice convening the Annual General Meeting.

### CRISIL RATING

CRISIL has assigned its 'CRISIL BBB-/Stable' rating to the cash credit facility of Century Extrusions Ltd (CEL) and reaffirmed its rating on CEL's letter of credit, bank guarantee and term loan facilities at 'CRISIL BBB-/Stable/CRISILA3'. The ratings continue to reflect CEL's healthy financial risk profile, marked by a low gearing and healthy interest coverage ratio, diversified end-user profile, and established relationships with its suppliers. These rating strengths are partially offset by CEL's large working capital requirements, and susceptibility to volatility in raw material prices.

### DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors of the Company confirms:

- i. that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. that the selected accounting policies were applied consistently and the directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2012 and of the profit or loss of the Company for the year ended on that date;
- iii. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. that the annual accounts have been prepared on a going concern basis.

### AUDITORS/AUDITORS' REPORT

The auditors, M/s. A L P S & Co., Chartered Accountants, retire at the ensuing Annual General Meeting and have confirmed their eligibility and willingness to accept office, if re-appointed. There are no qualifications or adverse remarks in the Auditors' Report, which require any clarification/explanation.

### COST AUDITORS

As per the directive of Central Government pursuant to the provisions of Section 233B of the Companies Act, 1956, your Directors have re-appointed M/s. N Radhakrishnan & Co. a firm of Cost Accountants, to conduct the audit for the year ended 31st March, 2013.

### PUBLIC DEPOSITS

The Company did not invite or accept any deposit from the public under Section 58A of the Companies Act, 1956.

### PARTICULARS AS PER SECTION 217 OF THE COMPANIES ACT, 1956

The information relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo required under section 217 (1) (e) of the Companies Act, 1956, is set out in a separate statement attached to this report and forms part of it. The Company had no employee of the category indicated under section 217(2A) of the Companies Act, 1956.

### CORPORATE GOVERNANCE

The Company has been proactive in following the principles and practices of good Corporate Governance as an important step towards building investor confidence, improve investors' protection and maximize long-term shareholder value.

The Company has complied with the Corporate Governance code prescribed by the Stock Exchanges. A detailed report on corporate Governance along with Auditors' Certificate on compliance with the mandatory recommendations on Corporate Governance is annexed to this report.

### ACKNOWLEDGEMENT

We thank our customers, vendors, investors and bankers for their continued support during the year. We place on record our appreciation of the contribution made by employees at all levels.

We thank the Government of India, the Customs and Excise Departments, the Sales Tax Department, the Income Tax Department, the State Government and other Government agencies for their support, and look forward to their continued support in the future.

### CAUTIONARY STATEMENT

Statements forming part of the Management Discussion and Analysis covered in this report may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. The Company takes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent developments, information or events.

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

**Date: 28<sup>th</sup> May 2012**  
Place: Kolkata

**MP Jhunjhunwala**  
**Chairman & Managing Director**

*Disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo as required under the companies (Disclosure of Particulars in the Board of Directors' Report) rules, 1988*

**A. CONSERVATION OF ENERGY:**
**a) Energy Conservation measures taken:**

- i) Introduction of Auto Start / Stop Control based on water temperature on the 2700MT Press Line Cooling Tower Fans (2 sets – one for raw water and the other for soft water).
- ii) Introduction of Auto Start / Stop Control based on water temperature on the 1250MT & 1620 MT Press Lines Cooling Tower Fan and Cast House Cooling Tower Fan (2 sets).
- iii) Introduction of 50HP energy efficient motor in place of 40HP motor and proper utilization of Variable Frequency Drive installed for energy saving purpose at D.C. Casting Station in the Cast House.

**b) Other Principal Energy Conservation measures taken:**

Introduction of Star / Delta Heater Control in place of Direct Delta Heater Control for energy saving during soaking and for enhancement of heater element life on Container Heater of 1250MT Press.

**c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods:**

The above energy conservation measures have resulted in energy savings of –

- i) approx. 15 units per MT on approx. 5000MT of extrusions produced from July'11 to March'12 on 2700MT Press Line resulting in savings of approx. Rs.4.50 lakhs
- ii) approx. 30 units per MT on approx. 950MT of extrusions produced from January'12 to March'12 on the 1250MT & 1620MT Press Lines resulting in savings of approx. Rs.1.70 lakhs.
- iii) approx. 10 units on approx. 1150MT of extrusions produced from July'11 to March'12 on the 1250MT Press Line resulting in savings of approx. Rs.0.70 lakh.

**d) Additional investments and proposals, if any, being implemented for reduction of consumption of energy:**

New Thyristorized Heater Controlled "Die Pre-heaters will be installed in place of Contactor Heater controlled Die Pre-heaters on the 1250MT & 1620MT Press Lines to enhance equipment reliability and for energy savings.

Budget: Rs.30.00 lakhs (approx.)

**e) Total energy consumption and energy consumption per unit of production:-**

Information is given in prescribed Form-A annexed. The summary is given hereunder:-

| Financial Year | Furnace Oil                  | Electrical Energy   |                             |
|----------------|------------------------------|---------------------|-----------------------------|
|                | (Ltr/MT)<br>of Logs produced | Extrusions (KWH/MT) | Power T&D Hardware (KWH/MT) |
| 2011-12        | 155                          | 1203                | 38                          |
| 2010-11        | 127                          | 1298                | 37                          |

**B. TECHNOLOGY ABSORPTION**

Information is given in Form-B annexed.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

Activities relating to exports: Initiatives taken to increase exports, development of new export markets for products and services, and export plans.

The Company could not make efforts to enter the export market during the year.

Total foreign exchange used and earned:

|        | Current Year<br>(Rs. in lacs) | Previous Year<br>(Rs. in lacs) |
|--------|-------------------------------|--------------------------------|
| Used   | 259.64                        | 348.12                         |
| Earned | nil                           | 0.39                           |

**FORM - A**
**FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY**

| A. <u>Power &amp; Fuel Consumption</u>       | 2011-12      | 2010-11       |
|--|--------------|---------------|
|  | Current Year | Previous Year |
| 1 Electricity                                |              |               |
| a) Purchased                                 |              |               |
| Units - Kwh in thousands                     | 13631        | 13112         |
| Total amount - Rs. In thousands              | 82221        | 77505         |
| Rate / unit (Rupees)                         | 6.03         | 5.91          |
| b) Own generation through diesel generator   |              |               |
| Units - Kwh in thousands                     | 7            | 19            |
| Units / Ltr of diesel                        | 1.80         | 3.70          |
| Diesel cost / unit generated                 | 23.82        | 10.31         |
| 2 Furnace Oil                                |              |               |
| Quantity in Kilo Litres                      | 883          | 802           |
| Total cost - Rs. In thousands                | 33059        | 22727         |
| Average rate (Rs./Ltr)                       | 37.44        | 28.33         |
| 3 Other / Internal Generation                | Nil          | Nil           |
| B. <u>Consumption per unit of production</u> |              |               |
| Electricity (KWH/MT of Extrusion Production) | 1223         | 1298          |
| Electricity (KWH/T of T & D Production)      | 27           | 37            |
| Furnace Oil (Ltr/MT of Log production)       | 155          | 127           |

**FORM - B**

(See Rule 2)

**FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO ABSORPTION**
**A. RESEARCH AND DEVELOPMENT (R&D)**

1. Specific areas in which R&D carried out by the Company : None

**1. Benefits derived as a result of the above R&D : None**

2. Future plan of action: None
3. Expenditure on R&D : Not significant (Previous Year - Not significant)

**B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION**

None



### 1. Corporate Governance Policy

The Company is in compliance with the guidelines on Corporate Governance as stipulated under the various clauses of the Listing Agreement with the Stock Exchanges and in this regard, submits a report on the matters mentioned in the said clauses and practices followed by the Company.

Some of the major initiatives taken by the Company towards strengthening its Corporate Governance and practices include the following:

- (i) Adoption and implementation of the Code of Ethics and Business Conduct for Directors and Senior Management;
- (ii) Improving Quality and frequency of Information Flow to the Board and to the Audit Committee to enable them to discharge their functions effectively;
- (iii) Adopting a system of risk management and internal control;
- (iv) Transparency and accountability;
- (v) Compliance with all rules and Insider Trading regulations;and
- (vi) Policy on Prevention of Insider Trading

### 2. Board of Directors

The Company has an appropriate mix of Executive and Non-Executive Directors which includes independent professionals. The Board of Directors comprises of a Chairman and Managing Director and 5 non-executive Directors. The Non-Executive Directors (NEDs) with their diverse knowledge, experience and expertise bring in independent judgment in the deliberations and decisions of the Board.

The Company’s Board of Directors play primary role in ensuring good governance and functioning of the Company. All relevant information (as mandated by the regulations) is placed before the board. The Board reviews compliance reports of all laws as applicable to the Company as well as steps taken by the company to rectify instances of non-compliance, if any.

As per the declarations received by the Company, none of the directors are disqualified under section 274(i)(g) of the Companies Act,1956 .-

Necessary disclosures have been made by the Directors stating that they do not hold membership in more than ten committees or act as a Chairman in more than five committees in terms of clause 49 of the listing agreement.

#### Board Meetings

Being the apex body constituted by the shareholders for overseeing the functioning of the Company, the Board evaluates all the strategic decisions on a

collective consensus basis amongst the directors.

The Board generally meets 4-6 times during the year. Additional meetings are held whenever necessary. All the Agenda items are backed by necessary supporting information and documents to enable the Board to take informed decisions. During the year, 6 Board Meetings were held on 10.05.2011, 12.08.2011, 22.09.11, 09.11.2011, 25.11.2011, 08.02.2012.

The composition of the Board of Directors and their attendance at the Meetings during the year and at the last Annual General Meeting and also number of other directorships / memberships of committees are as follows:

| Name of Director & Designation  | Category                    | No. of Board Meetings attended | Attendance at last AGM | No. of outside directorships | No. of outside Committees |          |
|---------------------------------|-----------------------------|--------------------------------|------------------------|------------------------------|---------------------------|----------|
|                                 |                             |                                |                        |                              | Members                   | Chairman |
| M.P. Jhunjhunwala Chairman & MD | Executive & promoter        | 6                              | Yes                    | 2                            | 2                         | -        |
| Vikram Jhunjhunwala Director    | Non-executive & promoter    | 2                              | No                     | 3                            | 1                         | -        |
| R.N.Das Director                | Non-executive & Independent | 1                              | No                     | -                            | -                         | -        |
| M.G.Todi Director               | Non-executive & Independent | 6                              | Yes                    | 4                            | -                         | -        |
| VK. Mushran Director            | Non-executive & Independent | 2                              | No                     | -                            | -                         | -        |
| R.K. Sharma Director            | Non-executive & Independent | 6                              | Yes                    | -                            | -                         | -        |

### 3. Board Compensation

The Chairman and Managing Director, Mr. M P Jhunjhunwala is paid remuneration as per the Agreement entered into with the Company.

Mr. M P Jhunjhunwala is not paid any performance-linked incentive. The service of Mr. Jhunjhunwala is contractual for a period of three years. The Service contract had commenced with effect from 21.08.2009 and will conclude on 20.08.2012.. The Non-Executive Directors are paid sitting fees for attending the board and committee meetings.

**The details of remuneration and sitting fees paid to the directors of the Company for the financial year 2011-12 is given below :**

| Name of the Director   | Relationship with other directors | Salaries & Perquisites | Sitting Fees for Board & Committee Meetings |
|------------------------|-----------------------------------|------------------------|---|
|                        |                                   | (Rs.)                  | (Rs.)                                       |
| Mr. M P Jhunjunwala    | Father of Mr. V Jhunjunwala       | 34.29 Lacs             | -   |
| Mr. Vikram Jhunjunwala | Son of Mr. M P Jhunjunwala        | -                      | 32,500                                      |
| Mr. V K Mushran        | -                                 | -                      | 20,000                                      |
| Mr. R N Das            | -                                 | -                      | 10,000                                      |
| Mr. M G Todi           | -                                 | -                      | 67,500                                      |
| Mr. R K Sharma         | -                                 | -                      | 55,000                                      |
| <b>TOTAL</b>           |                                   |                        | <b>1,85,000</b>                             |

#### 4. Reappointment of Directors

**Additional information on directors seeking re-appointment at the Annual General Meeting.**

**Mr. V K Mushran**, 74 years of age, has taken his Masters Degree in Science. He had built a successful career in Senior Marketing Position at Hindalco Industries Ltd and was the Sr. Vice -President in charge of marketing at the time of his retirement in the year 2000.

Companies in which Mr. V K Mushran holds directorships and committee memberships- Nil, Shareholdings in the Company : nil

**Mr. R K Sharma**, 63 years of age, B E (Metallurgy), Hons. Graduate in Non-Destructive Testing, Post graduate Diploma in Management & Marketing Management, has around 39 years experience of working in medium & large scale Engineering industries. His last assignment was as General Manager, Ordnance Factory, Amabarnath, Distt. Thane.

