



The
Bombay Burmah Trading Corporation, Limited.

2008-2009
One hundred and forty fourth annual report

**ANNUAL GENERAL MEETING — 28TH JULY, 2009 AT
PATKAR HALL, SIR VITHALDAS THACKERSEY MARG,
MUMBAI 400 020 — 4.00 p.m.**

The Bombay Burmah Trading Corporation, Limited

**ONE HUNDRED AND FORTY FOURTH ANNUAL REPORT
2008-2009**

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The Bombay Burmah Trading Corporation, Limited

LOCATION OF CORPORATION'S TEA/COFFEE ESTATES AND FACTORIES

Tea and Coffee Estates	: (1) Mudis Group of Estates, Mudis P.O.-642 117, Coimbatore District, Tamil Nadu State.
	(2) Singampatti Group of Estates — Manjolai P.O.-627 420, Tirunelveli District, Tamil Nadu State.
	(3) Dunsandle Estate — Dunsandle P.O., Ootacamund 643 005, Nilgiri Dist., Tamil Nadu State.
	(4) Elk Hill Group of Estates — Post Box No. 12, Sidapur, P. & T.O.-571 253, South Coorg, Karnataka State.
	(5) Usambara Group, Marvera and Herkulu Estates, P.O. Box 22, Soni, Tanzania.
Formica India	: Plot No. 23 to 26 and 46 to 48, Sector 5, II E, Pant Nagar Industrial Estate, Rudrapur, Udham Singh Nagar, Uttarakhand-263 153.
BCL Springs	: M.I.D.C. Industrial Area, Plot F-13, Chikalthana, Aurangabad-431 210, Maharashtra State.
	: K-103, MIDC, Waluj, Aurangabad-431 133, Maharashtra State.
Weighing Products	: Plot 304, GIDC, Valsad Industrial Estate, Gundlav, Valsad-396 035, Gujarat State.
Dental Products	: Sector 5, II E, Pant Nagar Industrial Estate, Rudrapur, Udham Singh Nagar, Uttarakhand-263 153.
Malaysian Branch	: Suite 628, 6th Floor, Pan Global Plaza, Jalan Wong Ah Fook 80000, Johor Bahru, Malaysia.

The Bombay Burmah Trading Corporation, Limited

ANNUAL REPORT 2008-2009

DIRECTORS

NUSLI N. WADIA, Esq., *Chairman*
A. K. HIRJEE, Esq., *Vice Chairman*
KESHUB MAHINDRA, Esq.
M. L. APTE, Esq.
D. E. UDWADIA, Esq.
P. K. CASSELS, Esq.
B. N. B. TAO, Esq.,
ISHAAT HUSSAIN, Esq.
A. PANJWANI, Esq., *Managing Director*
J. N. WADIA, Esq., *Deputy Managing Director*

VICE PRESIDENT CORPORATE & COMPANY SECRETARY

N. H. DATANWALA, Esq.

REGISTERED OFFICE

9, WALLACE STREET, FORT, MUMBAI 400 001.
Tel. No. 2207 9351 (4 lines)

PRINCIPAL BANKERS

HDFC BANK LIMITED
AXIS BANK LIMITED
THE BANK OF RAJASTHAN LIMITED

AUDITORS

DELOITTE HASKINS & SELLS
Chartered Accountants

SOLICITORS

CRAWFORD BAYLEY & CO.
UDWADIA & UDESHI

NOTICE

NOTICE is hereby given that the One Hundred and Forty Fourth Annual General Meeting of the Members of the Corporation will be held at Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai 400 020, on Tuesday, the 28th day of July, 2009 at 4.00 p.m. for the purpose of transacting the following business:

1. To receive, consider and adopt the audited Profit and Loss Account for the year ended 31st March, 2009 and the Balance Sheet as at that date, together with the Reports of the Board of Directors and Auditors thereon.
2. To declare a Dividend.
3. To appoint a Director in place of Mr. A. K. Hirjee, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. M. L. Apte, who retires by rotation and, being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Mr. D. E. Udawadia, who retires by rotation and, being eligible, offers himself for re-appointment.

6. To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 224 and other applicable provisions, if any, of the Companies Act, 1956, Messrs. Deloitte Haskins & Sells, Vadodara, Chartered Accountants, be and are hereby appointed Auditors of the Corporation, to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Corporation at a remuneration and on the terms and conditions to be fixed by the Board of Directors.”

7. To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Messrs. Deloitte Haskins & Sells, Chennai, Chartered Accountants be and are hereby appointed as the Branch Auditors for auditing the accounts of the branches of the Corporation in South India, for the current financial year, at the remuneration and on terms and conditions to be fixed by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to appoint, in consultation with Messrs. Deloitte Haskins & Sells, Vadodara, the Corporation's Auditors, in respect of the audit of the accounts of the Corporation's branch offices outside India, a person who is either qualified for appointment as auditor of the Corporation under Section 226 of the Companies Act, 1956 or an accountant duly qualified to act as an auditor of the accounts of such branch offices, for the current financial year, in accordance with the laws of the concerned countries and to fix the remuneration and the terms and conditions of their appointment as branch auditors.”

8. To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT in supersession of the Ordinary Resolution passed by postal ballot on 5th December, 2002, the consent of the Corporation be and is hereby accorded in terms of Section 293(1)(a) and other applicable provisions, if any, of the Companies Act, 1956 to the Board of Directors of the Corporation (hereinafter referred to as the “Board”) mortgaging and/or charging and/or pledging all or any of the immovable properties and movable properties, including but not limited to shares, stocks, bonds, debentures, inventories, sundry debtors, cash and bank balances and/or any other current assets, of the Corporation, whatsoever and wheresoever situate, both present and future and/or a floating charge on the movable properties of the Corporation, together with the power to take over the management of the Corporation in certain events, to or in favour of the banks, financial institutions, debenture trustees or any other person to secure any loans or borrowings from such banks, financial institutions or any other person or other indebtedness incurred by the Corporation in an amount not exceeding Rs. 400 Crores over the aggregate of the paid-up capital and free reserves of the Corporation apart from the temporary loans obtained from the Corporation's bankers in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorised to finalise and execute documents for creating the aforesaid mortgages and/or charges and/or pledges and to do all such other acts, deeds, matters and things as may be necessary for giving effect to the aforesaid Resolution.”

9. To consider and, if thought fit, to pass, with or without modification, the following Resolution as a Special Resolution:

“RESOLVED THAT in supersession of the special resolution dated 10th september 2003 and pursuant to the provisions of Section 163 of the Companies Act, 1956, (“Act”) the Corporation hereby approves that the Register of Members, the Index of Members and copies of all Annual Returns prepared under Section 159 of the Act, together with the copies of the Certificates and Documents required to be annexed thereto under Section 161 of the said Act, or any one or more of them be kept at the office of the Corporation’s Registrar and Share Transfer Agents, M/s Sharepro Services, at 13AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road, Sakinaka, Andheri (E), Mumbai 400 072 instead of keeping them at their existing premises Satam Estate, 3rd Floor, Above Bank of Baroda, Cardinal Gracious Road, Chakala, Andheri (East), Mumbai 400 099.”

By Order of the Board,
N. H. DATANWALA
Vice President Corporate &
Company Secretary

Registered Office:

9, Wallace Street, Fort,
Mumbai 400 001.

Dated, the 30th day of June, 2009

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE IN HIS STEAD AND A PROXY NEED NOT BE A MEMBER OF THE CORPORATION.
A blank form of proxy is enclosed and, if intended to be used, it should be returned to the Corporation duly completed not less than forty-eight hours before the time appointed for this Annual General Meeting.
2. The Register of Members and the Share Transfer Books of the Corporation will remain closed from Tuesday, 14th July, 2009 to Tuesday, 28th July, 2009 (both days inclusive).
3. The explanatory statement pursuant to section 173(2) of the Companies Act, 1956 is annexed hereto.
4. Warrants in respect of Dividend, if declared, will be paid to the Members on or after 7th August, 2009. Dividend will be payable on and from that date to those Members whose names stand on the Register of Members of the Corporation after giving effect to all valid share transfers lodged with the Registrar & Share Transfer Agents of the Corporation on or before 13th July, 2009, in respect of shares held in physical form. In respect of shares held in electronic form, the dividend for the year ended 31st March, 2009 will be payable to the beneficial owners of shares as at the closing hours of 13th July, 2009 as per details furnished by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for this purpose.
5. Members are requested to notify immediately any change of address:
 - (i) to their Depository Participants (DPs) in respect of their electronic share accounts, and
 - (ii) to the Corporation’s Registrar & Share Transfer Agents, M/s. Sharepro Services (India) Pvt. Ltd. (R & TA), at 13AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road, Sakinaka, Andheri (E), Mumbai 400 072, or at 912 Raheja Centre, Free Press Journal Road, Nariman Point, Mumbai 400 021, in respect of their physical share folios, if any, quoting their folio numbers.
6. Members are advised to submit their Electronic Clearing Service (ECS) mandates to the Corporation’s R & TA at either of the aforesaid addresses to facilitate remittance by means of ECS.
7. Members to note that the R & TA will be mandatorily printing on the dividend warrants as advised by the Securities and Exchange Board of India, the Members’ Bank Account details. Those Members who have not furnished their Bank Account details may furnish the same to R & TA on or before

The Bombay Burmah Trading Corporation, Limited

10th July, 2009. Members holding shares in dematerialised form must therefore give instructions regarding their Bank Account details to their Depository Participants. The Corporation or R & TA shall not act on any request received directly from Members for changes in their Bank Account details for shares held in dematerialised form.

Further, instructions given by the Members for shares held in physical mode would not be applicable to the dividend paid on shares also held in dematerialised form.

8. Members are advised, in their own interest that all communications to the Corporation or its R & TA which would have the effect of amending the permanent details of their ledger folio, should be signed by all the Members registered under that ledger folio.
9. Members who have not yet encashed the Dividend warrant(s) so far for the financial year ended 31st March, 2003 or any subsequent dividend payment(s) are requested to make their claim to the Corporation.
10. All amounts transferred to the Unpaid Dividend Account of the Corporation and remaining unpaid or unclaimed for a period of seven years from the date of such transfer shall be transferred to the Investor Education and Protection Fund established in accordance with Section 205C of the Companies Act, 1956.
11. The Corporation has listed its equity shares at (1) Bombay Stock Exchange Ltd. (Regional Stock Exchange), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 and (2) National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051. The Annual Listing Fee as prescribed has been paid to both Stock Exchanges.
12. Members/Proxies attending the Meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the meeting hall.
13. Members are requested to bring their copies of the Annual Report at the time of attending the Meeting as the same will not be distributed at the Meeting.
14. Requirement under the Listing Agreement:
Pursuant to the requirement of Clause 49 of the Listing Agreement, the required information pertaining to the three Directors, Mr. A. K. Hirjee and Mr. M. L. Apte and Mr. D. E. Udhwadia who retire by rotation and being eligible, offer themselves for re-appointment, is furnished below:

MR. A. K. HIRJEE:

Mr. A. K. Hirjee, 70, was the Managing Director of the Corporation from 1st October, 1988 till 30th September, 1998. He was appointed as the Director of the Corporation on 1st October, 1998 and is the Vice-Chairman of the Corporation since 25th January, 2000.

Mr. Hirjee is B.A. (Hons.), LL.B. (Hons), Barrister-at-Law and SLOAN Fellow of London Business School. He has 46 years of experience in different areas of business management and his expertise extends to finance, banking, legal, commercial, industrial and general administration. Mr. Hirjee has been actively associated with leading charitable institutions.

Mr. Hirjee holds 350 shares of the Corporation.

Other Directorships: The Bombay Dyeing & Manufacturing Co. Ltd., Atlas Copco (India) Ltd. (Chairman), Britannia Industries Ltd., HDFC Trustee Co. Ltd. (Chairman), National Peroxide Ltd., 10 foreign companies and 1 private company.

Committee Memberships: Audit Committee of the Boards of The Bombay Burmah Trading Corporation Ltd., Atlas Copco (India) Ltd. (Chairman), Britannia Industries Ltd. and HDFC Trustee Co. Ltd. (Chairman), Remuneration Committee of the Boards of The Bombay Burmah Trading Corporation Ltd., Atlas Copco (India) Ltd. (Chairman) and The Bombay Dyeing & Manufacturing Co. Ltd., Shareholders'/Investors' Grievance Committee of the Boards of The Bombay Burmah Trading Corporation Ltd. (Chairman), Atlas Copco (India) Ltd. and Britannia Industries Ltd. and also Shareholders'/Investors' Grievance and Ethics & Compliance Committee of the Board of The Bombay Dyeing & Manufacturing Co. Ltd.