Companies in which Mr. R K Sharma holds directorships and committee memberships- Nil, Shareholdings in the Company : nil

**Mr. V. Jhunjunwala**, one of the promoters of the Company, 47 years of age, is a commerce graduate and has over 22 years experience, in all spheres of running an industrial organization in Aluminium Industry.

| Name of the Company           | Nature of Interest |
|-------------------------------|--------------------|
| Century Aluminium Mfg Co. Ltd | Executive director |
| Camco Multi Metal Ltd         | Director           |
| Vintage Capital Markets Ltd   | Director           |

**Shareholdings in the Company: 769333 of Equity Shares**

**(0.96% of the total paid- up share capital)**

## COMMITTEES OF THE BOARD

### 5. Audit Committee:

Major changes, if any, in financial policies are reviewed or approved by this Committee. The Audit Committee, constituted in line with the composition as prescribed by the Code of Corporate Governance, presently comprises of 5 Directors and the Chairman is an independent non-executive director.

The Audit Committee Meetings are attended by the Chief Financial Officer, and the representatives of Statutory Auditors and Internal Auditors who are invited to the meetings as and when required. The Company Secretary acts as the Secretary of the Audit Committee.

The Terms of reference of the Audit Committee are as per the guidelines set out in the listing agreement with Stock Exchanges read with section 292A of the Companies Act, 1956.

The Committee held four meetings during the year 2011-2012 on 10.05.2011, 12.08.11, 09.11.2011 & 08.02.2012.

| <u>Name of Director</u> | <u>No. of meetings attended</u> |
|-------------------------|---------------------------------|
| Shri M G Todi           | 4                               |
| Shri R N Das            | 1                               |
| Shri V K Mushran        | 2                               |
| Shri Vikram Jhunjunwala | 2                               |
| Shri RK Sharma          | 4                               |

### 6. Compensation Committee

The Compensation Committee of the Company, inter alia, recommends to the Board remuneration packages of Executive Director and Managing Director.

Except the Chairman & Managing Director, all the members of the Board are liable to retire by rotation. The appointment and remuneration of the Whole-Time Directors is governed by the resolution passed by the Board of Directors as per recommendations of the Compensation Committee which covers the terms and conditions of such appointment read with service rules of the company subject to final approval by the members. No severance fee is payable.

The committee presently comprises of 5 Directors and the Chairman is an independent non-executive director.

No meetings were held by the Committee during the year 2011-2012.

The Non-Executive Directors do not hold any shares or Convertible Instruments of the Company.

Following are the terms of reference of the Compensation Committee:

- To review and approve/recommend remuneration for the whole-time directors of the Company.

- b) To perform such functions as detailed in the remuneration committee under Schedule XIII of the Companies Act, 1956.
- c) To discharge such other functions as may be delegated to the Committee by the Board from time to time.

The remuneration to the Managing Director and Whole-Time Director(s) are decided on the basis of following criteria:

- a) Industry trend;
- b) Remuneration package in other comparable corporates;
- c) Job responsibilities; and
- d) Company's performance and individual's key performance areas.

***Details of Remuneration of Chairman & Managing Director for the year 2011-2012***

Mr. M P Jhunjhunwala was re-appointed as the Chairman and Managing Director with effect from 21.08.2009 for a period of 3 years. The Central Govt, has accorded approval for payment of remuneration not exceeding Rs.36 lacs per annum to Mr. M P Jhunjhunwala, Chairman & Managing Director. He was accordingly remunerated as follows during the Financial Year 2011-2012.

|                                | <u>Rs. ( in lacs)</u> |
|--------------------------------|-----------------------|
| Salary                         | 21.96                 |
| Perquisites                    | 9.70                  |
| Contribution to Provident Fund | 2.63                  |
| <b>Total</b>                   | <u><b>34.29</b></u>   |

The Company does not pay any remuneration except sitting fee to the non-executive directors.

**7. Share Transfer and Shareholders' /Investors' Grievances Committee:**

The Board has constituted Shareholders'/Investors' Grievance Committee comprising of 6 Directors and the Chairman is a non-executive independent Director.

| <b>Name of Director</b> | <b>No. of Meetings</b> |
|-------------------------|------------------------|
| Mr M G Todi - Chairman  | 5                      |
| Mr Vikram Jhunjhunwala  | 5                      |
| Mr R.N. Das             | -                      |
| Mr V.K.Mushran          | -                      |
| Mr. M.P.Jhunjhunwala    | 5                      |
| Mr. R K Sharma          | -                      |

The Committee inter alia approves issue of duplicate certificates and oversees and reviews all matters connected with the transfer/transmission of securities

and redressal of shareholders' complaints. The Committee oversees performance of the Registrar and Share Transfer Agents of the Company, and recommends measures for overall improvement in the quality of investor services. The Committee performs all functions relating to interests of shareholders/investors of the Company as required by the provisions of Companies Act, 1956, Listing Agreements with the Stock exchanges & guidelines issued by the SEBI or any regulatory authority. It authorises the Company Secretary or other persons to take necessary action on the above matters.

The Committee also monitors the implementation and compliance of the Company's Code of Conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading Regulations), 1992. The Board has delegated the power of approving transfer of securities to the Managing Director as well as to the Company Secretary & Compliance Officer.

**Shareholders' Complaints**

The Company received 2 complaints during the year all of which were duly resolved. There was no share transfer pending as on March 31, 2012. All complaints received from the shareholders during the year 2011-12 were redressed and resolved within 30 days from their respective dates of receipt.

**8. Code of Ethics and Business Conduct**

The Company has adopted a Code of Ethics and Business Conduct applicable to all Board Members and Senior Management of the Company, a copy of which is available on the Company's website [www.centuryextrusions.com](http://www.centuryextrusions.com). All the Board members and senior management personnel have confirmed compliance with the Code.

The Chairman and Managing Director has submitted the following declaration to the Company:

I hereby confirm that the Company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Business Conduct and Ethics for Directors and Senior Management in respect of the financial year 2011-2012.

**(M P Jhunjhunwala)**

**Chairman and Managing Director**

Dated: 28<sup>th</sup> May, 2012

**9. Code for Prevention of Insider Trading**

The Company has adopted an Insider Trading Code in terms of the SEBI (Prohibition of Insider Trading) Regulations 1992. All the directors, employees at senior

management level and other employees who could have access to the unpublished price sensitive information of the Company are governed by this code. The Company regularly monitors transactions undertaken by the employees of the Company in terms of the Code. The Company also informs the Stock Exchange(s) periodically about the transactions undertaken by the designated employees and their shareholdings as per the regulations.

The Company has appointed the Company Secretary as Compliance Officer who is responsible for setting the procedures and implementation of the code of conduct for trading in Company's securities. During the year under review, there has been due compliance with the said code.

#### 10. Risk Management

The Company has formulated an Enterprise Risk Management Policy which has been approved and adopted by the Board of Directors of the Company. The Policy sets out procedures of assessment of potential risks and the procedures to plan, arrange and control activities and resources of the Organization to minimize impact of uncertain events (potential risks) which would assist the management to exercise better control.

A note on risks and areas of concern affecting the business of the Company is provided in the Directors' Report and Management Discussion and Analysis.

#### 11. General Body Meetings:

Location, date and time of the General Meetings held during the preceding 3 financial years are as follows:

| AGM/<br>EGM | LOCATION | DATE &<br>TIME            | SPECIAL<br>RESOLUTION |
|-------------|----------|---------------------------|-----------------------|
| AGM         | -do-     | 31.07.2009<br>& 11.00A.M. | YES                   |
| AGM         | -do-     | 30.07.2010<br>& 11.00A.M. | YES                   |
| AGM         | -do-     | 25.08.2011<br>& 11.00A.M. | No                    |

#### Postal Ballot

Section 192A of the Companies Act, 1956 has made the Postal Ballot mandatory in respect of certain resolutions. No such resolutions requiring Postal ballot was passed during the year.

#### 12. Disclosures :

There are no materially significant transactions with the related parties viz. Promoters, Directors or the Management, their Subsidiaries or relatives conflicting with the Company's interest. Suitable disclosure as

required by the Accounting Standard (AS 18) has been made in the Annual Report.

1. There are no pecuniary relationships or transactions of Non-executive Directors vis-à-vis the Company, which has potential conflict with the interests of the Company at large.
2. The Company follows Accounting Standards issued by the Central government in the preparation of financial statements; the Company has not adopted a treatment different from that prescribed in Accounting Standards.
3. The Company, during the financial year under review continued to supply Aluminum Extrusions to a Company (where Mr. MG Todi, Director of the Company happens to hold directorship) as per latter's requirements from time to time at prices, the terms of which were negotiated and mutually agreed. The Company has obtained necessary permissions in this regard from the Central Government under section 297 of the Companies Act, 1956.
4. The Company has complied with the requirements of the Stock Exchanges/SEBI/Statutory Authorities on all matters related to the capital market during the last three years. There were no penalties or strictures imposed by the Stock Exchanges, the SEBI or any other Statutory authority relating to the above period.
5. The Company has in place a mechanism to inform the Board members about the Risk Assessment and minimization procedures and periodical reviews to ensure that the critical risks are controlled by executive management.
6. The Board of Directors of the Company have received a certificate from the Chairman & Managing Director and DGM (F&A) of the Company in compliance of clause 49(v) of the listing agreement.
7. The Company has not made any public issue/rights issue/preferential issue during the period under review.
8. The Company does not presently have a Whistle Blower Mechanism.

#### 13. Means of Communication:

- Quarterly Disclosures: Quarterly, Half Yearly and Annual financial results are published in Business Standard (English Daily) and Kalantar (Bengali Daily) newspapers.
- News Release: Official News releases are displayed at the Company's website, [www.centuryextrusions.com](http://www.centuryextrusions.com)

- Website: The Company's website [www.centuryextrusions.com](http://www.centuryextrusions.com) contains a separate dedicated section where shareholders information is available. Full Annual Report is also available on the web-site in a user-friendly and downloadable form.
- Information on BSE-NSE website: The Company posts financial results and other shareholders' related information on the website of the Bombay Stock Exchange Ltd and The National Stock Exchange of India Ltd where the shares of the Company are listed.

|  |                                       |
|--|---------------------------------------|
| First Quarter results  | Before 14 <sup>th</sup> August, 2012  |
| Second Quarter and half-yearly results                               | Before 14 <sup>th</sup> November 2012 |
| Third Quarter results  | Before 14 <sup>th</sup> February 2013 |
| Fourth Quarter results and results for the year ending on 31.03.2012 | During May 2013                       |

**Book Closure: From: 7<sup>th</sup> August 2012 to 13<sup>th</sup> August 2012 (both days inclusive)**

#### 16. Listing on Stock Exchanges and Stock code:

The Equity shares of the Company are listed on the following Stock Exchanges:

- i. **The Bombay Stock Exchange Ltd**  
Code: 500083
- ii. **National Stock Exchange of India Ltd.**  
Code: CENTEXT EQ

ISIN Number for shares in Electronic form is INE281A01026.

Annual Listing fees have been paid to the BSE and NSE for the financial year 2011-20112.

#### 14. Shareholder Information :

##### *Annual General Meeting:*

Date : 13.08.2012  
Time : 11.00 A.M.  
Venue : Bharatiya Bhasha Parishad, Sitaram Seksaria Auditorium, 36A, Shakespeare Sarani, Kolkata-700017

#### 15. Financial Calendar :

|                |   |
|----------------|---|
| April to March | Publication of results for the Financial Year 2012-13 |
|----------------|---|

#### 17. Market Price Data:

**Monthly high and low quotation of shares traded on The Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Ltd. (NSE) for the year 2011-2012 :**

| MONTH          | BSE        |           | NSE        |           |
|----------------|------------|-----------|------------|-----------|
|                | HIGH (Rs.) | LOW (Rs.) | HIGH (Rs.) | LOW (Rs.) |
| APRIL-2011     | 5.35       | 3.65      | 5.35       | 3.70      |
| MAY-2011       | 4.14       | 3.42      | 4.15       | 3.40      |
| JUNE-2011      | 3.89       | 3.30      | 3.85       | 3.30      |
| JULY-2011      | 3.60       | 3.21      | 3.70       | 3.05      |
| AUGUST-2011    | 3.30       | 2.45      | 3.30       | 2.35      |
| SEPTEMBER-2011 | 3.40       | 2.71      | 3.35       | 2.70      |
| OCTOBER-2011   | 3.12       | 2.40      | 3.10       | 2.30      |
| NOVEMBER-2011  | 2.81       | 1.90      | 2.85       | 1.90      |
| DECEMBER-2011  | 2.98       | 1.91      | 2.95       | 1.85      |
| JANUARY-2012   | 3.40       | 2.06      | 3.35       | 2.05      |
| FEBRUARY-2012  | 3.40       | 2.55      | 3.75       | 2.60      |
| MARCH-2012     | 3.40       | 2.15      | 3.00       | 2.15      |

#### 18. The Distribution of Shareholding as on 31-03-2012 :

| Range             | Folios<br>31/3/2012 | % of<br>Share | %<br>Holders | Shares          |
|-------------------|---------------------|---------------|--------------|-----------------|
| 1 - 500           | 13815               | 3.70          | 61.07        | 2963566         |
| 501 - 1000        | 3909                | 4.38          | 17.28        | 3502110         |
| 1001 - 2000       | 2049                | 4.21          | 9.06         | 3369767         |
| 2001 - 3000       | 803                 | 2.67          | 3.55         | 2134444         |
| 3001 - 4000       | 368                 | 1.70          | 1.63         | 1362451         |
| 4001 - 5000       | 505                 | 3.08          | 2.23         | 2464098         |
| 5001 - 10000      | 631                 | 6.16          | 2.79         | 4930119         |
| 10001 - 50000     | 454                 | 12.14         | 2.01         | 9708556         |
| 50001 - 100000    | 52                  | 4.64          | 0.23         | 3710158         |
| 1000001 and above | 35                  | 57.32         | 0.15         | 45854731        |
| <b>Total</b>      | <b>22621</b>        | <b>100</b>    | <b>100</b>   | <b>80000000</b> |

#### 19. Categories of Shareholders as on 31<sup>st</sup> March 2012

| Category  | No. of Shares held | % to paid-up Capital |
|---|--------------------|----------------------|
| a. Promoters, Relatives and Associates                            | 41628649           | 52.0358              |
| b. Financial & Investment Institutions                            | 2600               | 0.0032               |
| c. Mutual Funds   | 1800               | 0.0023               |
| d. Non-Resident Individuals                                       | 1789203            | 2.2365               |
| e. Bodies Corporate [other than those covered in (a) & (b) above] | 5023715            | 6.2797               |
| f. Indian Public  | 31551133           | 39.4389              |
| g. Others   | 2900               | 0.0036               |
| <b>Total</b>  | <b>80000000</b>    | <b>100.00</b>        |

#### 20. Dematerialization of Shares and Liquidity:

Trading in the Company's shares is permitted only in dematerialized form for all investors. The Company has established connectivity with National Securities Depository Limited and Central Depository Services (India) Limited through the Registrars, CB Management Services Pvt. Limited, whereby the investors have the option to dematerialize their shareholdings in the Company.

#### Status of Dematerialization as on March 31, 2012:

| Particulars                                 | No. of Shares   | Percentage of<br>total Capital | Number of<br>Accounts |
|---|-----------------|--------------------------------|-----------------------|
| National Securities Depository Limited      | 65113365        | 81.39                          | 10872                 |
| Central Depository Services (India) Limited | 13668179        | 17.09                          | 6594                  |
| <b>Total Dematerialized</b>                 | <b>78781544</b> | <b>98.48</b>                   | <b>17466</b>          |
| Physical                                    | 1218456         | 1.52                           | 5155                  |
| <b>Grand Total</b>                          | <b>80000000</b> | <b>100</b>                     | <b>22621</b>          |

## 21. Registrar and Share Transfer Agents

CB Management Services Pvt. Limited  
P-22, Bondel Road, Kolkata-700019  
Telephone : +91 33 22806692/6693/6694  
Fax : +91 33 2287-0263  
E-mail : rta@cbmsl.com

## 22. Reconciliation of Share Capital:

As stipulated by SEBI, a qualified practicing Company Secretary carries out Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the company's shares are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

## 23. Share Transfer System:

Shares are transferred at the meeting of the "Share Transfer and Shareholders' / Investors' Grievance Committee" of the Directors which meets at frequent intervals.

Plant Location:

Century Extrusions Limited  
WBIIDC Industrial Growth Centre,  
Plot No.7A, Sector –B, P.O. Rakhajungle, Pin: 721301  
Kharagpur Dist. Midnapore (West Bengal)

### Address for Correspondence:

Century Extrusions Ltd.,  
113, Park Street,  
'N' Block, 2<sup>nd</sup> Floor,  
Kolkata-700 016.  
Phone Nos.: 91 33 2229-1291/1012  
Fax No. + 91 33-22261110  
e-mail:century@centuryextrusions.com

Email ID for Investor Complaint:  
investors@centuryextrusions.com

### OR

CB Management Services Pvt. Ltd.  
Registrar & Share Transfer Agents  
P-22, Bondel Road, Kolkata-700019  
Telephone : +91 33 22806692,6693,6694  
Fax : +91 33 2287-0263  
E-mail : rta@cbmsl.com

**Website:** The Company's website www.centuryextrusions.com contains comprehensive information about the Company, its products, press releases and investor relations. The Shareholder Referencer in the website serves as a Guide for all the investors by providing key information.

## Status of Unpaid Dividend

| Dividend for the year | Amt.of Dividend (Rs. In lacs) | Amt. of Unpaid Dividend as on 31.03.12 (Rs. In lacs) | % of Dividend Unpaid | Due Date of transfer to IEPF |
|-----------------------|-------------------------------|--|----------------------|------------------------------|
| 2007-08               | 47                            | 1.26   | 2.68                 | 05.10.2015                   |
| 2008-09               | 80                            | 1.39   | 1.73                 | 06.10.2016                   |
| 2009-10               | 80                            | 1.46   | 1.82                 | 05.10.2017                   |

Unpaid Status of Rights Issue proceeds of 3,50,00,000 Equity Shares of Re 1 each for cash at par, issued on 15-09-2005

| Rights Issue (Total amount of Refund) (Rs. In lacs) | Unpaid amount balance in Rights issue Refund A/c (Rs. In lacs) | No. of Warrant Holders | % of Unpaid amount |
|---|--|------------------------|--------------------|
| 120.01  | 0.28   | 74                     | 0.23               |



## CORPORATE GOVERNANCE CERTIFICATE

### CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

To  
The Members of  
Century Extrusions Limited

We have reviewed the compliance of conditions of Corporate Governance by the Century Extrusions Limited for the year ended 31<sup>st</sup> March, 2012, as stipulated in clause 49 of the listing agreement of the Company with Stock Exchanges, with the relevant records and documents maintained by the Company and furnished to us.

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

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

No investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Company.

We certify that the conditions of Corporate Governance as stipulated in clause 49 of the listing agreement with Stock Exchanges have been complied with in all respects by the Company.

#### For ALPS & CO.

Chartered Accountants

Firm's ICAI Registration No. 313132E

S K Khetawat

Partner

Membership No.051224

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### CHAIRMAN & MANAGING DIRECTOR AND CEO & CFO CERTIFICATION

We, M P Jhunjhunwala, Chairman and Managing Director and Rajiv Agarwal, DGM (Finance & Accounts) of Century Extrusions Ltd. to the best of our knowledge and belief, certify that:

We have reviewed financial statements and cash flow statement for the year;

1. Based on our knowledge and information, these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. Based on our knowledge and information, the financial statements, and other financial information included in this report, present in all material respects, a true and fair view of the company's affairs, and are in compliance with the existing accounting standards and / or applicable laws and regulations;
3. To the best of our knowledge and belief, no transactions entered into by the company during the year are fraudulent, illegal or violative of the company's code of conduct;
4. We are responsible for establishing and maintaining internal controls, and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
5. We have disclosed based on our most recent evaluation, wherever applicable, to the company's auditors and the audit committee of the company's Board of Director
  - a) significant changes in internal controls during the year;
  - b) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - c) instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal controls system.

Kolkata

Dated : 28th day of May, 2012

**M P Jhunjhunwala**  
Chairman & Managing Director

**Rajiv Agarwal**  
DGM  
(Finance & Accounts)



To The Members,

We have audited the attached Balance Sheet of **CENTURY EXTRUSIONS LIMITED** as at 31st March, 2012 and also the Profit & 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.

We conducted our audit in accordance with auditing standard generally accepted in India. These Standards require that we plan and perform the audit to obtain reasonable assurance whether the Financial Statements are prepared free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of financial statements. We believe that our audit provides a reasonable basis for our opinion.

1. As required by the Companies (Auditor's Report) Order 2003, issued by the Company Law Board in terms of Section 227(4A) of the Companies Act, 1956 we give in the Annexure a statement on the matters specified in paragraph 4 and 5 of the said Order, to the extent applicable to the Company.
2. Further to our comments in the Annexure referred to in paragraph 1 above, we report that:
  - 2.1. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - 2.2. 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 these books.
  - 2.3. The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of the account.
  - 2.4. In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standard referred to in Sub-section (3C) of Section 211 of the Companies Act, 1956, to the extent applicable.
  - 2.5. On the basis of written representations received from the directors, as on 31<sup>st</sup> March, 2012 and taken on record by the Board of Directors, we report that none of the director is disqualified as on 31<sup>st</sup> March, 2012 from being appointed as Director in terms of section 274(1)(g) of the Companies Act, 1956.
  - 2.6. In our opinion and to the best of our information and according to explanations given to us the said account, give the information required by the Companies Act, 1956 in the manner so required and read together with other notes given thereon, gives a true and fair view in conformity with the accounting principles generally accepted in India:
    - i) in the case of the Balance Sheet of the state of the Company's affairs as at 31<sup>st</sup> March, 2012;
    - ii) in the case of Profit & Loss Account of the Profit for the year ended on that date; and
    - iii) in the case of the Cash Flow Statement, of the cash flow for the year ended on that date.

**For ALPS & CO.**  
**Chartered Accountants**  
**Firm's ICAI Regn. No. 313132E**

**Kolkata**  
**Dated: 28<sup>th</sup> day of May, 2012**

**(S.K.Khetawat)**  
**Partner**  
**Membership No. 051224**

- 1) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.  
(b) The management has physically verified its fixed assets at reasonable intervals, which in our opinion is reasonable having regard to the size of the Company and nature of its fixed assets. No material discrepancies were noticed on such verification.  
(c) In our opinion, the Company has not disposed off the substantial part of fixed assets during the year, which would affect the going concern status of the Company.
- 2) (a) The inventories have been physically verified by the management during the year at reasonable intervals.  
(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.  
(c) The Company has maintained proper records of inventories and discrepancies noticed on physical verification were not material.
- 3) (a) The company has not granted any loans, secured or unsecured to companies, firms or other parties listed in the Register maintained under Section 301 of the Companies Act, 1956. As the company has not granted any loans secured or unsecured, to parties listed in the Register maintained under Section 301 of the Companies Act, 1956, paragraphs (iii) (b), (c) and (d) of the Order, are not applicable.  
(b) The company has not taken any loans, secured or unsecured from companies, firms or other parties listed in the Register maintained under Section 301 of the Companies Act, 1956. As the company has not taken any loans, secured or unsecured, from parties listed in the Register maintained under Section 301 of the Companies Act, 1956, paragraphs (iii)(f), and (g) of the Order, are not applicable.
- 4) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any major weakness in internal controls.
- 5) (a) According to the information and explanations given to us and audit in accordance with generally accepted auditing practices, in our opinion, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.  
(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- 6) During the year, the Company has not accepted any deposits from the public as defined under sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed thereunder.
- 7) In our opinion the Company has an internal audit system commensurate with the size and nature of its business.
- 8) The Company has maintained the cost records as prescribed by the Central Government under section 209(1)(d) of the Act.
- 9) (a) According to the records of the Company, the Company is regular in depositing undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and any other statutory dues applicable to it *except for few cases where there was delay in depositing of Employees State Insurance Contribution with the appropriate authorities*. According to information and explanations given to us, there are no undisputed amounts payable in respect of aforesaid dues which were outstanding as at 31<sup>st</sup> March, 2012 for a period of more than six months from the date they became payable.

- (b) The disputed statutory dues aggregating Rs.122.96 lacs, that have not been deposited on account of matters pending before appropriate authorities are as under:

| Nature of Statute               | Nature of Dues    | Amount (in INR) | Period to which the amount relates  | Forum where dispute is pending                               |
|---------------------------------|-------------------|-----------------|-------------------------------------|--|
| West Bengal Sales Tax Act, 1994 | State Sales Tax   | 3.63 lacs       | 2004-05                             | West Bengal Commercial Appellate & Revisional Board, Kolkata |
| West Bengal Vat Act, 2003       | Value Added Tax   | 0.02 lacs       | 2006-07                             | West Bengal Commercial Appellate & Revisional Board, Kolkata |
| West Bengal Vat Act, 2003       | Value Added Tax   | 10.87 lacs      | 2005-06 & 2008-09                   | Joint Commissioner of Sales Tax                              |
| Central Sales Tax Act, 1956     | Central Sales Tax | 92.24 lacs      | 2003-04, 2004-05, 2006.07 & 2007-08 | West Bengal Commercial Appellate & Revisional Board, Kolkata |
|                                 |                   | 16.20 lacs      | 2008-09                             | Joint Commissioner of Sales Tax                              |

- 10) The company has no accumulated losses at the end of financial year nor it has incurred cash losses during the financial year under review and in immediately preceding financial year.
- 11) According to the information and explanations given to us and audit in accordance with generally accepted auditing practices, in our opinion, the company has not defaulted in repayments of dues to financial institutions or banks or debenture holders.
- 12) According to the information and explanations given to us and based on the documents and records produced before us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13) In our opinion and according to information and explanations given to us, the Company is not a chit fund or nidhi/ mutual benefit fund or society. Therefore clause 4(xiii) of the order is not applicable to the Company.
- 14) In our opinion and according to information and explanations given to us, the Company has maintained proper records of the transactions and contracts and made timely entries therein for dealing in securities and the investments are held by the company in its own name.
- 15) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- 16) During the year, the Company has taken term loans, which have been applied for the purposes for which they were raised.
- 17) According to the information and explanations given to us and on an overall examination of Balance Sheet of the Company, we are of the opinion that the Company has not utilized Short Term Funds towards Long Term Investments.
- 18) During the year, the Company has not made any preferential allotment of shares to parties covered in the register maintained under section 301 of the Act.
- 19) During the year, the Company has neither issued any debentures nor it has any outstanding debentures.
- 20) During the year, the Company not issued any shares to any person,
- 21) In our opinion and according to information and explanations given to us, during the year, no fraud on or by the Company has been noticed or reported.