MR. M. L. APTE:

Mr. M. L. Apte, 77, is a Bachelor of Arts from Mumbai University. Mr. Apte is a well known industrialist and well connected with textile and sugar industry.

Mr. M. L. Apte is a former Sheriff of Bombay and an Ex-President of the Cricket Club of India. He is a Trustee of the Victoria Memorial School for the Blind and of the Mahalaxmi Temple Charities. He was also President of Indian Sugar Mills Association and Bombay Chambers of Commerce and Industry.

Mr. M. L. Apte has been a Director of the Corporation for the past 24 years.

Mr. M. L. Apte has extensive experience and expertise in financial and general management.

Other Directorships: Apte Amalgamations Ltd. (Chairman), Bajaj Hindustan Ltd., Kulkarni Power Tools Ltd., Standard Industries Ltd., The Raja Bahadur International Ltd., Grasim Industries Ltd., Zodiac Clothing Co. Ltd., Tata Asset Management Ltd. and 1 private company.

Committee Memberships: Share Transfer/Shareholders' – Investors' Grievance Committee of the Boards of Zodiac Clothing Co. Ltd. and the Corporation, Audit Committee of the Boards of Grasim Industries Ltd., Standard Industries Ltd., Zodiac Clothing Co. Ltd. and the Corporation and Remuneration Committee of the Board of Bajaj Hindustan Ltd., Standard Industries Ltd. and the Corporation.

MR. D. E. UDWADIA:

Mr. D. E. Udwadia, 69, M.A., LL.B., is a solicitor and Advocate of the Bombay High Court and a Solicitor of the Supreme Court of England. He is a founder partner of M/s Udwadia & Udeshi, Solicitors & Advocates, since July 1997. Prior to this, he was a partner of M/s Crawford Bayley & Co., Solicitors & Advocates, for over 20 years. His firm and he are legal advisors to many Indian companies, multinational Companies and Foreign Banks having a presence in India.

Other Directorships: ADF Foods Ltd., AstraZeneca Pharma India Ltd. (Chairman), ABB Ltd., Coromandel Fertilizers Ltd., Eureka Forbes Ltd., Macmillan India Ltd. (Vice Chairman), Mechanalysis (India) Ltd., ITD Cementation India Ltd., Wyeth Ltd., Development Credit Bank Ltd., WABCO-TVS (India) Ltd., J. M. Financial Ltd.

Committee Memberships: Audit Committee of the Boards of ABB Ltd., Macmillan India Ltd., AstraZeneca Pharma India Ltd., ITD Cementation India Ltd., Wyeth Ltd., WABCO-TVS (India) Ltd., The Bombay Burmah Trading Corporation, Limited and Development Credit Bank Limited. He is the Chairman of Shareholders' Grievance Committee of the Board of ABB Ltd.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT

Pursuant to Section 173 of the Companies Act, 1956.

Item No. 8:

The Members, by their approval vide a resolution passed by Postal Ballot on 5th December, 2002 had authorized the Board of Directors to create a mortgage and/or charge and/or pledge on the immovable/movable properties of the Corporation in terms of Section 293(1)(a) of the Companies Act, 1956 ("Act") upto an amount not exceeding Rupees Hundred Crores (Rs. 100 Crores) over the aggregate of paid-up capital and free reserves of the Corporation apart from the temporary loans obtained from the Corporation's banker in the ordinary course of business. At the Annual General Meeting of the Corporation held on 31st July, 2007 the Members, pursuant to Section 293(1)(d) and other applicable provisions, if any, of the Act, authorised the Board to borrow moneys from time to time upto a limit of Rupees Four Hundred Crores (Rs. 400 Crores) apart from the temporary loans obtained from the Corporation's bankers in the ordinary course of business over and above the aggregate of the paid-up capital and free reserves, that is to say, reserves not set apart for any specific purpose.

These borrowings are, at times, required to be secured by a suitable mortgage or charge or pledge on all or any of the immovable/movable properties of the Corporation in such form, manner and ranking as may be determined by the Board, from time to time, in consultation with the lenders.

The mortgage and/or charge and/or pledge by the Corporation of its immovable and/or movable properties and/or the whole or any part of the undertaking(s) of the Corporation in favour of the lenders with a power to take over the management of the Corporation in certain events of default, may be regarded as disposal of the Corporation's undertaking(s) within the meaning of Section 293(1)(a) of the Act. It is therefore required to enhance the limits under Sec. 293(1)(a) of the Act in line with the approved limits under Sec. 293(1)(d) of the Act.

The Members' approval is therefore sought to enable the Board from time to time to create mortgage/charges of immovable/movable properties as may be required in the ordinary course of business.

The Directors therefore commend this enabling resolution as set out at item no. 8 of the accompanying notice.

Item No. 9:

The Corporation pursuant to SEBI directions appointed M/s Sharepro Services as Registrar and Share Transfer Agents ("R&TA") effective from March, 2003 By Special Resolution passed by the Members at their meeting held on 10th September, 2003 in terms of Section 163 of the Act, the Register of Members, the Index of Members, and Annual Returns together with copies of certificates and documents required to be annexed thereto under Section 161 of the Act have been kept at the office of the R&TA since their appointment at Satam Estate, 3rd Floor, Above Bank of Baroda, Cardinal Gracious Road, Chakala, Andheri (E), Mumbai 400 099. The Corporation has now been informed by the R&TA that they have shifted their office premises situate at Satam Estate, 3rd Floor, Above Bank of Baroda, Cardinal Gracious Road, Chakala, Andheri (E), Mumbai 400 099 to their new office premises situate at 13AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, off Andheri Kurla Road, Sakinaka, Andheri (E), Mumbai 400 072.

The Special Resolution at item no. 9 seeks the approval of the Members in terms of Section 163 of the Act for keeping the aforesaid statutory records of the Corporation at the new office premises of the R&TA situate at 13AB, Samhita Warehousing Complex, 2nd Floor, Sakinaka Telephone Exchange Lane, off Andheri Kurla Road, Sakinaka, Andheri (E), Mumbai 400 072.

In accordance with the requirements of Section 163(1)(iii) of the Act the Registrar has been given in advance a copy of the aforesaid Special Resolution.

The Directors therefore commend this Resolution as set out at item no. 9 of the accompanying Notice.

By Order of the Board,
N. H. DATANWALA
Vice President Corporate &
Company Secretary

Registered Office:

9, Wallace Street, Fort,
Mumbai 400 001.

Dated, the 30th day of June, 2009

The Bombay Burmah Trading Corporation, Limited

10 YEARS' FINANCIAL REVIEW

(Rupees in Lakhs)

	1999-00 18 months	2000-02 18 months	2002-03	2003-04	2004-05	2005-06	2006-07	2007-08	2008-09
FINANCIAL POSITION									
Share Capital	1,396.27	1,396.27	1,396.27	1,396.27	1,396.27	1,396.27	1,396.27	1,396.27	1,396.27
Reserves And Surplus #	8,651.07	7,775.04	5,038.74	5,358.91	5,728.30	6,254.79	6,951.51	7,429.63	5,764.03
Net Worth	10,047.34	9,171.31	6,435.01	6,755.18	7,124.57	7,651.06	8,347.78	8,825.90	7,160.30
Borrowings	10,641.49	14,081.03	16,124.04	14,472.61	15,812.62	22,357.60	22,798.42	27,002.41	35,239.62
Deferred Tax Liability (Net)	—	—	545.96	545.96	568.96	516.00	534.00	532.66	614.94
Capital Employed	20,688.83	23,252.34	23,105.01	21,773.75	23,506.15	30,524.66	31,680.20	36,360.97	43,014.86
Gross Block	12,157.03	12,367.21	10,144.08	10,591.25	11,009.94	12,217.65	15,254.38	16,301.56	17,184.55
Net Block	6,845.46	6,422.01	5,109.41	5,191.72	5,408.52	6,961.75	8,953.35	9,605.76	9,833.07
Investments	8,319.38	8,295.29	8,327.15	8,327.95	9,873.41	9,291.93	9,283.59	11,856.62	10,673.91
Foreign Currency Monetary Item translation Difference Account	—	—	—	—	—	—	—	—	2,654.59
Working Capital	5,523.99	8,535.04	9,668.45	8,254.08	8,224.22	14,270.98	13,443.26	14,898.59	19,853.29
Total Net Assets	20,688.83	23,252.34	23,105.01	21,773.75	23,506.15	30,524.66	31,680.20	36,360.97	43,014.86
OPERATING RESULTS									
Total Income	20,183.95	18,876.40	14,466.71	15,474.16	17,504.10	20,221.49	24,135.64	25,867.07	29,901.40
Total Expenses	21,795.06	20,155.54	14,237.16	14,933.87	16,728.89	19,234.76	22,783.86	24,586.37	31,142.07
Profit/(Loss) Before Taxation	(1,611.11)	(1,279.14)	229.55	540.29	775.21	986.73	1,351.78	1,280.70	(1,240.67)
Taxation	27.21	25.79	9.99	15.47	97.00	72.98	169.67	233.31	144.28
(Excess)/Short Provision and Refund of taxes of earlier years (net)	(54.71)	(87.54)	4.13	(2.50)	2.94	(2.65)	—	—	2.58
Profit/(Loss) After Taxation	(1,583.61)	(1,217.39)	215.43	527.32	675.27	916.40	1,182.11	1,047.39	(1,387.53)
Dividend \$	170.24	—	157.42	236.14	318.23	397.79	489.78	489.78	163.26
Dividend (%)	10.00	—	10.00	15.00	20.00	25.00	30.00	30.00	10.00
Book Value (Rs.)	71.64	65.67	46.08	48.39	51.04	54.82	59.82	63.25	51.31

Reserves and Surplus is net after adjustment of debit balance of Deferred Revenue Expenditure.

\$ Includes Dividend Tax.

DIRECTORS' REPORT

Your Directors have pleasure in presenting their Report on the business and operations of the Corporation and the Audited Accounts for the year ended 31st March, 2009.

1. SUMMARISED PROFIT & LOSS ACCOUNT:

	2008-2009		<i>2007-2008</i>	
	Rupees in Lakhs	Rupees in Lakhs	<i>Rupees In Lakhs</i>	<i>Rupees in Lakhs</i>
Gross Income		29,014.25		<i>25,015.69</i>
Gross Profit before Depreciation, Interest, Exceptional items and Tax		5,261.92		<i>4,048.76</i>
<i>Less: Interest</i>		2,374.95		<i>2,067.21</i>
		2,886.97		<i>1,981.55</i>
<i>Less: Depreciation</i>		773.64		<i>700.85</i>
Operating Profit		2,113.33		<i>1,280.70</i>
<i>Less: Exceptional Items</i>				
Loss on Exchange	2,165.12		—	
Investment written off	1,188.88		—	
		3,354.00		—
(Loss)/Profit before Tax		(1,240.67)		<i>1,280.70</i>
<i>Less: Provision for Taxation</i>	144.28		<i>233.31</i>	
Short Provision for Previous Year	(2.58)		—	
		146.86		<i>233.31</i>
		(1,387.53)		<i>1,047.39</i>
<i>Add: Balance Brought Forward</i>		1,244.78		<i>987.17</i>
Transferred from General Reserve		306.01		—
Amount Available for Appropriation		163.26		<i>2,034.56</i>
Appropriations:				
Proposed Dividend	139.54		<i>418.63</i>	
Corporate Dividend Tax thereon	23.72		<i>71.15</i>	
Transfer to General Reserve	—		<i>300.00</i>	
		163.26		<i>789.78</i>
Surplus carried to Balance Sheet		—		<i>1,244.78</i>

The Bombay Burmah Trading Corporation, Limited

2. OPERATIONS:

During the year under review, the Corporation achieved a gross income of Rs. 29,014 lakhs which represents an increase of 16% over the previous year.

There was a marked improvement in the performance of Tea Plantation Division during the year. The overall sales of Tea at 92.18 lakh kgs. was the highest ever in the history of the Corporation. With strong domestic demand the average price realisation remain firm and substantially higher compared to the previous year.

The performance of industrial business was affected due to slow down in the later half of the year coupled with higher input cost.

Despite the set back in the performance of Industrial Divisions, the Corporation, with improvement in performance of Plantation Division, has been able to maintain profitability at the operating level. However, the Corporation was required to absorb the impact of Foreign Exchange losses aggregating to Rs. 21.65 Crores on its Foreign Currency loans on their restatement, although the major part of these loans are payable beyond the year 2010-11.

The Corporation was also required to absorb the impact of writing off warrant application money on preferential issue of equity shares by The Bombay Dyeing & Mfg. Co. Ltd. amounting to Rs. 11.89 Crores on non exercising the option due to capital market conditions.