**For ALPS & CO.**  
**Chartered Accountants**  
**Firm's ICAI Regn. No. 313132E**

**Kolkata**  
**Dated: 28<sup>th</sup> day of May, 2012**

**(S.K.Khetawat)**  
**Partner**  
**Membership No. 051224**



## BALANCE SHEET

|  |          |                                      | (Rs. in lacs) |                             |
|--|----------|--------------------------------------|---------------|-----------------------------|
|  | Note No. | <b>As at<br/>31st March<br/>2012</b> |               | As at<br>31st March<br>2011 |
| <b>I. EQUITY AND LIABILITIES</b>       |          |                                      |               |                             |
| <b>Shareholders' Fund</b>              |          |                                      |               |                             |
| Share Capital                          | 1        | <b>800</b>                           | 800           |                             |
| Reserves & Surplus                     | 2        | <b>2792</b>                          | 2437          |                             |
|  |          | <b>3592</b>                          |               | 3237                        |
| <b>Non-Current Liabilities</b>         |          |                                      |               |                             |
| Long-Term Borrowings                   | 3        | <b>1111</b>                          | 1628          |                             |
| Deferred Tax Liabilities (Net)         | 4        | <b>211</b>                           | 180           |                             |
| Other Long Term Liabilities            | 5        | <b>4</b>                             | 3             |                             |
| Long Term Provisions                   | 6        | <b>44</b>                            | 49            |                             |
|  |          | <b>1370</b>                          |               | 1860                        |
| <b>Current Liabilities</b>             |          |                                      |               |                             |
| Short Term Borrowings                  | 7        | <b>2413</b>                          | 1582          |                             |
| Trade Payables                         | 8        | <b>1049</b>                          | 1544          |                             |
| Other Current Liabilities              | 9        | <b>1118</b>                          | 1109          |                             |
| Short Term Provisions                  | 10       | <b>110</b>                           | 91            |                             |
|  |          | <b>4690</b>                          |               | 4326                        |
| <b>Total</b>                           |          | <b>9652</b>                          |               | 9423                        |
| <b>II. ASSETS</b>                      |          |                                      |               |                             |
| <b>NON CURRENT ASSETS</b>              |          |                                      |               |                             |
| <b>Fixed Assets</b>                    |          |                                      |               |                             |
| Tangible Assets                        | 11       | <b>4146</b>                          | 4433          |                             |
| Intangible Assets                      |          | <b>23</b>                            | 25            |                             |
| Capital Work in Progress               |          | <b>34</b>                            | 27            |                             |
| Intangible Assets under Development    |          | <b>6</b>                             | -             |                             |
|  |          | <b>4209</b>                          |               | 4485                        |
| Long Term Loans and Advances           | 12       | <b>547</b>                           |               | 152                         |
| <b>Current Assets</b>                  |          |                                      |               |                             |
| Inventories                            | 13       | <b>2220</b>                          | 1905          |                             |
| Trade Receivables                      | 14       | <b>2219</b>                          | 2444          |                             |
| Cash & Bank Balances                   | 15       | <b>276</b>                           | 264           |                             |
| Short Term Loans and Advances          | 16       | <b>149</b>                           | 173           |                             |
| Other Current Assets                   | 17       | <b>32</b>                            | -             |                             |
|  |          | <b>4896</b>                          |               | 4786                        |
| <b>Total</b>                           |          | <b>9652</b>                          |               | 9423                        |
| <b>Significant Accounting Policies</b> |          |                                      |               |                             |
| 35                                     |          |                                      |               |                             |

The accompanying Notes form integral part of the Accounts  
As per our report of even date attached

for **ALPS & CO.**  
Chartered Accountants

**S K Khetawat**  
Partner  
Membership No.051224  
Firm's ICAI Regn. No. 313132E

Kolkata  
Dated : 28th day of May, 2012

**MP Jhunjunwala**  
Chairman & Managing Director

**Rajiv Agarwal**  
DGM (Finance & Accounts)

**Suhita Mukhopadhyay**  
Company Secretary

**R K Sharma**

**V K Mushran**

**M G Todi**

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|  |          | (Rs.in lacs)                     |                                  |
|--|----------|----------------------------------|----------------------------------|
|  |          | For the year<br>ended 31st March | For the year<br>ended 31st March |
|  |          | 2012                             | 2011                             |
| INCOME   | Note No. |                                  |                                  |
| Revenue From Operations  | 18       | 19245                            | 16312                            |
| Other Income   | 19       | 205                              | 89                               |
| <b>Total Revenue (A)</b>   |          | <b>19450</b>                     | 16401                            |
| EXPENDITURE  |          |                                  |                                  |
| Cost of Materials Consumed   | 20       | 15040                            | 12837                            |
| Change in Inventories  | 21       | (372)                            | (573)                            |
| Employee Benefit Expenses  | 22       | 1046                             | 948                              |
| Finance Costs  | 23       | 750                              | 620                              |
| Depreciation & Amortization expense                                    | 11       | 413                              | 404                              |
| Other Expenses   | 24       | 2302                             | 2099                             |
| <b>Total Expenditure (B)</b>   |          | <b>19179</b>                     | 16335                            |
| <b>Profit before exceptional and extraordinary items and Tax (A-B)</b> |          | <b>271</b>                       | 66                               |
| Exceptional Items  |          | -                                | -                                |
| <b>Profit before extraordinary items and Tax</b>                       |          | <b>271</b>                       | 66                               |
| Extraordinary Items  |          | -                                | -                                |
| <b>PROFIT BEFORE TAX</b>   |          | <b>271</b>                       | 66                               |
| <b>Tax Expenses:</b>   |          |                                  |                                  |
| Current Tax  |          | (19)                             | (14)                             |
| Deferred Tax   |          | (31)                             | 5                                |
| Minimum Alternate Tax Credit Entitlement                               |          | 100                              | 27                               |
| Income Tax Adjustment for Earlier Years                                |          | (1)                              | (26)                             |
| <b>Profit/(Loss) for the Period</b>                                    |          | <b>320</b>                       | 58                               |
| Basic and Diluted Earning Per Share (Rs.)                              |          | 0.40                             | 0.07                             |
| Face Value of Equity Share (Rs.)                                       |          | 1.00                             | 1.00                             |
| <b>Significant Accounting Policies</b>                                 | 35       |                                  |                                  |

The accompanying Notes form integral part of the Accounts

As per our report of even date attached

for **ALPS & CO.**  
Chartered Accountants

**S K Khetawat**  
Partner  
Membership No.051224  
Firm's ICAI Regn. No. 313132E

Kolkata  
Dated : 28th day of May, 2012

**MP Jhunjunwala**  
Chairman & Managing Director

**Rajiv Agarwal**  
DGM (Finance & Accounts)

**Suhita Mukhopadhyay**  
Company Secretary

**R K Sharma**

**V K Mushran**

**M G Todi**

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## CASH FLOW STATEMENT

|  | (Rs.in lacs)                  |       |
|--|-------------------------------|-------|
|  | For the year ended 31st March |       |
|  | <b>2012</b>                   | 2011  |
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>            |                               |       |
| Profit before tax :                                      | <b>271</b>                    | 66    |
| Adjustment for :   |                               |       |
| Depreciation   | <b>413</b>                    | 404   |
| Provision for Doubtful Debts/Advance                     | <b>(2)</b>                    | 1     |
| Liabilities no Longer Payable written back               | <b>-</b>                      | (1)   |
| Exchange Fluctuation                                     | <b>(4)</b>                    | 7     |
|  | <b>407</b>                    | 411   |
| (Profit)/Loss on sale of fixed assets                    | <b>5</b>                      | 3     |
| Interest Paid  | <b>606</b>                    | 493   |
| Less : Interest Received                                 | <b>(24)</b>                   | (12)  |
|  | <b>582</b>                    | 481   |
| Operating Profit before working capital changes          | <b>1265</b>                   | 961   |
| Adjustment for :   |                               |       |
| Trade and other receivables                              | <b>13</b>                     | (850) |
| Inventories  | <b>(315)</b>                  | (510) |
| Trade payables and Provisions                            | <b>(393)</b>                  | 943   |
|  | <b>570</b>                    | 544   |
| Cash generated from operations                           | <b>(28)</b>                   | (49)  |
| Direct Taxes Paid  | <b>542</b>                    | 495   |
| <b>Net cash from operating activities</b>                | <b>542</b>                    | 495   |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>            |                               |       |
| Purchase of fixed assets (including capital advances)    | <b>(188)</b>                  | (394) |
| Sale/Adjustment of fixed assets                          | <b>6</b>                      | 4     |
| Interest received  | <b>24</b>                     | 12    |
|  | <b>(158)</b>                  | (378) |
| <b>Net cash (used in) investing activities</b>           | <b>(158)</b>                  | (378) |
| <b>C. CASH FLOW FROM FINANCIAL ACTIVITIES</b>            |                               |       |
| Proceeds from long term borrowings                       | <b>(591)</b>                  | (421) |
| Proceeds from short term borrowings                      | <b>831</b>                    | 834   |
| Interest paid  | <b>(606)</b>                  | (493) |
| Dividend Paid including dividend tax                     | <b>-</b>                      | (93)  |
| Capital Investment Subsidy                               | <b>35</b>                     | 14    |
| Subsidy Receivable                                       | <b>(35)</b>                   | (14)  |
|  | <b>(366)</b>                  | (173) |
| <b>Net cash (used in) financing activities</b>           | <b>(366)</b>                  | (173) |
| <b>NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)</b> | <b>18</b>                     | (56)  |
| Cash and cash equivalents opening balance:               |                               |       |
| Cash and bank balance                                    | <b>30</b>                     | 86    |
| Cash and cash equivalents closing balance:               |                               |       |
| Cash and bank balance                                    | <b>48</b>                     | 30    |
| As per our report of even date attached                  |                               |       |

for **ALPS & CO.**  
Chartered Accountants

**S K Khetawat**  
Partner  
Membership No.051224  
Firm's ICAI Regn. No. 313132E

Kolkata  
Dated : 28th day of May, 2012

**MP Jhunjunwala**  
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**Rajiv Agarwal**  
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**M G Todi**

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## Note 1

|  | (Rs. in lacs)                        |                                      |
|--|--------------------------------------|--------------------------------------|
|  | <u>As At<br/>31st March<br/>2012</u> | <u>As At<br/>31st March<br/>2011</u> |
| <b>SHARE CAPITAL<br/>AUTHORISED</b>                |                                      |                                      |
| 12,00,00,000 Equity Shares of 1/- each             | <u>1200</u>                          | <u>1200</u>                          |
|  | <u>1200</u>                          | <u>1200</u>                          |
| <b>ISSUED, SUBSCRIBED &amp; PAID UP</b>            |                                      |                                      |
| 80,000,000 Equity Shares of 1/- each fully paid up | <u>800</u>                           | <u>800</u>                           |
|  | <u>800</u>                           | <u>800</u>                           |

a. Terms / Rights attached to Equity Shares :

The Company has only equity shares having a par value of Re.1/- per share. Each holder of Equity Shares is entitled to one vote per share and the dividend, if proposed by the Board of Directors and approved by the Shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of Equity Shares shall be entitled to receive proportionately, any of the remaining assets of the Company after distribution of all preferential amounts.

b. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period :

The Company has neither issued nor bought back any shares during the financial year under review, hence there is no change in number of shares outstanding at the beginning and end of the year.

c. The Company is not a Subsidiary Company.

d. The Company has neither issued any Bonus Shares nor allot any shares pursuant to contract without payment received in cash nor bought back any shares during the financial year and in immediately preceding five financial years.

e. Details of Shareholders holding more than 5% Shares in the Company :

|                               | <u>As at<br/>31.03.2012</u> |               | <u>As at<br/>31.03.2011</u> |               |
|-------------------------------|-----------------------------|---------------|-----------------------------|---------------|
|                               | <u>% of Holding</u>         | <u>Number</u> | <u>% of Holding</u>         | <u>Number</u> |
| Century Aluminium Mfg. Co Ltd | 16.23                       | 12,984,701    | 16.23                       | 12,984,701    |
| Vintage Securities Ltd        | 8.36                        | 6,688,831     | 8.36                        | 6,688,831     |
| Vintage Capital Markets Ltd   | 7.41                        | 5,930,125     | 7.41                        | 5,930,125     |
| Madhab Prasad Jhunjunwala     | 7.04                        | 5,633,934     | 7.04                        | 5,633,934     |
| Jeco Exports and Finance Ltd  | 6.04                        | 4,830,225     | 6.04                        | 4,830,225     |

f. There are no Shares reserved for issue under options.

g. There is no Convertible Securities outstanding at the end of the reporting period.

**Note 2**

|  | (Rs. in lacs)               |                             |
|--|-----------------------------|-----------------------------|
|  | As At<br>31st March<br>2012 | As At<br>31st March<br>2011 |
| <b>RESERVES &amp; SURPLUS</b>                                |                             |                             |
| <b>Securities Premium Account</b>                            |                             |                             |
| Balance as at Beginning of the Year                          | 990                         | 990                         |
| Balance as at end of the Year                                | <u>990</u>                  | <u>990</u>                  |
| <b>Capital Investment Subsidy</b>                            |                             |                             |
| Balance as at Beginning of the Year                          | 14                          | -                           |
| Addition during the Year                                     | 35                          | 14                          |
| Balance as at end of the Year                                | <u>49</u>                   | <u>14</u>                   |
| <b>Surplus/(Deficit) in the Statement of Profit and Loss</b> |                             |                             |
| Balance as at Beginning of the Year                          | 1433                        | 1375                        |
| Profit for the Year  | 320                         | 58                          |
| Balance as at end of the Year                                | <u>1753</u>                 | <u>1433</u>                 |
|  | <u>2792</u>                 | <u>2437</u>                 |

**Note 3**
**LONG TERM BORROWINGS**
**Secured**

|   |     |     |
|---|-----|-----|
| Term Loan from Banks                      | 675 | 975 |
| Vehicles Loan from Banks                  | 11  | 12  |
| Term Loans from Government of West Bengal | 396 | 536 |

**Unsecured**

|                    |            |             |
|--------------------|------------|-------------|
| Deferred Sales Tax | 29         | 105         |
|                    | <u>111</u> | <u>1628</u> |

**3.1 Term Loan from Banks referred above to the extent of :**

- a. Rs. 900 lacs includes Rs. 225 lacs shown in Current maturities of Long Term Borrowings ( refer note no. 9) from State Bank of India is secured by exclusive first charge over fixed assets created out of this term loan and second charge on the current assets of the company. Further, the loan has been guaranteed by the personal guarantee of the Chairman & Managing Director and one other Director of the Company.
 

Repayable in 20 quarterly installments of Rs. 75 Lacs each, commencing from July, 2010. Last installment due in April 2015. Rate of interest 14.25% p.a. as at year end.
- b. (i) Rs. 6 lacs includes Rs. 6 lacs shown in Current maturities of Long Term Borrowings ( refer note no. 9) from Axis Bank is secured by exclusive first charge over fixed assets created out of this term loan and Pari passu second charge on the entire current assets of the company both present and future, Further, the loan has been guaranteed by the personal guarantee of the Chairman & Managing Director and one other Director of the Company.
 

Repayable in 12 quarterly installments, First 11 Installments of Rs. 17 Lacs each, commencing from July, 2012. Last installment of Rs. 17 Lacs due in April 2013. Rate of interest 14.25% p.a. as at year end.
- b. (ii) Balance sanctioned amount of Term loan from Axis Bank is availed/ utilised in the financial year 2012-2013.



### 3.2 Vehicle Loan from Banks referred above to the extent of :

- |   |  |
|---|--|
| <p>a. Rs.Nil lac (Rs.7711/-) includes Rs. Nil lac (Rs. 7711/-) shown in Current maturities of Long Term Borrowings ( refer note no. 9) from ICICI Bank is secured by hypothecation of vehicle purchased out of the said loan.</p> | <p>Repayable in 60 equated monthly installments of Rs. Nil Lac (Rs. 7711/-) each, commencing from June, 2007.Last installment due in April 2012. Rate of interest 12.89% p.a. as at year end.</p>        |
| <p>b. Rs.1 lac includes Rs. 1 lac shown in Current maturities of Long Term Borrowings ( refer note no. 9) from HDFC Bank is secured by hypothecation of vehicle purchased out of the said loan.</p>                               | <p>Repayable in 59 equated monthly installments of Rs. Nil lac (Rs.7039) each, commencing from November, 2008. Last installment due in September 2013. Rate of interest 13.85% p.a. as at year end.</p>  |
| <p>c. Rs.4 lacs includes Rs. 4 lacs shown in Current maturities of Long Term Borrowings ( refer note no. 9) from State Bank of India are secured by hypothecation of vehicle purchased out of the said loan.</p>                  | <p>Repayable in 48 equated monthly installments of Rs. Nil Lac (Rs. 43,144) each, commencing from February, 2009. Last installment due in January 2013. Rate of interest 14.25% p.a. as at year end.</p> |
| <p>d. Rs.2 lacs includes Rs. 1 lac shown in Current maturities of Long Term Borrowings ( refer note no. 9) from State Bank of India are secured by hypothecation of vehicle purchased out of the said loan.</p>                   | <p>Repayable in 48 equated monthly installments of Rs. Nil lac (Rs. 9122) each, commencing from May, 2009. Last installment due in April 2013. Rate of interest 14.25% p.a. as at year end.</p>          |
| <p>e. Rs.6 lacs includes Rs. 2 lac shown in Current maturities of Long Term Borrowings ( refer note no. 9) from Axis Bank are secured by hypothecation of vehicle purchased out of the said loan.</p>                             | <p>Repayable in 60 equated monthly installments of Rs. Nil Lac (Rs. 17038) each, commencing from May, 2011. Last installment due in April 2016. Rate of interest 10.59% p.a. as at year end.</p>         |
| <p>f. Rs.7 Lacs includes Rs. 1 lac shown in Current maturities of Long Term Borrowings ( refer note no. 9) from Axis Bank are secured by hypothecation of vehicle purchased out of the said loan.</p>                             | <p>Repayable in 60 equated monthly installments of Rs. Nil Lac (Rs. 22876) each, commencing from December,2009. Last installment due in November 2014. Rate of interest 9.00% p.a. as at year end.</p>   |

### 3.3 Term Loan from Government of West Bengal referred above to the extent of :

- |   |  |
|---|--|
| <p>a. Rs.60 lacs includes Rs. 20 lacs shown in Current maturities of Long Term Borrowings ( refer note no. 9) from Govt. of West Bengal is secured by first mortgage on all the immovable properties and a first charge by way of hypothecation of plant &amp; machinery of the Company, both present and future, (except the fixed assets created out of the term loan from State Bank of India on which the bank has exclusive first charge and the other consortium banks along with Government of West Bengal have pari passu second charge) situated at Company factory at Kharagpur in West Bengal, ranking pari passu with fund and non fund Credit Limits which the Company has availed from State Bank of India and Axis Bank Ltd.</p> | <p>Repayable in 5 Yearly installments of Rs. 20 Lacs each,commencing from July, 2010. Last installment due in July 2014. Rate of Interest 8.75% less 2% per annum rebate for timely repayment.</p>         |
| <p>b. Rs.240 lacs includes Rs. 80 lacs shown in Current maturities of Long Term Borrowings ( refer note no. 9) from Govt. of West Bengal is secured by first mortgage on all the immovable properties and a first charge by way of hypothecation of plant &amp; machinery of the Company, both present and future, (except the fixed assets created</p>   | <p>Repayable in 5 Yearly installments of Rs. 80 Lacs each,commencing from November, 2010. Last installment due in November 2014. Rate of Interest 8.75% less 2% per annum rebate for timely repayment.</p> |

out of the term loan from State Bank of India on which the bank has exclusive first charge and the other consortium banks along with Government of West Bengal have pari passu second charge) situated at Company factory at Kharagpur in West Bengal, ranking pari passu with fund and non fund Credit Limits which the Company has availed from State Bank of India and Axis Bank Ltd.

### 3.4 Sales Tax Loan from Government of West Bengal referred above to the extent of :

- a. Rs.236 lacs includes Rs. 39 lacs shown in Current maturities of Long Term Borrowings ( refer note no. 9) from Govt. of West Bengal is secured by way of residuary charge on all fixed assets of the Company, both present and future, situated at Company's factory at Kharagpur in West Bengal. Repayable in 8 Yearly installments installments of Rs. 39 Lacs each, commencing from March, 2011. Last installment due in March 2018. Rate of Interest 8.75% less 2% per annum rebate for timely repayment.

- 3.5 Rs. 105 lacs includes Rs. 79 lacs shown in Current maturities of Long Term Borrowings ( refer note no. 9) Deferred Sales Tax is interest free and has been received by the Company under the West Bengal Incentive Schemes,1993. The scheme is eligible for deferment of payment of sales tax for 8 years commencement from May,2005.Last installment due in May,2013.

#### Note 4

##### DEFERRED TAX LIABILITIES (NET)

###### Deferred Tax Liabilities

On Timing Differences on Depreciation

**313**

279

###### Deferred Tax Assets

On Unabsorbed Loses

**49**

45

On Other Timing Differences

**53**

54

**102**

99

**211**

180

#### Note 5

##### OTHER LONG TERM LIABILITIES

Other Payables

**4**

3

**4**

3

#### Note 6

##### LONG TERM PROVISIONS

###### Provision for Employee Benefits

Provision for Leave Encashments (Refer Note No.25)

**44**

49

**44**

49

#### Note 7

##### SHORT TERM BORROWINGS

###### Secured

###### Loan Repayment on Demand :

Working Capital Loan

**1058**

716

Buyers Credit

-

57

Channel Financing

**484**

485

Foreign Currency Loan

**409**

324

###### Unsecured

Loans from Bodies Corporate

**462**

-

**2413**

1582

- a. Working Capital Loan from Banks are secured - i) By first mortgage on all the immovable properties and a first charge by way of hypothecation of plant & machinery of the Company, both present and future, (except the fixed assets created out of the term loan on which the lender has exclusive first charge and the other consortium banks along with Govt. of West Bengal have pari passu second charge situated at Company's factory at Kharagpur in West Bengal). ii) By first charge by hypothecation of stocks, receivables and other current assets. iii) By personal guarantees of the Chairman & Managing Director and one other Director of the Company.
- b. Buyers Credit arrangement which is funded by the Bank's overseas branches is secured by local branch of Bank issuing the letter of comfort by blocking Letter of credit facility to that extent.
- c. Channel Financing from ICICI Bank Ltd. is secured against pledge of fixed deposit to the extent of 15% of sanctioned limit. It is further secured by personal guarantee of the Chairman & Managing Director and one other director of the Company.

**Note 8****TRADE PAYABLES**

|                                    |                    |             |
|------------------------------------|--------------------|-------------|
| Trade Payables                     | <b>1048</b>        | 1541        |
| MSME parties ( refer note no. 33 ) | <b>1</b>           | 3           |
|                                    | <b><u>1049</u></b> | <u>1544</u> |

**Note 9****OTHER CURRENT LIABILITIES**

|   |                    |             |
|---|--------------------|-------------|
| Current maturities of Long-term borrowings<br>(Refer Note No.3.1 to 3.5 for Terms & Conditions) | <b>456</b>         | 530         |
| Interest Accrued but not due on borrowings  | <b>30</b>          | 35          |
| Unpaid Dividend Accounts  | <b>4</b>           | 4           |
| Unpaid Right Issue Account<br>(Current Year Rs.22198,Previous Year Rs.35092)                    | <b>-</b>           | -           |
| Deposits from Dealers etc.  | <b>46</b>          | 67          |
| Advance against Sales   | <b>96</b>          | 71          |
| Statutory Dues  | <b>32</b>          | 28          |
| Other Payables  | <b>454</b>         | 374         |
|   | <b><u>1118</u></b> | <u>1109</u> |

**Note 10****SHORT TERM PROVISIONS****Provision for Employee Benefits :**

|  |                   |           |
|--|-------------------|-----------|
| Provision for Gratuity (Refer Note No. 25) | <b>110</b>        | 91        |
|  | <b><u>110</u></b> | <u>91</u> |

**Note 11**

(Rs. In lacs)