As a result, the Corporation during the year incurred a loss of Rs. 12.41 Crores as against profit before tax of Rs. 12.81 Crores in previous year.

3. DIVIDEND:

Taking into account the above circumstances, your Directors recommend payment of dividend out of reserves at the rate of 10% (Re. 1 per share). The dividend, if approved by the shareholders at the Annual General Meeting, will be paid to those shareholders whose names appear on the Register of Members of the Corporation at the close of business on 28th July, 2009.

4. SOUTH INDIA ESTATES:

(a) Tea —

The Corporation sold 92 lakh kgs. of tea during the year under review as against 76 lakh kgs in the previous year. The average price realisation during the year was significantly higher than previous year on account of strong domestic demand and superior quality of tea with ability to meet specific requirements of Blenders in India & Europe.

Our own crop was substantially higher by 18% against previous year due to good weather conditions in South India and increased outsourcing of tea leaves.

(b) Coffee —

The turnover was 1,037 Tonnes as against 1,012 Tonnes in the previous year. The Corporation's coffee continued to be well accepted in the world market and a significant volume of sales is exported to niche markets in Europe and United States.

Coffee produced by the Corporation has a premium positioning taking into account our better quality and processing standards.

5. TANZANIAN ESTATES:

The crop for the year under review was 6.64 lakh kgs. as against 6.94 lakh kgs. for 2007-08. The performance of Tanzanian Tea Estates remained at the same level as previous year. The Corporation has however completed the upgradation of factory machineries during the year with a view to improve the quality of output from these factories and is also looking at growth in Organic teas to increase export sales, thereby improving margins.

6. FORMICA INDIA DIVISION:

Production for the year under review was 5,429 Tonnes as against 4,698 Tonnes for 2007-08. The first half of the year was adversely affected due to steep increase in raw material prices.

The slow down in Projects and Real Estate sector in the second half of the year impacted the sales volumes. Further the exports were adversely affected due to economic crisis in USA & Europe. The margins were under pressure due to intense competition and input costs increase.

7. BCL SPRINGS DIVISION:

Production for the year under review was 5,897 Tonnes as against 6,488 Tonnes for 2007-08. The auto sector witnessed a down turn over last six months of the year under review. As a result, the sales were impacted and the Division reported lower profit levels.

8. WEIGHING PRODUCTS DIVISION:

Sale of balances for the year under review was 646 Nos. as against 799 Nos. for 2007-08. The division has developed with local components the current range of products and thereby remains a profitable business.

9. DENTAL PRODUCTS OF INDIA DIVISION:

Production of own products for the year was marginally higher at 98 Tonnes as against 95 Tonnes for 2007-08. The volatile trend in the key input Silver impacted the working of the Division. The Division however, maintained and marginally improved its profitability with increased productivity and cost reduction measures.

10. REAL ESTATE DEVELOPMENT:

The Corporation continued to pursue the Real Estate development of its properties at Kanjur Marg, Mumbai and Coimbatore. The regulatory aspects for development of these properties which have been converted as stock-in-trade under "Real Estate Development" were vigorously pursued and the Corporation has now received I.O.D. in respect of Kanjur property.

11. SUBSIDIARY COMPANIES:

Leila Lands Limited, Mauritius, one of the subsidiaries of the Corporation in April, 2009

acquired 100% of Britannia Brands Limited, U.K. from Danone Asia Pte. Limited, Groupe Danone. This resulted in Leila Lands Limited's indirect shareholding/economic interest in Britannia Industries Limited increasing from 25.48% to 50.96% which has now become Leila Lands Limited's and the Corporation's indirect subsidiary.

The Corporation had applied to the Central Government for exemption under Section 212(8) of the Companies Act, 1956 from attaching the copies of Balance Sheet, Profit and Loss Account, Cash Flow, Report of the Board of Directors and Report of the Auditors of Subsidiary Companies to the Balance Sheet of the Corporation for the year under review. The approval of the Central Government has been received. In view thereof, the said documents have not been attached to the Balance Sheet of the Corporation. However, the Corporation will make available these documents/details upon request by any member of the Corporation interested in obtaining the same.

12. FINANCE:

The Corporation has repaid installments of term loans availed of from the banks/institutions on their respective due dates. There were no deposits which were due for repayment and remained unclaimed as on 31st March, 2009.

13. INSURANCE:

The Corporation's plant & machinery, buildings, stocks and assets are adequately insured.

14. INDUSTRIAL RELATIONS:

Relations with the workmen continue to remain cordial at all Divisions of the Corporation.

15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information pursuant to Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is given in Appendix to this Report.

16. REQUIREMENTS UNDER SECTION 217(2A) OF THE COMPANIES ACT, 1956:

The information required under Section 217 (2A) of the Companies Act, 1956 ("the Act") read with the Rules framed thereunder forms part of this Report. However, as per provision of Section 219 (1)(b)(iv) of the Act, the Report and Accounts are being sent to all shareholders excluding the statement of particulars of employees under Section 217(2A) of the Act. Any shareholder interested in obtaining a copy of the statement may write to the Secretary at the Company's Registered Office.

17. DIRECTORS:

Mr. A. K. Hirjee, Mr. M. L. Apte and Mr. D. E. Udawadia retire by rotation and are eligible for re-appointment.

18. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 217(2AA) of the Companies Act, 1956 as amended by the Companies (Amendment) Act, 2000 the Directors confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed;
2. appropriate accounting policies have been selected and applied consistently, and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Corporation as at 31st March, 2009 and of the loss for the year ended 31st March, 2009;
3. 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 Corporation and for preventing and detecting fraud and other irregularities;
4. the annual accounts have been prepared on going concern basis.

19. CORPORATE GOVERNANCE:

Pursuant to Clause 49 of the Listing Agreements a separate report on Corporate Governance and a certificate from the Auditors of the Corporation regarding compliance of the conditions of Corporate Governance are annexed to the Directors' Report.

20. CONSOLIDATED FINANCIAL STATEMENTS:

Pursuant to Clause 32 of the Listing Agreements, Consolidated Financial Statements of the Corporation and its Subsidiaries prepared in accordance with the requirements of Accounting Standard 21(AS21) prescribed by Companies (Accounting Standards) Rules 2006, are annexed to the Report.

21. APPOINTMENT OF COST AUDITOR:

Government of India, Ministry of Corporate Affairs, Cost Audit Branch by its Notification dated 7th July, 2006 in exercise of power under Section 233B of the Companies Act, 1956 (the said Act) had issued an audit order to the effect that audit of cost accounting records as maintained under Cost Accounting Records (Plantation Products) Rules, 2002 be conducted in respect of 38 Plantation Companies in South India including the Corporation for the year ended 31st March, 2006 and subsequent years.

In terms of the said Order, the Corporation appointed Dr. G. L. Sankaran, a Cost and Management Accountant, from Coimbatore having qualifications prescribed in Section 233B (1) of the said Act to carry out cost audit at estates in South India. His appointment was duly approved by the Central Government for the year under review.

22. AUDITORS:

In accordance with the provisions of the Companies Act, 1956, the Auditors will be proposed for re-appointment as mentioned in the Notice convening the Annual General Meeting at a remuneration to be fixed by the Board.

In addition, it is proposed that the Board be authorised to appoint Branch Auditors for the Corporation's branches in Tanzania and Johor Bahru, at a remuneration to be fixed by the Board.

23. AUDITORS' REPORT:

With reference to Para 4 (g) of the Auditors' Report, the Corporation, based on legal opinion and in the opinion of the Board of Directors has accounted for foreseeable derivative losses in accordance with the provisions of the Companies Act, 1956 and the Accounting Standards notified in terms of

Section 211 (3C) of the Companies Act, 1956 and that the significant accounting policy in respect thereof contained in Note No.1 (O) and the accounting treatment followed as stated in Note No. 18 of Schedule 22 are self-explanatory.

On behalf of the Board,

Nusli N. Wadia
Chairman

Mumbai, the 30th day of June, 2009

Notes: Official Rates of Exchange were as follows:

On 31st March, 2009				On 31st March, 2008			
(Re. 1)		(Foreign Currencies)		(Re. 1)		(Foreign Currencies)	
Stg. £	0.01	Stg. £	1 - Rs. 73.83	Stg. £	0.01	Stg. £	1 - Rs. 79.84
Tanz. Sh.	26.30	Tanz. Sh.	1 - Re. 0.04	Tanz. Sh.	30.46	Tanz. Sh.	1 - Re. 0.03
RM.	0.07	RM.	1 - Rs. 13.90	RM.	0.08	RM.	1 - Rs. 12.65
U.S. \$	0.02	U.S. \$	1 - Rs. 50.72	U.S. \$	0.03	U.S. \$	1 - Rs. 39.97
Rp.	231.21	Rp.	1 - Re. 0.004	Rp.	230.57	Rp.	1 - Re. 0.004
H.K. \$	0.15	H.K. \$	1 - Rs. 6.65	H.K. \$	0.19	H.K. \$	1 - Rs. 5.16
S. \$	0.03	S. \$	1 - Rs. 33.90	S. \$	0.03	S. \$	1 - Rs. 29.05
Maur. Re.	0.62	Maur. Re.	1 - Rs. 1.62	Maur. Re.	0.66	Maur. Re.	1 - Rs. 1.52

APPENDIX

STATEMENT CONTAINING PARTICULARS PURSUANT TO THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 AND FORMING PART OF DIRECTORS' REPORT.

A. CONSERVATION OF ENERGY:

(a) Energy Conservation measures taken:

Plantation Division

- In the Process of obtaining individual HT Connections for Group Factories without affecting wind mill credit. This will ensure reduction in line loss, thereby reduction in energy costs.
- Automatic Power Factor controller installed to avail incentive benefits.

Formica India Division

- Reduced the Hot Water Generator blow down.
- Variable Frequency Drives operated at the optimum level.
- Installed the Louver System instead of Exhaust Fan.

Springs, Balances and Weighing Products Division

- In dust collection area, one set of fans were replaced with energy efficient fans.
- Layout changes done for grinding and shot peening machines to reduce power consumption – one machine/two dust collectors as compared to previous situation with one machine/one dust collector.

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

Plantation Division

- 27,160 plants of Eucalyptus planted to renew fuel areas, which in long term will subsidise our fuel cost.

Formica India Division

- Proposal for Installation of Automatic Voltage Regulator System and installation of CO2 analyser.

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

Plantation Division

- Installation of Automatic Power Factor controller should translate into saving of approximately Rs. 4.38 Lakhs/year.
- On commissioning of individual HT connection, a saving of approximately Rs. 22 Lakhs / year is envisaged.

Formica India Division

- Reduction in electricity energy consumption by 5% will be achieved after implementation of measures mentioned under (b) above.
- Reduction of fuel consumption by approximately 1%.

Springs, Balances and Weighing Products Division

- Approximately 10% saving in the power cost.

(d) Total energy consumption and energy consumption per unit of production:

(A) POWER AND FUEL CONSUMPTION:

	TEA		LAMINATES		SPRINGS	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
1. Electricity						
(a) Purchased:						
Units (KWH in lakhs)	71.41	67.77	25.13	20.52	38.25	41.91
Total amount (Rs. in lakhs)	198.36	178.45	79.73	54.69	163.23	184.18
Rate/unit (Rs.)	2.78	2.63	3.17	2.67	4.27	4.39
(b) Own Generation:						
Through diesel generator:						
Units (KWH in lakhs)	9.95	4.27	0.88	1.22	1.46	1.03
Units per ltr. of Diesel oil	2.84	2.75	2.83	3.11	15.91	16.33
Cost/unit (Rs.)	12.91	12.29	10.78	8.82	10.90	15.85
2. Coal (Leco, Lecofines, used in driers)						
Quantity (Tonnes)	3,064.29	1,968.52	—	—	—	—
Total cost (Rs. in lakhs)	160.84	78.82	—	—	—	—
Average rate (Rs. per tonne)	5,248.82	4,003.92	—	—	—	—
3. Furnace Oil/LPG						
Quantity (K. Ltrs.)	—	—	—	—	—	—
Total amount (Rs. in lakhs)	—	—	—	—	—	—
Average rate (Rs. per K. Ltr.)	—	—	—	—	—	—
4. Others/internal generation (Firewood)						
Quantity (Tonnes)	12,193.14	10,656.75	8,058.00	7,010.00	—	—
Total cost (Rs. in lakhs)	219.28	121.40	141.50	117.80	—	—
Average Rate/unit (Rs. per tonne)	1,798.37	1,139.15	1,756.02	1,680.46	—	—

(B) CONSUMPTION PER UNIT OF PRODUCTION:

	Production Unit	Standard (if any)				
Electricity (KWH)	Tonnes		892.46	955.61	479.00	465.00
Furnace Oil (K.Ltrs.)	Tonnes		—	—	—	—
Coal (Leco, Lecofines)	Tonnes		0.336	0.261	—	—
Others Firewood	Tonnes		1.337	1.413	1.48	1.50
LPG	Tonnes		—	—	—	—

The Bombay Burmah Trading Corporation, Limited

B. TECHNOLOGY ABSORPTION:

(e) Efforts made in technology absorption

At Plantations:

- Use of biochemical parameters in advancement of quality under investigation.

RESEARCH AND DEVELOPMENT (R&D)

1. Specific areas in which R & D carried out by the Corporation:

Plantations:

Study is being continued on:

- Influence of soil factor such as ph and texture on growth and development of tea in nursery and field.
- Nursery grafting of different clonal combination.
- Effects of pH amendment on revival of tea.
- Effects of drainage system on "Sick" tea.
- Addition of bio-fertilizer consortium to soils in Organic tea.

Formica India Division:

Development of High Gloss Laminate, Antistatic laminate and Industrial Laminate for Defence application.

2. Benefits derived as a result of the above R & D:

Plantation Division:

- Improvement of soil health by adopting the above measures reflected in improved health and yield.
- Improvement of bush health visually

3. Future plan of action:

Plantation Division:

- Pursue with the above studies.
- Testing different chemicals and bio control agents on root disease fungi.
- Quantify the benefits of bio-fertilizers.

Formica India Division:

- Development of value added Laminates.
- To achieve further Cost Reduction in the Manufacturing of Decorative & Industrial Laminates.

4. Expenditure on R&D:

	Rs. in lakhs
(a) Capital	3.27
(b) Recurring	7.96
(c) Total	<u>11.23</u>
(d) Total R & D expenditure as a percentage of total turnover	<u>0.05%</u>

TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION:

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

- Continuous efforts are being made to improve the manufacturing process and the products at Formica India Division.
- Continuous improvements to enhance quality and Technical Support to customers in new product development at BCL Springs Division.

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

- Benefits derived are in terms of cost reduction and product improvement at Formica India Division.
- BCL is a preferred supplier with almost all major customers.

3. Imported Technology:

- (a) Technology : Technical License Agreement with NHK Spring Co. Limited, Japan, to provide know-how, advice and other expertise, including plant layout, determination of process flow, material selection, production conditions etc., in respect of precision wire springs used for automobile engine and transmission.
- (b) Year of import : 2007-08
- (c) Has technology been fully absorbed? : No.
- (d) If not fully absorbed areas where this has not taken place, reasons therefore and future plans of action : Ongoing process – BCL Springs Division gets preference in new developments for Japanese/European vehicle makers in India.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

- (a) **Activities relating to exports; initiatives taken to increase exports; development of new export markets for products and services; and export plans:**
- (i) During the year, BCL Spring plant was audited by various customers for supply of springs to European market. The developments are in the advance stages and we expect to start export during the year 2009-10.
- (ii) During the year FID exported products to Middle-East, Australia and New Zealand.
- (b) **Total foreign exchange used and earned:**

	<u>Rs. in lakhs</u>
Used	: 2,924
Earned	: 3,359

The Bombay Burmah Trading Corporation, Limited

STATEMENT PURSUANT TO SECTION 212 OF THE

	AFCO INDUSTRIAL & CHEMICALS LIMITED	DPI PRODUCTS & SERVICES LIMITED	SEA WIND INVESTMENT AND TRADING CO. LTD.	SUBHAM VINIYOG PRIVATE LIMITED	ELECTROMAGS AUTOMOTIVE PRODUCTS PRIVATE LIMITED	P.T.INDO JAVA RUBBER PLANTING COMPANY
(A) The "Financial Year" of the Subsidiary or the Sub-subsidiary Company.	31st March, 2009.	31st March, 2009.	31st March, 2009.	31st March, 2009.	31st March, 2009.	31st March, 2009.
(B) Number of Shares held by the Corporation in the Subsidiary Company or by the Subsidiary Company in the Sub-subsidiary Company at the end of the financial year of the Subsidiary Company or the Sub-subsidiary Company as the case may be.	76,050 Equity Shares of Rs. 100 each fully paid-up.	20,000 Equity Shares of Rs. 100 each fully paid-up.	5,982 Equity Shares of Rs. 100 each fully paid-up.	4,00,000 Equity Shares of Rs. 10 each fully paid-up.	2,97,000 Equity Shares of Rs. 10 each fully paid-up.	503 Shares of Rp. 1,71,927 each fully paid-up.
(C) The Total Issued Capital of the Subsidiary Company/Sub-subsidiary Company.	76,050 Equity Shares of Rs. 100 each.	20,000 Equity Shares of Rs. 100 each.	5,982 Equity Shares of Rs. 100 each.	4,00,000 Equity Shares of Rs. 10 each.	2,97,000 Equity Shares of Rs. 10 each fully paid-up.	1,000 Shares of Rp. 1,71,927 each.
(D) The net aggregate of Profits/Losses of the Subsidiary Company/Sub-subsidiary Company so far as it concerns the members of the Corporation:						
(a) Not dealt with in the accounts of the Corporation for the year ended 31st March, 2009 amounted to:						
(i) For the Subsidiary's or the Sub-subsidiary's financial year ended as in 'A' above.	Rs. (20,98,357)	Rs. (3,37,106)	Rs. 18,141	Rs. (72,885)	Rs. 3,748,268	Rp. 14,619,706,645
(ii) For the previous financial years of the Subsidiary or of the Sub-subsidiary Company	Rs. 14,12,710	Rs. 5,64,748	Rs. 4,28,692	Rs. (5,58,487)	Rs. 25,517,539	Rp. 9,993,771,462
(b) Dealt with in the accounts of the Corporation for the year ended 31st March, 2009 amounted to:						
(i) For the Subsidiary's or the Sub-subsidiary's financial year ended as in 'A' above	NIL	NIL	NIL	NIL	NIL	Rp. 11,569,000,000
(ii) For the previous financial years of the Subsidiary or of the Sub-subsidiary Company	NIL	NIL	NIL	NIL	NIL	NIL
(E) Changes in the interest of the Corporation or the Subsidiary Company between the end of the financial year of the Subsidiary Company or of the Sub-subsidiary Company as the case may be and 31st, March, 2009	NIL	NIL	NIL	NIL	NIL	NIL
(F) Material changes between the end of the financial year of the Subsidiary Company or of the Sub-subsidiary Company as the case may be and 31st March, 2009:						
(i) Fixed Assets (Purchased)	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
(ii) Investments – (Purchased) (Sold)	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
(iii) Money lent by the Subsidiary or by the Sub-subsidiary (Loan repaid)	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
(iv) Moneys borrowed by the Subsidiary or by the Sub-subsidiary other than that of meeting current liabilities	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable

Note: Figures in brackets indicate losses.

COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANIES

LEILA LANDS SENDIRIAN BERHAD	NAIRA HOLDINGS LIMITED	ISLAND HORTI-TECH HOLDINGS PTE. LTD.	ISLAND LANDSCAPE & NURSERY PTE. LTD.	ILN INVESTMENTS PTE. LTD.	PENINSULA LANDSCAPE & NURSERY SDN. BHD.	SAIKJAYA HOLDINGS SENDIRIAN BERHAD	LEILA LANDS LTD.
31st December, 2008	31st December, 2008	31st December, 2008	31st December, 2008	31st December, 2008	31st December, 2008	31st December, 2008	31st December, 2008
1,06,65,000 Ordinary Shares of RM.1 each fully paid-up.	1,000,000 Shares of US\$.1 each fully paid-up.	2,000,000 Shares Fully paid-up shares	1,600,000 Shares Fully paid-up shares	717,360 Shares Fully paid-up shares	300,000 Shares of RM.1 each fully paid-up.	500,000 Shares of RM.1 each fully paid-up.	2 Shares of US\$ 100 each fully paid-up.
1,06,65,000 Ordinary Shares of RM.1 each.	1,000,000 Shares of US\$.1 each.	2,000,000 Fully paid-up shares	2,200,000 Fully paid-up shares	717,360 Fully paid-up shares	300,000 Shares of RM.1 each.	500,000 Shares of RM.1 each.	2 Shares of US\$ 100 each.
RM. (1,514,337)	US\$. (8,487,821)	SS.(122,902)	SS. 768,487	SS (7,746)	RM. (20,024)	RM. (4,925)	US\$. 7,999,584
RM. 50,281,585	US\$. 57,771,741	SS. 4,469,931	SS. 3,079,484	SS. (4,424)	RM. (179,918)	RM. 754,957	US\$. 53,806,630
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

The Bombay Burmah Trading Corporation, Limited

STATEMENT PURSUANT TO SECTION 212 OF THE COMPANIES ACT, 1956 RELATING TO SUBSIDIARY COMPANIES

	RESTPOINT INVESTMENTS LTD.	ISLAND TELESYSTEMS PTE. LTD.	RESTPOINT INT'L TECHNOLOGY CORPN.	INNOVATIVE ORGANICS, INC.	GRANUM INC.
(A) The "Financial Year" of the Subsidiary or the Sub-subsidiary Company.	31st December, 2008.	31st December, 2008.	31st December, 2008.	31st December, 2008.	31st December, 2008.
(B) Number of Shares held by the Corporation in the Subsidiary Company or by the Subsidiary Company in the Sub-subsidiary Company at the end of the financial year of the Subsidiary Company or the Sub-subsidiary Company as the case may be.	2,634 Shares of US\$0.50 each fully paid-up.	2 Shares Fully paid-up shares	100 Shares of US\$1.00 each fully paid-up.	76,804 Shares of US\$10.00 each fully paid-up.	11,933 Shares of US\$1.00 each fully paid-up.
(C) The Total Issued Capital of the Subsidiary Company/Sub-subsidiary Company.	2,634 Shares of US\$0.50 each.	2 Shares Fully paid-up shares	100 Shares of US\$1.00 each	140,000 Shares of US\$10.00 each	12,561 Shares of US\$1.00 each
(D) The net aggregate of Profits/Losses of the Subsidiary Company/Sub-subsidiary Company so far as it concerns the members of the Corporation:					
(a) Not dealt with in the accounts of the Corporation for the year ended 31st March, 2009 amounted to:					
(i) For the Subsidiary's or the Sub-subsidiary's financial year ended as in 'A' above.	US\$ (59,722)	S\$ (2,491)	US\$ (4,137)	US\$ (161,727)	US\$ 259,799
(ii) For the previous financial years of the Subsidiary or of the Sub-subsidiary Company	US\$ (430,446)	S\$ (185,987)	US\$ (686,767)	US\$ (141,098)	US\$ 234,569
(b) Dealt with in the accounts of the Corporation for the year ended 31st March, 2009 amounted to:					
(i) For the Subsidiary's or the Sub-subsidiary's financial year ended as in 'A' above	NIL	NIL	NIL	NIL	NIL
(ii) For the previous financial years of the Subsidiary or of the Sub-subsidiary Company	NIL	NIL	NIL	NIL	NIL
(E) Changes in the interest of the Corporation or the Subsidiary Company between the end of the financial year of the Subsidiary Company or of the Sub-subsidiary Company as the case may be and 31st, March, 2009	NIL	NIL	NIL	NIL	NIL
(F) Material changes between the end of the financial year of the Subsidiary Company or of the Sub-subsidiary Company as the case may be and 31st March, 2009:					
(i) Fixed Assets (Purchased)	NIL	NIL	NIL	NIL	NIL
(ii) Investments – (Purchased) (Sold)	NIL	NIL	NIL	NIL	NIL
(iii) Money lent by the Subsidiary or by the Sub-subsidiary (Loan repaid)	NIL	NIL	NIL	NIL	NIL
(iv) Moneys borrowed by the Subsidiary or by the Sub-subsidiary other than that of meeting current liabilities	NIL	NIL	NIL	NIL	NIL

Note: Figures in brackets indicate losses.

For and on behalf of the Board

A. PANJWANI	<i>Managing Director</i>	NUSLI N. WADIA	<i>Chairman</i>
J. N. WADIA	<i>Deputy Managing Director</i>	K. MAHINDRA	<i>Director</i>
N. H. DATANWALA	<i>Vice President Corporate & Co. Secretary</i>	M. L. APTE	<i>Director</i>
		D. E. UDWADIA	<i>Director</i>
		ISHAAT HUSSAIN	<i>Director</i>

Mumbai:

Dated, 30th June, 2009.

MANAGEMENT DISCUSSION AND ANALYSIS

1. Business Segment

(a) Tea:

Industry Structure and Developments:

Indian crops moved up during the Year 2008 by 36 million kgs. to register 981 million kgs, the second highest Indian crop ever recorded. South Indian crops increased by 27 million kgs. to 247 million kgs, the highest ever in history. Good growing conditions led to this record crops. However dry weather in the last quarter led to a deceleration of the crop and the effect was more profound during the first quarter of Current Year 2009.