**Fixed Assets 31-Mar-12**

| DESCRIPTION                                    | GROSS BLOCK      |          |                  | DEPRECIATION / AMORTIZATION |                  |              | NET BLOCK        |                  |                  |                  |
|--|------------------|----------|------------------|-----------------------------|------------------|--------------|------------------|------------------|------------------|------------------|
|  | As on 01.04.2011 | Addition | Sale/ Adjustment | As at 31.03.2012            | Up to 01.04.2011 | For the Year | Sale/ Adjustment | Up to 31.03.2012 | As at 31.03.2012 | As at 31.03.2011 |
| <b>I. TANGIBLE ASSETS</b>                      |                  |          |                  |                             |                  |              |                  |                  |                  |                  |
| Leasehold Land (Inclusive of site Development) | 141              | 5        | -                | 146                         | -                | -            | -                | -                | 146              | 141              |
| Building                                       | 1,014            | 32       | -                | 1,046                       | 277              | 33           | -                | 310              | 736              | 737              |
| Plant & Machinery                              | 4,804            | 72       | 36               | 4,840                       | 1,647            | 342          | 34               | 1,955            | 2,885            | 3,157            |
| Electric Installtions                          | 405              | -        | -                | 405                         | 123              | 15           | -                | 138              | 267              | 282              |
| Vehicles                                       | 93               | 15       | 17               | 91                          | 30               | 9            | 8                | 31               | 60               | 63               |
| Furniture & Fittings                           | 72               | 3        | -                | 75                          | 51               | 2            | -                | 53               | 22               | 21               |
| Office Equipments                              | 99               | 5        | 5                | 99                          | 67               | 7            | 5                | 69               | 30               | 32               |
| <b>Total</b>                                   | 6,628            | 132      | 58               | 6,702                       | 2,195            | 408          | 47               | 2,556            | 4,146            | 4,433            |
| Previous Year                                  | 6,269            | 379      | 20               | 6,628                       | 1,809            | 399          | 13               | 2,195            | -                | -                |
| Capital Work-in-Progress                       |                  |          |                  |                             |                  |              |                  |                  | 34               | 27               |
| <b>II. INTANGIBLE ASSETS</b>                   |                  |          |                  |                             |                  |              |                  |                  |                  |                  |
| Computer Software                              | 53               | 3        | -                | 56                          | 28               | 5            | -                | 33               | 23               | 25               |
| <b>Total</b>                                   | 53               | 3        | -                | 56                          | 28               | 5            | -                | 33               | 23               | 25               |
| Previous Year                                  | 53               | -        | -                | 53                          | 23               | 5            | -                | 28               | -                | -                |
| Intangible Assets under Development            |                  |          |                  |                             |                  |              |                  |                  | 6                |                  |

**Note :**

- The lease period of a part comprising 0.33 acres (Previous year 1.37 acres) of the company's factory land out of the total land area of 7.3171 acres at Kharagpur has expired and is pending renewal from West Bengal Industrial Infrastructure Development Corporation Ltd. (WBIIIDC). The lease renewal is in process.
- Leasehold Land includes Rs.134 lacs (Previous Year Rs.129 lacs) in respect of which Registration is pending.

|  | As at<br>31st March<br>2012 | As At<br>31st March<br>2011 |
|--|-----------------------------|-----------------------------|
| (Rs. in lacs)  |                             |                             |
| <b>Note 12</b>   |                             |                             |
| <b>LONG TERM LOANS AND ADVANCES</b>  |                             |                             |
| <b>Unsecured, considered good</b>  |                             |                             |
| Capital Advances   | 47                          | 7                           |
| Security Deposit   | 42                          | 39                          |
| Advance Income Tax (Net of Provision for Tax)  | 116                         | 8                           |
| Other Loans & Advances   | 342                         | 98                          |
|  | <u>547</u>                  | <u>152</u>                  |
| <b>12.1 Security Deposit includes</b>  |                             |                             |
| Due from Private Company in which relative of two directors is interested as director. | 35                          | 35                          |
|  | <u>35</u>                   | <u>35</u>                   |
| <b>Note 13</b>   |                             |                             |
| <b>INVENTORIES</b>   |                             |                             |
| Raw Materials  | 98                          | 135                         |
| Work-in-Progress   | 1461                        | 1242                        |
| Finished Goods   | 335                         | 182                         |
| Stores & Spare Parts   | 326                         | 346                         |
|  | <u>2220</u>                 | <u>1905</u>                 |
| <b>Note 14</b>   |                             |                             |
| <b>TRADE RECEIVABLES</b>   |                             |                             |
| <b>Unsecured</b>   |                             |                             |
| Over six months ( Considered Good )  | 31                          | 41                          |
| Doubtful   | 2                           | 10                          |
|  | <u>33</u>                   | <u>51</u>                   |
| Less : Provision for Doubtful Debts  | 2                           | 10                          |
|  | <u>31</u>                   | <u>41</u>                   |
| Other Receivables ( Considered Good )  | 2188                        | 2403                        |
|  | <u>2188</u>                 | <u>2403</u>                 |
|  | <u>2219</u>                 | <u>2444</u>                 |
| <b>14.1 Private Company in which directors is interested as directors</b>              | 40                          | 20                          |
|  | <u>40</u>                   | <u>20</u>                   |

|   | (Rs. in lacs)               |                             |
|---|-----------------------------|-----------------------------|
|   | As at<br>31st March<br>2012 | As At<br>31st March<br>2011 |
| <b>Note 15</b>                                  |                             |                             |
| <b>CASH AND BANK BALANCES</b>                   |                             |                             |
| Cash and Cash Equivalents                       |                             |                             |
| <b>Balance with Banks in</b>                    |                             |                             |
| Current Account                                 | 42                          | 27                          |
| Cash in Hand                                    | 6                           | 3                           |
| <b>Other Bank Balances</b>                      |                             |                             |
| Fixed Deposit                                   | 224                         | 230                         |
| On Unpaid Dividend Account                      | 4                           | 4                           |
| On Unpaid Right Issue Account                   | -                           | -                           |
|   | <b>276</b>                  | <b>264</b>                  |
| (Current Year Rs.22198, Previous Year Rs.35092) |                             |                             |

**15.1** Fixed Deposit Rs.223 lacs is pledged with Banks as Margin Money

**15.2** Fixed Deposit Rs.1 lac is deposited with customers as security.

**Note 16**
**SHORT TERM LOANS AND ADVANCES**

(Unsecured)

|  |            |            |
|--|------------|------------|
| Deposits (Considered good)                             | 37         | 37         |
| Doubtful   | 5          | 6          |
|  | <b>42</b>  | <b>43</b>  |
| Less : Provision for doubtful deposits                 | 5          | 6          |
|  | <b>37</b>  | <b>37</b>  |
| Debit Balance in Trade Payable (Considered good)       | 39         | 51         |
| Balance with Government Authorities ( Considered good) | 26         | 40         |
| Others (Considered good)                               | 47         | 45         |
|  | <b>149</b> | <b>173</b> |

**16.1 Other Loans and Advances includes:**

|                                    |          |          |
|------------------------------------|----------|----------|
| Due from an officer of the Company | -        | 4        |
| (Current Year Rs. 22500/-)         | <b>-</b> | <b>4</b> |

**Note 17**
**OTHER CURRENT ASSETS**

|   |           |          |
|---|-----------|----------|
| Unamortized Premium on Forward contracts. | 32        | -        |
|   | <b>32</b> | <b>-</b> |

|                                 | (Rs. in lacs)                            |  |
|---------------------------------|--|--|
|                                 | For the year<br>ended<br>31st March 2012 | For the year<br>ended<br>31st March 2011 |
| <b>Note 18</b>                  |  |  |
| <b>REVENUE FROM OPERATIONS</b>  |  |  |
| Sale of Products                |  |  |
| Manufacturing Sales             | <u>21192</u>                             | <u>17961</u>                             |
| Revenue from Operations (Gross) | 21192                                    | 17961                                    |
| Less : Excise Duty              | 1947                                     | 1649                                     |
| Revenue from Operations (Net)   | <u>19245</u>                             | <u>16312</u>                             |

|                                    | (Rs. in lacs)   |                      |                      |
|------------------------------------|-----------------|----------------------|----------------------|
|                                    | Sales Value     | Closing<br>Inventory | Opening<br>Inventory |
| <b>18.1 Particulars</b>            |                 |                      |                      |
| <b>Manufactured Finished Goods</b> |                 |                      |                      |
| Aluminum Extrusions                | 20,491          | 335                  | 182                  |
|                                    | (17,587)        |                      |                      |
| Power T & D Hardware               | 400             | -                    | -                    |
|                                    | (216)           | -                    | -                    |
| Others                             | 301             | -                    | -                    |
|                                    | (158)           | -                    | -                    |
|                                    | <u>21,192</u>   | <u>335</u>           | <u>182</u>           |
|                                    | <u>(17,961)</u> |                      |                      |

**18.2** Figures in brackets represent previous year figure.

|   |            |           |
|---|------------|-----------|
| <b>Note 19</b>  |            |           |
| <b>OTHER INCOME</b>   |            |           |
| Interest Income on Bank Deposit   | 24         | 12        |
| Net Gain/Loss on sale of Current Investments<br>(Current Year Rs.Nil, Previous Year Rs.510) | -          | -         |
| Doubtful Advance/Debts Written Back   | 2          | -         |
| Other Non-Operating Income  |            |           |
| Miscellaneous Income  | 4          | 6         |
| Rent Received   | 1          | 1         |
| Industrial Promotion Assistance   | 174        | 70        |
|   | <u>205</u> | <u>89</u> |

|                                   |              |              |
|-----------------------------------|--------------|--------------|
| <b>Note 20</b>                    |              |              |
| <b>COST OF MATERIALS CONSUMED</b> |              |              |
| Raw Material Consumed             |              |              |
| Aluminium Ingots, Billets         | 14491        | 12271        |
| Others                            | 549          | 566          |
|                                   | <u>15040</u> | <u>12837</u> |

**Imported and Indigenous Raw Materials Consumed :**

|            | Year ended<br>31st March, 2012 |              | Year ended<br>31st March, 2011 |              |
|------------|--------------------------------|--------------|--------------------------------|--------------|
|            | %                              | Rs.          | %                              | Rs.          |
| Imported   | 2                              | 243          | 1                              | 173          |
| Indigenous | 98                             | 14797        | 99                             | 12664        |
|            | <u>100</u>                     | <u>15040</u> | <u>100</u>                     | <u>12837</u> |

(Rs. in lacs)

|  | For the year<br>ended<br>31st March 2012 | For the year<br>ended<br>31st March 2011 |
|--|--|--|
|--|--|--|

**Note 21**
**CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK IN TRADE**
**Inventories at the beginning of the year**

|                  |      |     |
|------------------|------|-----|
| Work in Progress | 1242 | 681 |
| Finished Goods   | 182  | 170 |
|                  | 1424 | 851 |

**Inventories at the end of the year**

|                  |      |      |
|------------------|------|------|
| Work in Progress | 1461 | 1242 |
| Finished Goods   | 335  | 182  |
|                  | 1796 | 1424 |
|                  | 372  | 573  |

**Note 22**
**EMPLOYEES BENEFIT EXPENSES**

|  |      |     |
|--|------|-----|
| Salaries and Wages   | 869  | 784 |
| Contribution to Gratuity Fund, Provident Fund and Other Fund | 124  | 114 |
| Managing Director's Remuneration                             | 32   | 32  |
| Staff Welfare Expenses                                       | 21   | 18  |
|  | 1046 | 948 |

**Note 23**
**FINANCE COSTS**

|                              |     |     |
|------------------------------|-----|-----|
| Interest Expenses            | 606 | 493 |
| Bank Charges                 | 106 | 94  |
| Other Borrowing Costs        |     |     |
| Foreign Exchange Fluctuation | 20  | 12  |
| Cash Discount (net)          | 18  | 21  |
|                              | 750 | 620 |

**Note 24**
**OTHER EXPENSES**

|                                      |      |      |
|--------------------------------------|------|------|
| Consumption of Stores & Spares Parts | 133  | 192  |
| Power & Fuel                         | 1141 | 1000 |
| Packing Expenses                     | 195  | 165  |
| Freight & Forwarding Charges         | 307  | 270  |
| Rent                                 | 31   | 27   |
| Rates & Taxes                        | 27   | 11   |
| Insurance                            | 12   | 11   |
| Repairs & Maintenance                |      |      |
| Building                             | 21   | 19   |
| Plant and Machinery                  | 106  | 146  |
| Miscellaneous Expenses               | 324  | 255  |
| Loss on sale/discard of Fixed Assets | 5    | 3    |
|                                      | 2302 | 2099 |



**24.1 Value of Stores, Spare Parts and Components Consumed :**

|            | Year ended<br>31st March, 2012 |            | Year ended<br>31st March, 2011 |            |
|------------|--------------------------------|------------|--------------------------------|------------|
|            | %                              | Rs.        | %                              | Rs.        |
| Imported   | 34                             | 45         | 46                             | 90         |
| Indigenous | 66                             | 88         | 54                             | 102        |
|            | <u>100</u>                     | <u>133</u> | <u>100</u>                     | <u>192</u> |

**24.2 Details of payment to Auditor :**

|                                      |          |          |
|--------------------------------------|----------|----------|
| Audit Fees (Statutory and Tax Audit) | 2        | 2        |
| Other Services                       | 1        | 1        |
|                                      | <u>3</u> | <u>3</u> |

**Note 25****EMPLOYEE BENEFITS**

Employee Benefits have been provided as per provisions of Revised Accounting Standard 15 (AS15).

**Defined Contribution Plan**

Contribution to Defined Contribution Plan, recognized as expenses for the year are as under:

|   | Rs. in Lacs<br>As at 31.03.2012 | Rs. in Lacs<br>As at 31.03.2011 |
|---|---------------------------------|---------------------------------|
| Employer's Contribution to Provident Fund | 33                              | 31                              |
| Employer's Contribution to Pension Fund   | 27                              | 24                              |
|   | <u>60</u>                       | <u>55</u>                       |

The Company contributes 12% of salary of all eligible employees towards Provident Fund managed by the Central Government.

**Defined Benefit Plan**

The Century Extrusions Employee's Gratuity Fund managed by a Trust is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognized in the same manner as gratuity.