Indian exports in 2008 improved by 9.7% to reach 196 million kgs.; an increase of 17.3 million kgs. South Indian exports did well and recorded an increase of 11.8 million kgs; an increase of 15.5%. Better demand from Egypt and Pakistan helped increase in export volumes to these countries. A weaker Rupee and lower ocean freights were conducive to the growth in volumes during the year. The effect of the Global recession began in the last quarter of the Year 2008.

Imports of teas in the Year 2008 were higher by 26.9% at 20 million kgs. as against 16 million kgs. imported in 2007. The average price of the imports was at Rs.79.90 per kg. as against Rs.65.43 per kg. in the previous year.

As per Tea Board estimates, the annual growth is expected to be over 3%.

A stronger domestic market along with healthy growth in export volumes have helped in reducing the pipeline stocks and the benefit of this

position will be evident in the next financial year.

Outlook:

Low crops in many of the Tea planting regions and depleted pipeline stocks could augur well for the Tea markets in the next few quarters. Lower availability of Orthodox in Sri Lanka has led buyers to operate strongly in the Indian markets and prices are expected to be robust in the current financial year. Strong domestic demand will continue and good liquoring CTC teas will be in demand, especially with the shortfall of crops reported from North East India. The Corporation in Financial Year 2009 further consolidated its share in the domestic market and this will help to improve the overall working. The world moving towards the theme of "Healthy Living" will help in further penetration of the Organic teas produced by the Corporation.

Performance Highlights:

The overall production showed a healthy growth of 19.58%, backed by good rains in the first half of Financial Year 2009.

Strong Internal demand was fully capitalised and domestic sales increased substantially at price averages that were 35.24% higher.

Opportunities:

The Corporation's pioneering position in Organic Tea production will help tap the fast growing Organic markets overseas and further improve its presence in the emerging markets for Organic Teas in Europe and USA. The ability of the Corporation to produce for the specific requirement

of Blenders in the UK & Europe, have helped in maintaining higher price averages for CTC leaf. Lower ocean freights will help reduce cost of exports and further improve returns on teas exported. Consolidation in the domestic markets with our superior CTCs, targeted at specific Indian markets such as Kerala, Gujarat and Maharashtra, will help improve the returns to the Corporation.

Threats:

The current recession could last longer and hamper sales of high value teas and lack of demand from Pakistan, one of the largest importers of Tea could have an adverse effect on prices. Higher imports for re-export could reduce avenues of sale for the plainer grades thereby putting pressure on domestic pricing.

(b) Coffee:

Industry Structure and Developments:

Brazil and Vietnam continue to dominate the coffee markets in Arabica and Robusta respectively. Production in Brazil was a record high in the last year at 51 million bags although Vietnam had a lower crop by 10 % for the year. Brazilian crop for 2009/2010 is currently estimated at 37 million bags.

ICO had earlier estimated the total production for 2008/2009 at 139 million bags but in its March forecast reduced it to 127 million bags due to lower crops in several countries.

Production is expected to be lower in Brazil for the coming year, being the low year in the biannual cycle that Brazil tends to follow and this is likely to help the market to remain steady at higher levels in the coming year on

top of the severe shortage of washed Arabicas in the market already.

Robusta is at lower levels inspite of lower crops in Vietnam and expected to remain at these levels for the coming year with Indian washed Robustas maintaining their differential in the world market.

The total production forecast for the coming year is 140 million bags with consumption pegged at 135 million bags with a carry over stock of 17 million bags making it a shortfall of around 8/9 million bags for the year. If this is correct then prices for coffee should remain buoyant for another couple of years.

Performance Highlights:

Coffee Production from our plantations was adversely impacted due to the effects of the weather conditions prevailing during flowering which affected the setting of the fruits. Production was 9,670 Bags during 2008/2009.

However the focus of the Corporation has been on producing high quality Arabica & Gourmet Robusta Coffees which resulted in better price realisations in the global markets.

Opportunities:

Our coffees continue to be well accepted in the market and we have sold our coffees for good prices inspite of the global slowdown and resultant reluctance of buyers to buy high priced Indian Coffees.

Our buyers in USA, Italy and UK remain committed to us and our German buyer of Organic coffee takes all that we produce.

Replanting of low yielding areas with new varieties is underway and will definitely give us a competitive

advantage by increasing crops and help control costs.

Increased rainwater harvesting this year has given us higher capabilities to blossom irrigate and provide backing showers for our entire yielding Robusta areas and also for Arabica coffee which we were not irrigating in earlier seasons thereby ensuring sustainable crops .

Threats:

Damage by White Stem Borer continues to be worrying.

Berry Borer has become a very problematic pest over the last year.

Wages are continuously rising due to DA increase every year and shortage of labour continues to be a problem.

Signs that importing countries have shifted origins in their blends due to the high price differential for Indian Robusta could have an impact on the prices in the coming year.

There are reports that Vietnam has increased quantities of washed Robustas thereby affecting exclusivity of washed Indian Robustas.

(c) Auto Ancillaries – Springs:

Industry Structure and Developments:

The Automobile production during 2008-09 has shown a growth of 2.96% over the last year. However, the Heavy and Light Commercial Vehicle production has shown a drastic drop of 35% and 12% respectively resulting in an average negative trend of 24% in Commercial Vehicle segment.

Segment	Trend in %
Passenger Cars	+ 3.44
Commercial Vehicles	- 24.02
Three Wheelers	- 0.00
Two Wheelers	- 5.00

Product wise performance:

Precision Springs:

The market share of the Corporation for Precision springs increased. During the year under review, our Company became the largest manufacturer of Precision springs (Valve and Clutch Spring) in India.

Suspension Springs:

The Suspension Spring business has not grown in numbers during the current year due to slow down in other markets. We expect to continue the same trend in coming year.

Outlook:

The passenger car market including Utility Vehicles has shown a positive growth last year which will continue as per the current market analysis. The passenger car production is expected to touch a figure of 2 Million numbers by 2010 and almost all the car makers are augmenting their capacities accordingly. The commercial vehicle production is not expected to grow.

The Division will maintain the sales for the financial year 2009-10 as at the same level as last year.

Threats:

The availability of steel in the domestic market continues to be a major threat. The increase in the prices of raw materials due to Foreign Exchange fluctuations will impact the margins.

Opportunities:

The Company has a strong technical support from its Japanese collaborator NHK Springs who are the world's largest spring makers. There are many Japanese vehicle

makers in India where BCL gets a preference in new development.

The technical support provided to our customers has helped us in gaining a major share in most of the new development in new models.

(d) Laminates:

Industry Structure and Developments:

During the Financial Year, the Excise Duty on laminates was reduced from 14.42% to 8.24%. This move is expected to reduce the unethical practice adopted by the unorganized sector. The overall laminate industry has witnessed a see saw ride during the year.

Industry Outlook:

During the second half of the Financial Year, there was a meltdown in the Real Estate Sector and the Project Segment. Also the export sector was badly hit and this intensified the competition in the domestic market. However, fiscal stimulus announced by the Government along with the reduction in the interest rates is expected to revive the Housing and Building Product Industry.

Operational Performance:

During the first half of the Financial Year, the operational performance was adversely affected due to steep increase in the raw material prices (mainly Phenol). Thereafter, during the second half of the Financial Year business sentiment was adversely affected due to the economic downturn.

During the year the focus was also on expanding the retail segment and the geographical reach. This along with the cost reduction measures have helped to partially offset the

adverse impact of rising raw material prices and slow down in the project segment. Although we could just maintain the level of production and sales volume, the margins have been under pressure due to the input cost increase, intense competition and lower sales volumes.

Opportunities & Threats:

Opportunities:

- Expected revival in the Housing Segment
- Consolidation of the corporatisation taking place in the Real Estate Segment
- Expected implementation of GST
- Consolidation process likely to take place in the Laminate Industry.

Threats:

- Competition from Laminate manufacturers who were earlier export dependent but due to the slow down in the export segment, they are now focusing on the domestic market.
- Competitors offering laminates in various sizes.
- Absence of other allied products like Plywood, Particle Board & Prelam.
- Additional capacity build up in the laminate industry.

2. Internal Control Systems and Adequacy:

The Corporation has adequate internal control procedures commensurate with its size and nature of business. These business control procedures ensure efficient use and protection of the resources and also compliance with the policies, procedures and statutory

requirements. The internal control systems provide for well-documented guidelines, authorisation and approval procedures. The Corporation carries out audit through external agencies twice a year. The prime objective of such audit is to test the adequacy and effectiveness of all internal controls laid down by the management and to suggest improvements.

3. Human Resources:

The Corporation regards human resources as a valuable asset. The majority of its employees are based at the tea and coffee estates/factories where great attention is being paid to their welfare and educational needs.

The Corporation encourages its workmen to participate in quality circle activities and has incentive schemes to reward exceptional contributions.

The training needs of staff at all Divisions are periodically assessed and training

programmes are conducted using internal resources and/or by engaging external trainers/facilitators.

4. Cautionary Statement:

Statements in the Management Discussion and Analysis describing the Corporation's objectives, projections, estimates, and expectations may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Corporation's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Corporation operates, changes in the Government regulations, tax laws, vagaries of nature and other incidental factors.

Dated: 30th June, 2009

CORPORATE GOVERNANCE

A. MANDATORY REQUIREMENTS:

1. Corporation's Philosophy on code of governance:

Your Corporation firmly believes in transparency in its dealings and lays emphasis on integrity and regulatory compliance. The Wadia Group considers good corporate governance a prerequisite for meeting the needs and aspirations of its shareholders.

2. Board of Directors:

The Board is headed by the Non-Executive Chairman, Mr. Nusli N. Wadia, and comprises of eminent persons with considerable professional experience in varied fields. The Board of Directors consists of 10 members. Of these, 2 are Executive Directors and 8 are Non-Executive Directors and more than one-half of the Board consists of Independent Directors.

During the year under review, 5 Board Meetings were held, the dates being 14th May, 2008, 30th May, 2008, 30th July, 2008, 27th October, 2008 and 27th January, 2009.

The details of composition of Board, attendance at Board Meetings held during the year and at last AGM, number of Directorship and membership/chairmanship of Committees in public companies are given below:

Name of the Director	Whether Promoter, Executive OR Non-Executive/ Independent	No. of Outside Directorships held *	No. of shares held in the Corporation	No. of Board Committees of other companies in which he is a Member #.	No. of Board Meetings attended	Whether attended last AGM
Mr. Nusli N. Wadia, Chairman	Promoter/ Non-Executive	6	12,28,301	–	5	Yes
Mr. A. K. Hirjee, Vice Chairman	Non-Executive	5	350	6 (Chairman of 2)	5	Yes
Mr. Keshub Mahindra	Non-Executive & Independent	6	–	1 (Chairman of 1)	3	No
Mr. M. L. Apte	Non-Executive & Independent	8	–	4	4	No
Mr. D. E. Udwadia	Non-Executive & Independent	12	–	8 (Chairman of 1)	3	Yes
Mr. P. K. Cassels	Non-Executive & Independent	–	–	–	1	No
Mr. B. N. B. Tao	Non-Executive & Independent	–	–	–	–	No
Mr. Ishaat Hussain	Non-Executive & Independent	13	–	9 (Chairman 4)	3	Yes
Mr. Ashok Panjwani, Managing Director	Non-Independent and Executive	5	Not Applicable	–	5	Yes
Mr. Jeh Wadia, Deputy Managing Director	Promoter/ Executive	3	Not Applicable	–	2	Yes

* Excludes alternate directorship and directorship in foreign companies and private companies which are neither subsidiaries nor holding companies of public companies.

Excludes Committees other than Audit Committee and Shareholders'/Investors' Grievance Committee, and of companies other than public limited companies.

The Board has adopted Code of Conduct for all its Directors and members of Senior Management in its meeting held on 26th July, 2005. The same has been displayed on the Corporation's website.

All the Directors and members of Senior Management have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2009.

3. Audit Committee:

The Corporation constituted an Audit Committee in accordance with the requirements of Section 292A of the Companies Act, 1956 ('the Act') and Clause 49 of the Listing Agreements with Stock Exchanges.

The present Audit Committee consists of 3 Non-Executive Directors as under:

Mr. M. L. Apte – Chairman

Mr. D. E. Udawadia

Mr. A. K. Hirjee

The broad terms of reference of the Audit Committee are to review Internal Audit Reports, the Statutory Auditors' Report on the financial statements, to generally interact with the Internal Auditors and Statutory Auditors, to review weaknesses in internal controls, to select and establish accounting policies and to review financial statements before submission to the Board.