**I. Reconciliation of opening and closing balances of Defined Benefit obligation****Leave Encashment (Unfunded)**

|   |      |     |
|---|------|-----|
| Defined Benefit obligation at beginning of the year | 49   | 46  |
| Current Service Cost                                | 2    | 5   |
| Interest Cost                                       | 4    | 4   |
| Actuarial - gain (-) / loss (+) (P.y. Rs. 356/-)    | 1    | -   |
| Benefits paid                                       | (12) | (5) |
| Defined Benefit obligation at year end              | 44   | 49  |

**Gratuity (Funded)**

|   |     |     |
|---|-----|-----|
| Defined Benefit obligation at beginning of the year | 219 | 182 |
| Current Service Cost                                | 16  | 16  |
| Interest Cost                                       | 18  | 16  |

|  | (Rs. in lacs)                            |  |
|--|--|--|
|  | For the year<br>ended<br>31st March 2012 | For the year<br>ended<br>31st March 2011 |
| Actuarial - gain (-) / loss (+)        | 14                                       | 10                                       |
| Benefits paid                          | (37)                                     | (5)                                      |
| Defined Benefit obligation at year end | 230                                      | 219                                      |

**II. Reconciliation of opening and closing balances of fair value of plan assets**
**Gratuity (Funded)**

|  |      |     |
|--|------|-----|
| Fair value of plan assets at beginning of the year | 128  | 120 |
| Employer contribution                              | 17   | 2   |
| Benefits paid                                      | (37) | (5) |
| Expected return on plan assets                     | 10   | 10  |
| Actuarial Gain/(Loss) on plan Assets               | 2    | 1   |
| Fair value of plan assets at year end              | 120  | 128 |

**III. Reconciliation of fair value of assets and obligations**
**Leave Encashment (Unfunded)**

|                                    |    |    |
|------------------------------------|----|----|
| Fair value of plan assets          | -  | -  |
| Present value of obligation        | 44 | 49 |
| Amount recognized in Balance Sheet | 44 | 49 |

**Gratuity (Funded)**

|                                    |     |     |
|------------------------------------|-----|-----|
| Fair value of plan assets          | 120 | 128 |
| Present value of obligation        | 230 | 219 |
| Amount recognized in Balance Sheet | 110 | 91  |

**IV. Expense recognized during the year**
**Gratuity (Funded)**

|                                     |      |      |
|-------------------------------------|------|------|
| Current Service Cost                | 16   | 16   |
| Interest Cost                       | 18   | 16   |
| Expected Return on Plan Assets      | (10) | (10) |
| Net Actuarial – gain (-) / loss (+) | 12   | 9    |
| Recognized during the year          | 36   | 31   |
| Actual Return on Plan Assets        | 12   | 11   |

**Leave encashment (Unfunded)**

|  |   |   |
|--|---|---|
| Current Service Cost                               | 2 | 5 |
| Interest Cost                                      | 4 | 4 |
| Expected Return on Plan Assets                     | - | - |
| Net Actuarial – gain (-) / loss (+) (P.Y. Rs. 356) | 1 | - |
| Recognized during the year                         | 7 | 9 |
| Actual Return on Plan Assets                       | - | - |

## V. Investment Details

Entire funded amount is invested in Group Gratuity Scheme of Life Insurance Corporation of India

### VI. Actuarial assumptions (year 2011-12)

|   | <b>Gratuity<br/>(funded)</b> | <b>Leave encashment<br/>(Unfunded)</b> |
|---|------------------------------|--|
|   | <b>1994-96(Ultimate)</b>     | <b>1994-96(Ultimate)</b>               |
| Mortality Table (LIC)                         |                              |  |
| Discount rate (per annum)                     | <b>8.00%</b>                 | 8.00%                                  |
| Expected rate of return on plan assets (p.a.) | <b>8.00%</b>                 | N.A.                                   |
| Rate of escalation in salary (p.a.)           | <b>5.00%</b>                 | 5.00%                                  |

### VI. Actuarial assumptions (year 2010-11)

|   | <b>Gratuity<br/>(funded)</b> | <b>Leave encashment<br/>(Unfunded)</b> |
|---|------------------------------|--|
|   | <b>1994-96(Ultimate)</b>     | <b>1994-96(Ultimate)</b>               |
| Mortality Table (LIC)                         |                              |  |
| Discount rate (per annum)                     | <b>8.00%</b>                 | 8.00%                                  |
| Expected rate of return on plan assets (p.a.) | <b>8.00%</b>                 | N.A.                                   |
| Rate of escalation in salary (p.a.)           | <b>5.00%</b>                 | 5.00%                                  |

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by an Actuary.

The expected rate of return on plan assets is determined considering several applicable factors mainly, the composition of plan assets held, assessed risks, historical results of return on plan assets and the Company's policy for plan assets management.

## Note 26

### SEGMENT REPORTING

The Company has two business segments i.e. manufacturing of Aluminium Extruded products and manufacturing of Transmission and Distribution Line Hardware. However, the Company does not fall under any of the criteria laid down under AS -17 and hence segment reporting is not applicable.

## Note 27

### RELATED PARTY DISCLOSURES

#### a) Names of related parties and related party transactions

| <b>Name of Related Party</b>     | <b>Relationship</b>  |
|----------------------------------|----------------------|
| Century Aluminium Mfg. Co. Ltd   | : Associated Concern |
| Vintage Capital Markets Ltd      | : Associated Concern |
| Paramsukh Properties Pvt. Ltd    | : Associated Concern |
| Jeco Exports and Finance Ltd     | : Associated Concern |
| CAMCO Multi Metal Ltd            | : Associated Concern |
| Alfa Aluminium ( P ) Ltd         | : Associated Concern |
| Vintage Securities Ltd           | : Associated Concern |
| Kutir Udyog Kendra ( India ) Ltd | : Associated Concern |

**b) Key Management Personnel & their relatives**

|  |  |
|--|--|
| <b>i) Shri M.P. Jhunjhunwala</b>                 | <b>: Chairman &amp; Managing Director</b>                      |
| Relatives of Shri M.P. Jhunjhunwala:             |  |
| Smt. Sita Devi Jhunjhunwala                      | : Wife   |
| Shri Vikram Jhunjhunwala                         | : Son  |
| Smt. Saroj Saraf                                 | : Daughter   |
| Smt. Shashi Khaitan                              | : Daughter   |
| Smt. Sarita Modi                                 | : Daughter   |
| <br>   |  |
| <b>ii) Shri Kailash Baheti (Upto 17.10.2011)</b> | <b>: Chief Executive Officer &amp; Chief Financial Officer</b> |
| Relatives of Shri Kailash Baheti                 |  |
| Shri Shankar Lal Baheti                          | : Father   |
| Smt. Bimla Devi Baheti                           | : Mother   |
| Smt. Shashi Baheti                               | : Wife   |
| Ms. Ankita Baheti                                | : Daughter   |
| Ms. Apoorva Baheti                               | : Daughter   |
| <br>   |  |
| <b>iii) Shri J.K. Malpani</b>                    | <b>: President</b>   |
| Relatives of Shri J.K. Malpani                   |  |
| Smt. Deepa Malpani                               | : Wife   |
| Ms. Shikha Malpani                               | : Daughter   |

**c) Disclosure of related party transactions**
**Current Year ( 2011-2012 )**

Nature of relationship/ transactions

|  | Associated<br>Concern | Key Management<br>Personnel | Rs. In lacs<br>Relatives of<br>Key Management<br>Personnel |
|--|-----------------------|-----------------------------|--|
| Purchase of Goods                            | 272                   | -                           | -  |
| Sale of Goods                                | 378                   | -                           | -  |
| Rent Paid                                    | 18                    | -                           | -  |
| Sales of Fixed Assets                        | 7                     | -                           | -  |
| Purchase of Fixed Assets                     | 5                     | -                           | -  |
| MD Remuneration                              | -                     | 35                          | -  |
| Remuneration to CEO & CFO ( Upto 17.10.2011) | -                     | 71                          | -  |
| Remuneration to President                    | -                     | 34                          | -  |
| Directors Sitting Fees ( Rs. 32500/- )       | -                     | -                           | -  |
| Advances Repaid                              | -                     | 4                           | -  |

Previous Year (2010-2011)

Nature of relationship/ transactions

|                           | Associated Concern | Key Management Personnel | Rs. In lacs<br>Relatives of Key Management Personnel |
|---------------------------|--------------------|--------------------------|--|
| Purchase of Goods         | 198                | -                        | -  |
| Sale of Goods             | 351                | -                        | -  |
| Rent Paid                 | 16                 | -                        | -  |
| Rent Received             | 66                 | -                        | -  |
| Sale of Fixed Assets      | 1                  | -                        | -  |
| Purchase of Fixed Assets  | 1                  | -                        | -  |
| MD Remuneration           | -                  | 35                       | -  |
| Remuneration to CEO & CFO | -                  | 53                       | -  |
| Remuneration to President | -                  | 32                       | -  |
| Directors Sitting Fees    | -                  | -                        | 1  |
| Advances Taken            | -                  | 5                        | -  |
| Advances Repaid           | -                  | 1                        | -  |

|                                       | Rs. In lacs<br><u>As at 31.03.2012</u> | Rs. In lacs<br><u>As at 31.03.2011</u> |
|---------------------------------------|--|--|
| <b>d) Outstanding balances as on:</b> |  |  |
| <b>Loans &amp; Advances</b>           |  |  |
| Associated Concerns                   | <b>35</b>                              | 35                                     |
| <b>Sundry Creditors</b>               |  |  |
| Associated Concerns ( Rs.1000/-)      | -                                      | -                                      |
| <b>Unsecured Loans</b>                |  |  |
| Key Management Personnel & Relatives  | -                                      | 4                                      |
| <b>Sundry Debtors</b>                 |  |  |
| Associated Concerns                   | <b>40</b>                              | 20                                     |
|                                       | <u><b>As at 31.03.2012</b></u>         | <u>As at 31.03.2011</u>                |

### Note 28

#### EARNINGS PER SHARE (EPS)

Earning per share (EPS) computed in accordance with Accounting Standard (AS) - 20

Net Profit after tax as per Statement of Profit and Loss

attributable to Equity Shareholders (Rs.in lacs )

**320**

58

Weighted Average number of equity shares used as

denominator for calculating EPS

**80,000,000**

80,000,000

Basic and Diluted Earnings per share ( Rs.)

**0.40**

0.07

Face Value per equity share (Rs.)

**1**

1

**Note 29**
**Contingent liabilities and commitments (to the extent not provided for)**

|  | <b>Rs. In lacs</b>             |     | <b>Rs. In lacs</b>             |
|--|--------------------------------|-----|--------------------------------|
|  | <b><u>As at 31.03.2012</u></b> |     | <b><u>As at 31.03.2011</u></b> |
| <b>i) Contingent Liabilities</b>   |                                |     |                                |
| (a) Guarantees *   | <b>1497</b>                    |     | 1674                           |
| (b) Other money for which the company is contingently liable                                       | <b>-</b>                       |     | -                              |
| 1. Bills discounted with Banks   | <b>178</b>                     |     | 117                            |
| 2. Sales Tax demand**  | <b>123</b>                     |     | 106                            |
| 3. Employees State Insurance demand***   | <b>3</b>                       |     | 3                              |
| 4. Export obligation under EPCG****  | Amount                         | not | determinable                   |
|  | <u><b>1801</b></u>             |     | <u>1900</u>                    |
| <b>ii) Commitments</b>   |                                |     |                                |
| (a) Estimated amount of contracts remaining to be executed on capital account and not provided for | <b>254</b>                     |     | 27                             |
|  | <u><b>254</b></u>              |     | <u>27</u>                      |
|  | <u><b>2055</b></u>             |     | <u>1927</u>                    |

\* Bank Guarantees outstanding Rs. 309 lacs (previous year Rs.273 lacs) and letters of credit issued by Banks on behalf of the Company Rs.1188 Lacs (Previous year 1401 lacs) against which Rs. 159 lacs (previous year Rs. 169 lacs) have been deposited with the Banks as Margin Money.

\*\* The Company has received Sales Tax demand of Rs 10 lacs, Rs.9 Lacs, Rs.10 lacs, Rs.66 lacs, Rs. 11 lacs and Rs.17 Lacs respectively for the years 2003-2004, 2004-2005, 2005-2006, 2006-2007,2007-08 and 2008-2009 against which the Company has preferred appeals before the higher authorities.

\*\*\* The Employees State Insurance Corporation (ESI) has raised a demand of Rs.3 lacs plus interest of Rs. Nil lac (Rs.108.81) per day w.e.f. 1.1.2004 for the period 1999-2000 to 2000-2001. The company has preferred an appeal against the demand at the Employees Insurance Court, West Bengal. The honorable court has stayed the demand till final disposal of Company's appeal.

\*\*\*\* The Company had imported machinery on subsidized rate of duty under Export Promotion Capital Goods Scheme (EPCG). Accordingly the Company is under an obligation to export to the extent of Rs. 3486 lacs, i.e. eight times of the duty saved, in eight years from the date of issue of authorization. The Company has made export for the value of Rs. 656 lacs till 31<sup>st</sup> March 2012. If the Company is unable to fulfill the full export obligation within the stipulated period, it would be liable to pay proportionate duty saved along with interest at the rate of 15% p.a.