It may be clarified that the role of the Audit Committee includes matters specified under the Clause 49 of the Listing Agreements entered into between the Corporation and The Bombay Stock Exchange Limited and The National Stock Exchange of India Limited where the Corporation's shares are listed.

During the year under review, 4 Meetings of the Audit Committee were held, the dates being 30th May,2008, 30th July,2008, 27th October,2008 and 27th January, 2009. Mr. M. L. Apte & Mr. A K Hirjee attended all the aforesaid meetings, Mr. D. E. Udawadia attended meetings held on 30th May,2008, 30th July,2008 and 27th October, 2008.

4. Remuneration Committee:

(a) Terms of reference, composition and attendance:

Pursuant to Clause 49 of the Listing Agreements with the Stock Exchanges as also a notification dated 16th January, 2002 issued by Ministry of Corporate Affairs with regard to minimum remuneration under Schedule XIII of the Act, a Remuneration Committee was constituted.

The present Committee consists of 4 Non-Executive Directors and 1 Non-Executive Promoter Director as under.

Mr. M. L. Apte – Chairman

Mr. Nusli N. Wadia

Mr. A. K. Hirjee

Mr. Keshub Mahindra

Mr. D. E. Udawadia

The terms of reference of the Committee are:

- to decide all elements of remuneration package of all the directors i.e. salary, benefits, bonus, pension etc.
- to decide details of fixed component and performance linked incentive along with the performance criteria.
- to decide service contracts, notice period, severance fees.
- to decide stock options details if any.

During the year under review, the Remuneration Committee met once — on 27th October, 2008. All the members except Mr. D. E. Udawadia attended the meeting.

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(b) Remuneration Policy:

The remuneration of Managing Director/Deputy Managing Director is decided by the Remuneration Committee based on criteria such as industry benchmarks, the Corporation's performance vis-à-vis the industry performance and track record of the appointees. The Corporation pays remuneration by way of salary, commission, perquisites and allowances to its Managing Director/Deputy Managing Director. Annual increments are decided by the Remuneration Committee within the overall salary scale approved by the Members.

The Non-Executive Directors do not draw any remuneration from the Corporation other than sitting fees and such commission not exceeding 1% of the net profits of the Corporation as approved by the Shareholders and computed in the manner laid down in Section 198 of the Companies Act, 1956 as may be determined by the Board from time to time.

In view of inadequacy of profits, no commission has been paid to the Non-Executive Directors.

There are no pecuniary transactions or relations of the non-executive Directors vis-à-vis the Corporation for the year ended 31st March, 2009.

(c) Remuneration to Directors:

- (i) Details of payments made to Non-Executive Directors during the year 2008-09 are given below:

(In Rupees)

Name	Sitting fees
Mr. Nusli N. Wadia	60,000
Mr. A.K. Hirjee	1,40,000
Mr. Keshub Mahindra	40,000
Mr. M.L. Apte	1,30,000
Mr. D.E. Udawadia	60,000
Mr. P. K. Cassels	10,000
Mr. B. N. B. Tao	—
Mr. Ishaat Hussain	30,000

- (ii) Details of remuneration paid to Managing Director/Deputy Managing Director during the year 2008-09 are given below:

(In Rupees)

	Salary (including Provision for Compensated Absences)	Contribution to Provident Fund & Other Funds	Perquisites in Cash or in kind
Mr. Ashok Panjwani	61,59,750.00	13,92,390.00	11,42,996.00
Mr. Jeh Wadia	42,03,125.00	10,89,450.00	17,64,333.67

The above remuneration excludes provision for accruing gratuity.

The above remuneration includes Rs. 7,49,500 provided and/or paid to the Deputy Managing Director during the year pending approval of Central Government under Section 198, 309 and other applicable provisions of the Companies Act, 1956

Notes: (a) The Agreements with the Managing/Deputy Managing Director are for a period of five years. Either party to the Agreement is entitled to terminate the Agreement by giving not less than six calendar months' prior notice in writing to the other party provided however that the Corporation is entitled to terminate the employment of the other party at any time by payment to him of six months' salary in lieu of such notice.

(b) Presently, the Corporation does not have a scheme for grant of stock options either to the wholtime directors or to its employees. However the Shareholders' approval under Section 79A and 81 of the Companies Act, 1956 to offer, issue and allot equity shares to the employees under Employee Stock Option Scheme, is taken.

5. Shareholders' Committees:

(a) Shareholders'/Investors' Grievance Committee:

The Corporation constituted Shareholders'/Investors' Grievance Committee in accordance with the requirements of Clause 49 of the Listing Agreements with Stock Exchanges.

The present Committee consists of 2 Non-Executive Directors and 1 Executive Director namely:

Mr. A. K. Hirjee – Chairman

Mr. M.L. Apte

Mr. Jeh Wadia

During the year under review, four Meetings of the Shareholders'/Investors' Grievance Committee were held, the dates being 30th May, 2008, 30th July, 2008, 27th October, 2008 and 27th January, 2009. Mr. M. L. Apte & Mr. A K Hirjee attended all the aforesaid meetings, Mr. Jeh Wadia attended meeting held on 27th January, 2009.

This Committee looks into the redressing of shareholders' and investors' complaints like transfer/transmission of shares, non-receipt of balance sheets, non-receipt of dividend, etc.

(b) Share Transfer Committee:

The Board has given authority to any 2 Directors residing in Mumbai to approve the transfer deeds presented for transfer of shares of the Corporation. The transfer deeds received are sent to the Directors normally twice in a month for their approval and the same are confirmed at the subsequent Board Meeting.

All shares received for transfer were registered and dispatched within 30 days of receipt, if the documents were correct and valid in all respects. The transfer deeds were sent 23 times during the year, for approval of the Directors.

Name and designation of Compliance Officer:

Mr.Nitin H. Datanwala, Vice President Corporate & Company Secretary.

No. of Shareholders' complaints received during the year: 22

No. of Complaints not resolved to the satisfaction of shareholders: Nil

No. of pending share transfers: Nil.

6. General Body Meetings:

(a) Location and time of General Meetings:

Sr. No	Type	Date	Location	Time
1.	AGM	30th July, 2008.	Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai - 400 020	4.00 PM.
2.	AGM	31st July, 2007.	Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai - 400 020	4.30 PM.
3.	AGM	25th July, 2006.	Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai - 400 020	3.45 PM.

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(b) The details of Special Resolutions passed in the previous 3 AGMs:

The details of the Special Resolutions passed at the last three Annual General Meetings are as under:

Financial Year ended	Date and Time	Venue	Special Resolutions passed
31st March, 2006	25th July, 2006, 3.45 p.m.	Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai - 400 020	<ul style="list-style-type: none"> - Approval under Section 372A of the Companies Act to invest the funds of the Corporation upto Rs. 50 crores by acquiring equity shares of The Bombay Dyeing & Manufacturing Co. Ltd. - Approval for revision in the remuneration payable to Mr. Ashok Panjwani, Managing Director. - Approval for revision in the remuneration payable to Mr. Jeh Wadia, Deputy Managing Director.
31st March, 2007	31st July, 2007, 4.30 p.m.	Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai - 400 020	<ul style="list-style-type: none"> - Re-appointment of Mr. Ashok Panjwani as Managing Director of the Corporation for 5 years on remuneration and other terms as set out. - Re-appointment of Mr. Jeh Wadia as Deputy Managing Director of the Corporation for 5 years on remuneration and other terms as set out. - Approval under Sections 79A and 81 of the Companies Act to offer, issue and allot equity shares and/or equity linked instruments to the employees of the Corporation including Whole-time and Executive Directors, under Employee Stock Option Scheme
31st March, 2008	30th July, 2008, 4.00 p.m.	Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai - 400 020	<ul style="list-style-type: none"> - Approval under Section 309 (4) read with Section 309 (7) of the Companies Act to pay its Directors (Other than Managing Director, the Deputy Managing Director or the Whole time Director) commission not exceeding 1% of the net profits of the Corporation for each of five financial years commencing from 1st April, 2008.

- (c) The details of Special Resolutions passed last year through postal ballot: Not Applicable
- (d) Person who conducted the postal ballot exercise: Not applicable
- (e) Whether any Special Resolution is proposed to be conducted through postal ballot at the ensuing AGM: No
- (f) Procedure for postal ballot: Not Applicable.

7. Other Disclosures:

- (a) Disclosures on materially significant related party transactions that may have potential conflict with the interests of the Corporation at large:
 - None.
- (b) Disclosure of Accounting Treatment:
 - In the preparation of financial statements, no treatment materially different from that prescribed in Accounting Standards had been followed.
- (c) Board Disclosures – Risk Management:
 - The Corporation has adopted and implemented Risk Management Systems and Procedures as structured by a Consultant, in respect of its Corporate Office and major units like South India Plantations, BCL Springs Division and Formica India Division.
- (d) The Corporation has adopted a Code of Conduct for prevention of Insider Trading in terms of Regulation 12(1) of the SEBI (Prohibition of Insider Trading) Regulations, 1992 as amended, for prevention of Insider Trading in the shares of the Corporation by its Directors and Designated Employees.
- (e) Details of non-compliance by the Corporation, penalties, strictures imposed on the Corporation by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last 3 years:
 - None.
- (f) Whistle Blower Policy and affirmation that no personnel has been denied access to the Audit Committee:
 - Presently, the Corporation does not have a Whistle Blower Policy.
- (g) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:
 - The Corporation has complied with all the mandatory requirements of this Clause. As regards the non-mandatory requirements, the extent of compliance has been stated in this report against each item.

8. Means of Communication:

- (i) The quarterly, half-yearly and yearly financial results of the Corporation are sent to the Stock Exchanges immediately after these are approved by the Board.
- (ii) Quarterly results: Quarterly results are published in newspapers such as Free Press Journal in English and Navshakti in Marathi.
- (iii) Any Website displayed: Yes – <http://www.bbtcl.com>
- (iv) Whether it also displays official news releases: No.
- (v) Whether presentations made to institutional investors or to the analysts: No.
- (vi) Whether Management Discussion and Analysis Report is a part of Annual Report or not: Yes.

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9. General Shareholder Information:

(a) AGM: Date, Time and Venue:

28th July, 2009 — 4.00 p.m. at Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai 400 020.

(b) Financial Calendar (tentative):

Financial reporting for the quarter ending June, 2009	End July, 2009
Financial reporting for the quarter ending September, 2009	End October, 2009
Financial reporting for the quarter ending December, 2009	End January, 2010
Financial reporting for the year ending March 31, 2010	End May, 2010
Annual General Meeting for the year ending March 31, 2010	Last week of July, 2010

(c) Book closure period: 14th July, 2009 to 28th July, 2009 (both days inclusive).

(d) Dividend payment date: 7th August, 2009.

(e) Listing on Stock Exchanges: The Corporation's Securities are listed at:

(1) Bombay Stock Exchange Limited, Mumbai

(2) The National Stock Exchange of India Ltd., Mumbai.

Listing fees as prescribed, have been paid to the aforesaid Stock Exchanges upto March, 2010.

(f) **Stock Code** : BSE National Stock Exchange (NSE)

Physical form : 1425 BBTC EQ.

Demat form : 501425 BBTC EQ.

(g) **Stock Market Data** : Please see Annexure 1.

(h) **Stock Performance** : Please see Annexure 2.

(i) **Registrar & Transfer Agents:** Sharepro Services (India) Private Ltd.

Registered Office:

Unit: The Bombay Burmah Trading Corporation, Limited

13AB, Samhita Warehousing Complex,

2nd Floor, Sakinaka Telephone Exchange Lane,

Off Andheri Kurla Road, Sakinaka,

Andheri (E), Mumbai 400 072

Tel: 6772 0403 • Fax: 2837 5646 • E-mail: sharepro@vsnl.com

Investor Relation Centre:

912, Raheja Centre, Free Press Journal Road,

Nariman Point, Mumbai - 400 021.

(j) Share Transfer System:

Share Transfers in physical form are registered and returned within a period of 30 days from the date of receipt in case documents are complete in all respects. The total number of transfers/transmissions received and total number of shares transferred/transmitted during the year 1st April, 2008 to 31st March, 2009 were:

Particulars	No. of Transfers	No. of Shares
Transfers	47	5,430
Transmission	37	9,340
Total	84	14,770

(k) **Dematerialisation of shares and liquidity:**

74.46 % of the paid-up capital of the Corporation has been dematerialised as on 31st March, 2009.

Trading in Equity Shares of the Corporation is permitted only in dematerialised form.

(l) (i) **Distribution of shareholding as on 31st March, 2009.**

Group of Shares	No. of Shareholders	No. of Shares held	% of Total Shares
1 to 500	10,724	10,99,029	7.88
501 to 1000	570	4,08,213	2.92
1001 to 2000	311	4,28,859	3.07
2001 to 3000	109	2,68,043	1.92
3001 to 4000	39	1,34,767	0.97
4001 to 5000	25	1,13,364	0.81
5001 to 10000	46	3,32,820	2.39
10001 and above	38	1,11,69,285	80.04
Total	11,862	1,39,54,380	100.00

(ii) **Shareholding pattern as on 31st March, 2009.**

	No. of Shares held	% of Shares
Promoter Group *	89,36,149	64.04
Financial Institutions	1,86,137	1.34
Nationalised Banks	18,742	0.13
Mutual Fund & UTI	27,350	0.19
FIs	73,654	0.53
Others	47,12,348	33.77
Total	1,39,54,380	100.00

* Promoter Group Companies:

Mr. Nusli N. Wadia and his relatives in terms of Section 6 of the Companies Act, 1956, Archway Investments Company Ltd., Jehreen Investments Ltd., Lochness Investments Ltd., Nowrosjee Wadia & Sons Ltd., N. W. Exports Ltd., Damascus Investments & Trading Co. Ltd., Gherzi Eastern Investments Ltd., Nessville Trading Pvt. Ltd., National Peroxide Ltd., Naperol Investments Ltd., Varnilam Investments & Trading Co. Ltd., Pointers Export Pvt. Ltd., Sunflower Investments & Textiles Pvt. Ltd., Go Investments and Trading Private Limited (Formerly, Sewakunj Investments And Trading Company Pvt. Ltd.) and their holding companies, subsidiary companies and associates.

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(m) Plant Locations:

- Tea and Coffee Estates : (1) Mudis Group of Estates, Mudis P.O. 642117, Coimbatore Dist. Tamil Nadu State.
- (2) Singampatti Group of Estates, Manjolai P.O. 627 420, Tirunelveli Dist. Tamil Nadu State.
- (3) Dunsandle Estate, Dunsandle P.O., Ootacamund 643 005, Nilgiri Dist., Tamil Nadu State.
- (4) Elk Hill Group of Estates, P.O. Box No.12, Sidapur P & T.O. 571253, South Coorg, Karnataka State.
- (5) Usambara Group, Marvera & Herkulu Estate, P.O. Box 22, Soni, Tanzania.
- Formica India Division : Plot No. 23 to 26 and 46 to 48, Sector 5, II E, Pant Nagar Industrial Estate Rudrapur, Udham Singh Nagar Uttarakhand - 263 153.
- BCL Springs Division : M.I.D.C. Industrial Area, Plot F - 13 Chikalhana, Aurangabad - 431 210 Maharashtra State.
- : K-103, MIDC, Waluj, Aurangabad – 431 133 Maharashtra State.
- Weighing Products Division : Plot 304, GIDC, Valsad Industrial Estate, Gundlav, Valsad 396 035, Gujarat State.
- Dental Products of India Division : Plot No. 23 to 26 and 46 to 48, Sector 5, II E, Pant Nagar Industrial Estate Rudrapur, Udham Singh Nagar Uttarakhand 263 153.
- Malaysian Branch : Suite 628, 6th Floor, Pan Global Plaza, Jalan Wong Ah Fook 80000, Johor Bahru, Malaysia.
- Address for Correspondence : 9, Wallace Street, Fort, Mumbai - 400 001.
- E-Mail : bbtcl@bom2.vsnl.net.in

B. NON-MANDATORY REQUIREMENTS:

1. (a) Whether Chairman of the Board is entitled to maintain a Chairman's office at the Corporation's expense and also allowed reimbursement of expenses incurred in performance of his duties:
 - Yes. The Corporation reimburses Chairman's proportionate office expenses.
- (b) Independent Directors may have a tenure not exceeding, in the aggregate, a period of nine years, on the Board of the Corporation:
 - All the Independent Directors have a tenure exceeding, in the aggregate, a period of nine years, on the Board of the Corporation, except Mr. B. N. B. Tao and Mr. Ishaat Hussain.

2. Remuneration Committee:
 - Please refer to Sr. No. A. 4 of this Report.
3. Shareholder rights — The half-yearly declaration of financial performance including summary of the significant events in last six months should be sent to each household of Shareholders:
 - As the Corporation's half yearly results are published in English newspapers having a circulation all over India and in a Marathi newspaper (having a circulation in Mumbai) the same are not sent to the Shareholders of the Corporation.
4. Audit Qualification:
 - The Corporation will endeavour to resolve the observations of Auditors in their report with regard to the Accounting treatment of the Derivative Contracts.
5. Training of Board Member — Corporation may train its Board Members in the business model of the Corporation as well as the risk profile of the business parameters of the Corporation, their responsibilities as directors, and the best ways to discharge them:
 - Presently the Corporation does not have such a training programme.
6. Mechanism for evaluating non-executive Board Members — The performance evaluation of non-executive Directors may be done by a peer group comprising the entire Board of Directors, excluding the Director being evaluated; and Peer Group evaluation should be the mechanism to determine whether to extend/continue the terms of appointment of Non-Executive Directors:
 - Presently the Corporation does not have such a mechanism.
7. Whistle Blower Policy:
 - Presently the Corporation does not have a Whistle Blower Policy.

DECLARATION

As provided under Clause 49 of the Listing agreement with the Stock Exchanges, this is to confirm that all the Directors and Members of Senior Management have affirmed compliance with the Code of Conduct for the financial year ended 31st March, 2009.

For The Bombay Burmah Trading Corporation, Limited

ASHOK PANJWANI
Managing Director

Mumbai, the 30th day of June, 2009

The Bombay Burmah Trading Corporation, Limited

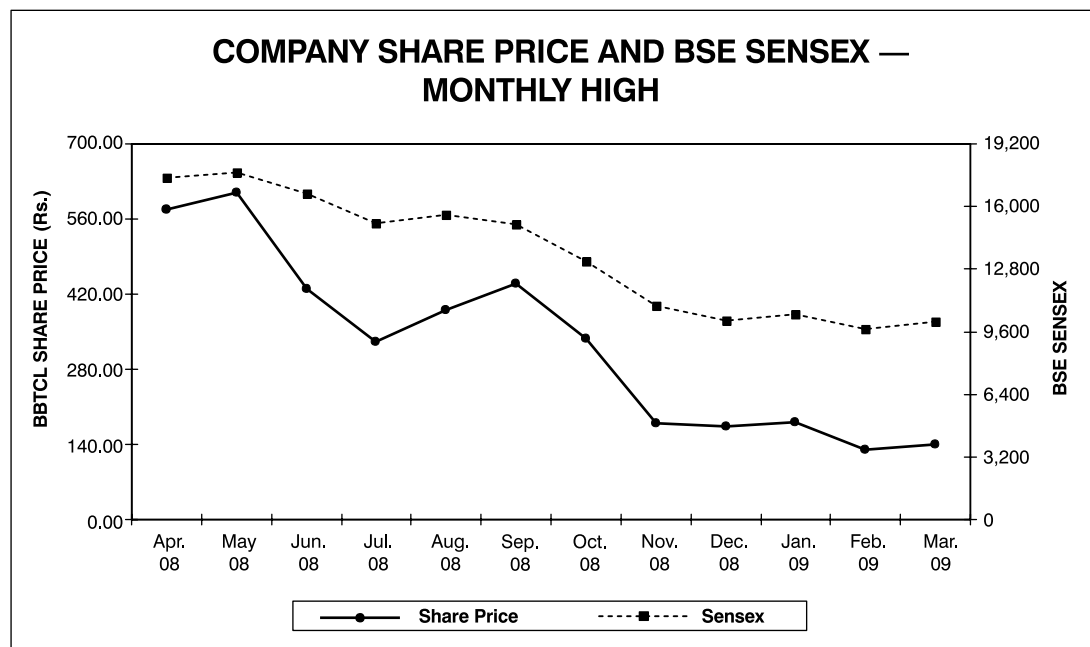
Annexure 1

STOCK MARKET DATA

Month	Month's High Price (In Rs.)		Month's Low Price (In Rs.)		No. of Shares Traded		No. of Trades		Value Rs. (In Lakhs)	
	BSE	NSE	BSE	NSE	BSE	NSE	BSE	NSE	BSE	NSE
April, 2008	577.00	578.35	366.00	355.20	63,274	9,345	1,295	114	298.54	38.04
May, 2008	609.80	608.00	405.20	404.20	22,051	1,035	689	34	117.29	9.32
June, 2008	430.00	429.80	313.90	312.80	15,851	825	493	19	61.43	3.35
July, 2008	330.85	330.75	267.00	267.00	36,685	5,087	1,115	55	106.99	15.34
August, 2008	390.65	395.70	281.00	285.00	37,303	6,310	1,003	218	130.97	23.76
September, 2008	439.80	439.00	318.00	312.50	33,801	5,681	889	146	128.57	23.73
October, 2008	337.75	337.90	164.90	158.50	12,668	2,356	385	46	29.67	5.76
November, 2008	179.95	183.25	128.25	140.00	17,232	3,835	397	42	27.10	6.09
December, 2008	174.30	170.00	126.05	127.50	39,432	2,143	490	99	60.36	2.97
January, 2009	181.90	185.80	121.05	123.15	23,208	2,801	459	81	35.55	4.00
February, 2009	129.90	132.95	110.00	112.00	30,372	1,815	390	39	36.84	2.23
March, 2009	140.00	139.35	100.00	99.00	56,887	1,488	496	46	66.50	6.57

Annexure 2

STOCK PERFORMANCE



CERTIFICATE

To the Members of The Bombay Burmah Trading Corporation, Limited

We have examined the compliance of conditions of corporate governance by The Bombay Burmah Trading Corporation, Limited ("the Corporation"), for the year ended on 31st March 2009, as stipulated in clause 49 of the Listing Agreements of the said Corporation with stock exchanges.

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

The Chairman of the Audit Committee could not attend the Annual General Meeting.

In our opinion and to the best of our information and according to the explanations given to us, and the representation made by the management, we certify that the Corporation has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreements.

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

For and on behalf of
Deloitte Haskins & Sells
Chartered Accountants
R. SALIVATI
Partner
Membership No. 34004

Place: Mumbai
Date: 30th June, 2009

The Bombay Burmah Trading Corporation, Limited

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

We, Ashok Panjwani, Managing Director and Nitin H. Datanwala, Vice President Corporate and Company Secretary, of The Bombay Burmah Trading Corporation, Limited to the best of our knowledge and belief, certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Corporation's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Corporation during the year which are fraudulent, illegal or violative of the Corporation's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Corporation 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.
- (d) We have indicated to the auditors and the audit committee that:
 - (i) there are no significant changes in internal control during the year;
 - (ii) there are no significant changes in accounting policies during the year, and
 - (iii) there are no instances of fraud of which we have become aware involving the management or an employee having a significant role in the Corporation's internal control system.
- (e) We affirm that we have not denied any personnel access to the audit committee of the Corporation (in respect of matters involving alleged misconduct) and we do not have Whistle Blowers policy in operation, it not being a mandatory requirement of Corporate Governance in the Listing Agreement between the Corporation and the Bombay Stock Exchange and National Stock Exchange respectively; and
- (f) We further declare that all board members and senior managerial personnel have affirmed compliance with the code of conduct for the current year.

Ashok Panjwani
Managing Director

Nitin H. Datanwala
*Vice President Corporate
and Company Secretary*

Mumbai
Dated: June 30, 2009

AUDITORS' REPORT

TO THE MEMBERS OF THE BOMBAY BURMAH TRADING CORPORATION, LIMITED

1. We have audited the attached Balance Sheet of The Bombay Burmah Trading Corporation, Limited ("The Corporation") as at 31st March, 2009 and also the Profit and Loss account and the Cash Flow statement for the year ended as on that date annexed thereto, in which are incorporated the accounts of Johor Bahru, Usambara and South India Branches audited by other auditors. These financial statements are the responsibility of the Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 we enclose in the Annexure, a Statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to in paragraph 3 above, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Corporation so far as appears from our examination of the books and proper returns adequate for the purposes of our audit have been received from branches not visited by us. The Branch Auditors' reports have been forwarded to us and have been appropriately dealt with;
 - (c) The Balance Sheet, Profit and Loss account and the Cash Flow Statement dealt with by this report are in agreement with the books of account and with the audited returns from the branches;
 - (d) In our opinion, the Balance Sheet, Profit and Loss account and the Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
 - (e) On the basis of written representations received from the directors as on 31st March, 2009 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2009 from being appointed as a director in terms of clause (g) of sub-section (1)

The Bombay Burmah Trading Corporation, Limited

of Section 274 of the Companies Act, 1956;

- (f) Without qualifying our report, we draw attention to Note No. 7 of Schedule 22 regarding provision and/or payment of managerial remuneration amounting to Rs. 7.50 lakhs pending approval of the Central Government;
- (g) *We also draw attention to Note No. 18 of Schedule No. 22 regarding provision for foreseeable losses on outstanding derivative contracts on the basis stated in the note. We are unable to form an opinion in this matter.*
- (h) In our opinion and to the best of our information and according to the explanations given to us, the said accounts, read together with the other notes thereon, give the information required by the Companies Act, 1956, in the manner so required and subject to the limited extent of *our comments in paragraph g)*

above, give 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 affairs of the Corporation as at 31st March, 2009;
- (ii) in the case of the Profit and Loss account, of the loss for the year ended on that date; and
- (iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For Deloitte Haskins and Sells
Chartered Accountants

R. SALIVATI
Partner

Membership No: 34004

Mumbai,
Dated: 30th June, 2009

ANNEXURE TO THE AUDITORS' REPORT

Referred to in paragraph 3 of our report of even date on the accounts for the year ended 31st March, 2009 of The Bombay Burmah Trading Corporation, Limited ("The Corporation").