**Note 30**

|  | <b>Rs. In lacs</b>             |  | <b>Rs. In lacs</b>             |
|--|--------------------------------|--|--------------------------------|
|  | <b><u>As at 31.03.2012</u></b> |  | <b><u>As at 31.03.2011</u></b> |
| <b>VALUE OF IMPORTS ON CIF BASIS IN RESPECT OF</b> |                                |  |                                |
| Raw Materials                                      | <b>220</b>                     |  | 213                            |
| Components and Spare Parts                         | <b>7</b>                       |  | 122                            |
| Capital Goods                                      | <b>30</b>                      |  | 11                             |
|  | <u><b>257</b></u>              |  | <u>346</u>                     |

|  | <b>Rs. In lacs</b>      | Rs. In lacs      |
|--|-------------------------|------------------|
|  | <b>As at 31.03.2012</b> | As at 31.03.2011 |

**Note 31**
**EXPENDITURE IN FOREIGN CURRENCY**

|   |   |   |
|---|---|---|
| Bank Charges (Rs. Nil, P.Y. Rs. 4233/-) | - | - |
| Interest Paid                           | 1 | 1 |
| Travelling & Conveyance                 | 1 | 1 |
|   | 2 | 2 |

**Note 32**
**EARNINGS IN FOREIGN CURRENCY**

|   |   |   |
|---|---|---|
| F.O.B Value of Exports (P.Y. Rs. 39000/-) | - | - |
|   | - | - |

**Note 33**
***Details of dues to Micro, Small and medium Enterprises as defined under the MSMED Act, 2006.***

|  | <b>Rs. In lacs</b>      | Rs. In lacs      |
|--|-------------------------|------------------|
|  | <b>As at 31.03.2012</b> | As at 31.03.2011 |

The principle amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year

|                              |   |   |
|------------------------------|---|---|
| Principal Amount Outstanding | 1 | 1 |
|------------------------------|---|---|

|   |   |   |
|---|---|---|
| Interest amount payable thereon (P.Y. Rs. 2123) | - | - |
|---|---|---|

|   |    |   |
|---|----|---|
| The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year. | 20 | 2 |
|---|----|---|

|   |   |   |
|---|---|---|
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006. (C.Y. Rs. 20107/-, P.Y. Rs. 2123/-) | - | - |
|---|---|---|

|   |   |   |
|---|---|---|
| The amount of interest accrued and remaining unpaid at the end of each accounting year. (C.Y. Rs. 20107/-, P.Y. Rs. 2123/-) | - | - |
|---|---|---|

|  |   |   |
|--|---|---|
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006. | - | - |
|--|---|---|

**Note 34**
**PREVIOUS YEAR FIGURES**

The Company was using pre-revised Schedule VI to the Companies Act 1956, for preparation and presentation of its financial statements till the year 31st March, 2011. During the year ended 31st March, 2012, the revised schedule VI notified under the Companies Act, 1956, has become applicable to the Company. The Company has reclassified previous year figures to conform to this year's classification. The adoption of revised schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it significantly impacts presentation and disclosures made in the financial statements, particularly presentation of balance sheet.

**Note 35**
**BASIS OF PREPERATION OF FINANCIAL STATEMENTS:**

The financial statements have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the notified accounting standard by Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on an accrual basis except in case of assets for which provision for impairment is made and revaluation is carried out.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

**Note 35.1**
**SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**
**a. Change in presentation and disclosure of financial statements**

During the year ended 31 March 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements.

**b. Use of estimates**

The preparation of financial statements in conformity with generally accepted accounting principles in India (Indian GAAP) requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**c. Tangible fixed assets**

Fixed Assets are valued at cost less accumulated depreciation. The cost comprises purchase price, borrowing cost if capitalization criteria met and directly attributable cost of bringing the assets to its working condition for intended use.

**d. Depreciation on Tangible fixed assets**

Depreciation on tangible fixed assets is provided on Straight Line Method (SLM) at rates prescribed under the Schedule XIV to the Companies Act, 1956. Free hold land, Leasehold Land and Site Development Expenses are not depreciated. Leasehold land wherever lease period expires is fully depreciated in the year in which the lease expires.

**e. Intangible assets and amortization**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition; intangible assets are carried at cost less accumulated amortization. Computer software is amortised over a period of 6 years on straight the basis.

**f. Capital Work in Progress**

These are stated at cost relating to items or projects in progress incurred during construction/installation /pre-operative period.

**g. Investments**

Investments are classified into Current and Long Term Investment. Current Investments are stated at lower of cost and market / fair value. Long Term investments are stated at cost and permanent diminution in value, if any, is provided in the books of accounts.



#### **h. Inventories**

Inventories are valued at the lower of the cost and estimated net realizable value. Cost of inventories is computed on FIFO basis.

Work-in-progress and Finished goods include related manufacturing overheads and costs. Finished goods also include the applicable excise duty.

#### **i. Dies and Tools**

Expenditure incurred on different heads for manufacture of dies and tools are charged to profit and loss account

#### **j. Recognition of Government Grants**

Government grants available to the Company are considered for inclusion in accounts where such benefits have been earned by the Company and it is reasonably certain that the ultimate collection will be made.

An appropriate amount in respect of such earned benefits, estimated on a prudent basis, is credited to accounts according to its nature even though the actual amount of such benefits may be finally settled and received after the end of the relevant accounting period.

#### **k. Sales**

Sales include excise duty wherever applicable.

#### **l. Purchases**

Pending receipt of final invoices, materials purchased are accounted for on the basis of pro-forma invoice / purchase order / previous purchase rates. Subsequent adjustment is done on receipt of final invoice, wherever necessary.

#### **m. Foreign Currency Expenditure**

##### **i) Initial Recognition**

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

##### **ii) Conversion**

The monetary assets and liabilities in foreign currency existing at Balance Sheet date are accounted for at prevailing exchange rate at the year end.

Non-monetary items, which are carried in terms of historical cost denominated in a foreign currency,

are reported using the exchange rate at the date of the transaction.

##### **iii) Exchange Differences**

Exchange Differences, arising on settlement / conversion of monetary items, are recognized as income or expenses in the year in which they arise except those relating to acquisition of imported fixed assets, in which case such exchange differences are capitalized.

##### **iv) Forward Exchange Contracts**

The premium or discount arising at the inception of forward exchange contracts is amortized as expense or income over the life of the contract. Exchange differences on such contracts except the contracts which are long-term foreign currency monetary items, are recognized in the statement of profit and loss in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.

#### **n. Employee Benefits**

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

ii) Post employment and other long term employee benefits are recognized as an expense in the profit and loss account for the year in which the employee has rendered services. The expense is recognized at the present value of the amounts payable determined using actuarial valuation techniques. Actuarial gains and losses in respect of post employment and other long term benefits are charged to the profit and loss account.

#### **o. Taxation**

Provision for Taxes comprises of Current Tax and Deferred Tax.

Deferred Tax Assets are recognized and carried forward to be adjusted against liability on taxable income arising in future, only if there is reasonable certainty that the company would have significant taxable income to realize the benefit of such Deferred Tax Assets. Provision for Wealth Tax liability, if any, is estimated in accordance

with the Wealth Tax Act, 1957 and provided for.

**p. Borrowing Costs**

Interest and other borrowing costs directly attributable to the acquisition, construction or installation of qualifying capital assets till the date of commercial use of the assets are capitalized. Other borrowing costs are recognized as an expense in the period in which they are incurred.

**q. Impairment of assets**

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

Provision for impairment is written back in case of sale / discard of impaired assets.

**r. Proposed Dividend**

Dividend (including Dividend Distribution Tax) recommended by the Board of Directors is provided for in the accounts pending Shareholders' approval.

**s. Capital Issue Expenses**

The entire Capital Issue expenses are written off during the year of issue.

**t. Hedging against metal inventory**

The Company takes hedging position against its

inventory of aluminium metal and for pending import contracts of aluminium metal, which is our principal raw material. The loss/gain from such hedged contracts is charged to consumption of raw material. All open contracts as on the year end are marked to market for all losses. However, any unrealized gain on open contracts is not accounted until actually realized.

**u. Derivatives**

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecasted transactions. The Company designates these as cash flow hedges. The Company does not use derivative financial instruments for speculative purposes.

In respect of derivative contracts, premium paid, gains/ losses on settlement and provision for losses for cash flow hedges are recognized in the Profit & Loss Account, except in case where they relate to borrowing costs that are attributable to the acquisition or construction of fixed assets, in which case, they are adjusted to the carrying cost of such assets.

At every period end, all outstanding derivative contracts are fair valued on a marked-to-market basis and any loss on valuation is recognized in the Profit and loss account. Any gain on marked-to-market valuation of respective contracts is only recognized to the extent of the loss on foreign currency, keeping in view the principle of prudence as enunciated in AS-1, Disclosure of Accounting Policies.

As per our report of even date attached

for **ALPS & CO.**  
Chartered Accountants

**S K Khetawat**  
Partner  
Membership No.051224  
Firm's ICAI Regn. No. 313132E

Kolkata  
Dated : 28th day of May, 2012

**MP Jhunjunwala**  
Chairman & Managing Director

**Rajiv Agarwal**  
DGM (Finance & Accounts)

**Suhita Mukhopadhyay**  
Company Secretary

**R K Sharma**

**V K Mushran**

**M G Todi**

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**CENTURY EXTRUSIONS LIMITED**

**Regd. Office: 113, Park Street, 'N' Block, 2<sup>nd</sup> Floor, Kolkata-700016.**

**Attendance Slip**

Regd. Folio No. :  
 Name :  
 Address :  
 No. of Shares :

I hereby record my presence at the Annual General Meeting of the Company at “Bharitya Bhasha Parishad , Shakespeare Sarani, Kolkata - 700 017 at 11.00 A.M. on Monday, the 13<sup>th</sup> day of August, 2012.

SIGNATURE OF THE ATTENDING MEMBER/PROXY

**NOTES:** Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over at the entrance duly signed.

CUT HERE

**CENTURY EXTRUSIONS LIMITED**

**Regd. Office: 113, Park Street, 'N' Block, 2<sup>nd</sup> Floor, Kolkata-700016 .**

**Proxy Form**

I/We .....

of .....

being a member / members of the above named Company, hereby appoint ..... of

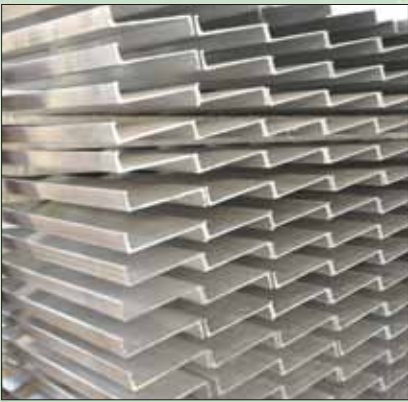
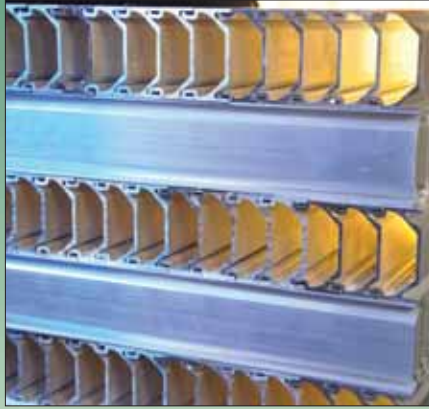
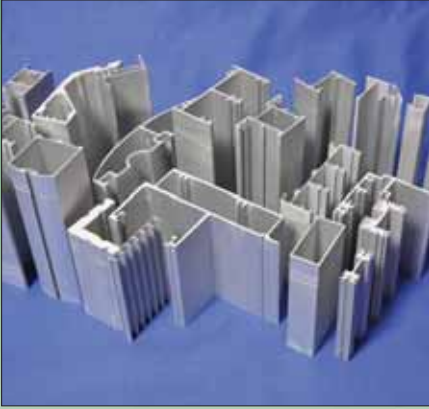
..... or failing him ..... of .....

as my/our Proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on 13<sup>th</sup> August, 2012 and any adjournment thereof.

Signature .....

Affix  
 Re 1 revenue  
 stamp here

Note : The proxy must be returned so as to reach the Registered Office of the Company at 113, Park Street, 'N' Block, 2<sup>nd</sup> Floor, Kolkata-700016, not less than FORTY-EIGHT HOURS before the time for holding the aforesaid meeting.



## Transmission Hardware





## **CENTURY EXTRUSIONS LIMITED**

REGISTERED & HEAD OFFICE

113, Park Street, 'N' Block, 2nd Floor  
Kolkata – 700 016, India

Phone: +91 33 2229 1012 / 1291  
Fax: +91 33 2226 1110 / 2249 5656  
E-mail: [century@centuryextrusions.com](mailto:century@centuryextrusions.com)

Website: [www.centuryextrusions.com](http://www.centuryextrusions.com)