- (i) The nature of the Corporation's activities during the year has been such that clauses (xiii) and (xiv) of paragraph 4 of the order are not applicable to the Corporation for the year.
- (ii) In respect of its fixed assets:
 - (a) The Corporation has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) All the fixed assets have not been physically verified by the management during the year but there is a regular program of verification which in our opinion is reasonable having regard to the size of the Corporation and the nature of its assets. We are informed that no material discrepancies were noticed by the management on such verification.
 - (c) The fixed assets disposed off during the year, in our opinion, do not constitute a substantial part of the fixed assets of the Corporation and such disposal has, in our opinion, not affected the going concern status of the Corporation.
- (iii) In respect of its inventories:
 - (a) As explained to us, inventories were physically verified during the year by the management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Corporation and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us, the Corporation is maintaining proper records of its inventories and discrepancies noticed on verification between the physical stocks and the book records were not material in relation to the operations of the Corporation.
- (iv) According to the information and explanations given to us the Corporation has not granted or taken any loans, secured or unsecured, to or from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act 1956.

In view of what has been stated above, sub-clauses (b), (c), (d), (f) and (g) of clause (iii) of paragraph 4 of the order are not applicable to the Corporation for the year.
- (v) In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Corporation and the nature of its business with regard to purchases of inventory and fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books and records of the Corporation and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control systems.
- (vi) (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 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 exceeding value of Rupees Five Lakhs have been

The Bombay Burmah Trading Corporation, Limited

entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.

(vii) The Corporation has not accepted any deposits from the public during the year and hence the directives issued by the Reserve Bank of India and the provisions of Sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under, are not applicable to the Corporation.

(viii) In our opinion, the Corporation has an internal audit system commensurate with its size and the nature of its business.

(ix) We have broadly reviewed the books of account maintained by the Building Product Division of the Corporation in regard to Synthetic Resins and Plastics and by South India Branches in regard to Tea and Coffee Plantation Products, pursuant to the Rules made by the Central Government for maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956. We are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the books with a view to determine their accuracy or completeness.

To the best of our knowledge and according to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records for any of the other products of the Corporation.

(x) In respect of statutory dues:

(a) According to the information and explanations given to us, the Corporation has been regular in depositing undisputed material 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 with the appropriate authorities during the year.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of Income tax, Wealth tax, Service Tax, Sales tax, Custom duty and Excise duty were outstanding as at 31st March, 2009 for period of more than six months from the date they became payable.

(c) According to the records of the Corporation and the information and explanations given to us, the following are the disputed amounts payable on account of Excise Duty that have not been deposited on account of a dispute.

Name of the Statute	Nature of Dues	Amount (Rs. In lakhs)	Year to which it relates	Forum where the dispute is pending
Central Excise Act	Excise duty	1.99	1999-2000	Commissioner – Appeals
Central Excise Act	Excise duty	162.50	April 98 – April 2004	Central Board of Excise & Customs
Central Excise Act	Excise duty	37.65	May 2004 – Dec 2005	Appellate tribunal of Central Excise
Central Excise Act	Excise duty	3.45	Sept 2004 to Jan 2007	Central Board of Excise & Customs
Central Excise Act	Excise Duty	0.18	Jan 2006 to June 2006	CBEC (Central Board of Excise and Customs)
Central Excise Act	Excise duty	148.62	2003-2004	Appellate tribunal of Central Excise
Central Excise Act	Excise duty	8.66	2004	Joint Commissioner of Central Excise

(xi) The Corporation has no accumulated losses as at 31st March, 2009 and has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xii) In our opinion and according to the information and explanations given to

us, the Corporation has not defaulted in the repayment of dues to financial institutions or banks during the year. The Corporation has not borrowed any monies through issue of debentures. Hence the question of default in repayment of dues to debenture holders during the year does not arise.

- (xiii) According to the information and explanations given to us, the Corporation has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiv) According to the information and explanations given to us, the Corporation has not given guarantees for loans taken by others from banks or financial institutions.
- (xv) In our opinion and according to the information and explanations given to us, the term loans availed by the Corporation were, prima facie, applied by the Corporation during the year for the purposes for which the loans were obtained, other than temporary deployment pending application.
- (xvi) According to the information and explanations given to us and on an overall examination of the balance sheet of the Corporation, funds raised on short-term basis have, prima facie, not

been used during the year for long-term investment.

- (xvii) The Corporation has not made any preferential allotment of shares to parties and companies covered in the Register maintained under Section 301 of the Companies Act, 1956 during the year.
- (xviii) The Corporation has not borrowed any monies through issue of debentures. Hence, the requirement of reporting under clause (xix) of the order does not arise.
- (xix) The Corporation has not raised any money by public issue during the year. Accordingly, provisions of clause (xx) are not applicable to the company.
- (xx) According to the information and explanations given to us, no fraud on or by the Corporation was noticed or reported during the year.

For Deloitte Haskins and Sells
Chartered Accountants

R. SALIVATI
Partner

Membership No: 34004

Mumbai,

Dated: 30th June, 2009

The Bombay Burmah Trading Corporation, Limited

BALANCE SHEET AS AT 31ST MARCH, 2009

	Schedule No.	(Rupees in Lakhs)		As at 31st March, 2008	
		As at 31st March, 2009 Rupees	Rupees	Rupees	Rupees
I. SOURCES OF FUNDS:					
1. SHAREHOLDERS' FUNDS —					
(a) Capital	1	1,396.27		1,396.27	
(b) Reserves and Surplus	2	5,764.03		7,429.63	
			7,160.30		8,825.90
2. LOAN FUNDS —					
(a) Secured Loans	3	35,231.09		27,001.96	
(b) Unsecured Loans	4	8.53		0.45	
			35,239.62		27,002.41
3. DEFERRED TAX LIABILITY (Net)			614.94		532.66
TOTAL			43,014.86		36,360.97
II. APPLICATION OF FUNDS:					
1. FIXED ASSETS —					
(a) Gross Block	5	17,184.55		16,301.56	
(b) Less: Depreciation		7,552.97		6,870.82	
(c) Net Block		9,631.58		9,430.74	
(d) Capital Work-in-Progress		201.49		175.02	
			9,833.07		9,605.76
2. INVESTMENTS —	6		10,673.91		11,856.62
3. FOREIGN CURRENCY MONETARY ITEM TRANSLATION DIFFERENCE ACCOUNT			2,654.59		—
4. CURRENT ASSETS, LOANS AND ADVANCES —					
(a) Inventories	7	7,094.21		6,474.01	
(b) Sundry Debtors	8	5,403.89		5,479.32	
(c) Cash and Bank Balances	9	5,589.68		3,931.83	
(d) Other Current Assets	10	1,131.53		92.57	
(e) Loans and Advances	11	4,685.18		3,956.23	
		23,904.49		19,933.96	
Less: CURRENT LIABILITIES AND PROVISIONS —					
(a) Liabilities	12	3,701.38		3,956.61	
(b) Provisions	13	349.82		1,078.76	
		4,051.20		5,035.37	
NET CURRENT ASSETS			19,853.29		14,898.59
TOTAL			43,014.86		36,360.97
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS	22				

As per our attached report of even date.
For DELOITTE HASKINS & SELLS
Chartered Accountants

R. SALIVATI
Partner
Membership No. 34004

Mumbai:
Dated, 30th June, 2009.

The above Balance Sheet including Schedule Numbers 1 to 13 and 22 is hereby authenticated by us.

For and on behalf of the Board

A. PANJWANI	Managing Director	NUSLI N. WADIA	Chairman
J. N. WADIA	Deputy Managing Director	K. MAHINDRA	Director
N. H. DATANWALA	Vice President Corporate & Co. Secretary	M. L. APTE	Director
		D. E. UDWADIA	Director
		ISHAAT HUSSAIN	Director

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009
(Rupees in Lakhs)

INCOME	Schedule No.	Rupees		Previous Year	
		Rupees	Rupees	Rupees	Rupees
Sales	14	26,577.71		23,778.94	
Less: Excise Duty recovered on Sales		887.15		1,169.28	
Net Sales			25,690.56		22,609.66
Other Income	15		3,323.69		2,406.03
			<u>29,014.25</u>		<u>25,015.69</u>
EXPENDITURE					
Decrease/(Increase) in Stocks	16		(19.95)		67.11
Raw Materials Consumed			9,970.80		8,718.42
Purchase of Trading Goods			813.15		1,502.44
Operation and Other Expenses	17		8,227.92		6,821.10
Payments to and Provision for Employees	18		4,741.69		3,831.07
Cost relating to Real Estate Division	19		18.72		26.79
Interest	20		2,374.95		2,067.21
Depreciation		773.64		701.40	
Less: Transferred from Revaluation Reserve		—		0.55	
			<u>773.64</u>		<u>700.85</u>
			<u>26,900.92</u>		<u>23,734.99</u>
OPERATING PROFIT			<u>2,113.33</u>		<u>1,280.70</u>
Less: Loss on Exchange (Net)					
Refer Note No. 20 of Schedule No. 22		2,165.12			—
Long Term Investment written off (Refer Note No. 19 of Schedule No. 22)		1,188.88			—
			<u>3,354.00</u>		<u>—</u>
(LOSS)/PROFIT BEFORE TAXATION			<u>(1,240.67)</u>		<u>1,280.70</u>
Provision for Taxation	21	144.28			233.31
Short Provision for taxes of earlier years		2.58			—
			<u>146.86</u>		<u>233.31</u>
(LOSS)/PROFIT AFTER TAXATION			<u>(1,387.53)</u>		<u>1,047.39</u>
Brought Forward from Previous Year			1,244.78		987.17
Transferred from General Reserve			306.01		—
AMOUNT AVAILABLE FOR APPROPRIATION			<u>163.26</u>		<u>2,034.56</u>
APPROPRIATIONS					
Proposed Dividend			139.54		418.63
Corporate Dividend Tax thereon			23.72		71.15
Transferred to General Reserve			—		300.00
Surplus carried to Balance Sheet			<u>—</u>		<u>1,244.78</u>
			<u>163.26</u>		<u>2,034.56</u>
Basic and Diluted Earnings per Share (in Rs.) – Face Value Rs. 10/- each			<u>(9.94)</u>		<u>7.51</u>
Refer Note No.13 of Schedule No. 22					
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS	22				

As per our attached report of even date.

For DELOITTE HASKINS & SELLS
Chartered Accountants

R. SALIVATI
Partner
Membership No. 34004

Mumbai:
Dated, 30th June, 2009.

The foregoing Profit and Loss Account for the year ended 31st March, 2009 including Schedule Numbers 14 to 22 is hereby authenticated by us.

For and on behalf of the Board

A. PANJWANI	Managing Director	NUSLI N. WADIA	Chairman
J. N. WADIA	Deputy Managing Director	K. MAHINDRA	Director
N. H. DATANWALA	Vice President Corporate & Co. Secretary	M. L. APTE	Director
		D. E. UDWADIA	Director
		ISHAAT HUSSAIN	Director

The Bombay Burmah Trading Corporation, Limited

CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET FOR YEAR ENDED 31ST MARCH, 2009

(Rupees in Lakhs)

	Rupees		<i>Previous Year</i>	
	Rupees	Rupees	<i>Rupees</i>	<i>Rupees</i>
A. Cash flows from operating activities:				
(Loss)/Profit before Taxation		(1,240.67)		1,280.70
Adjustments for:				
Depreciation	773.64		700.85	
Loss on Exchange (net)	2,165.12		—	
Profit on Sale of Fixed Assets (Net)	(2.97)		(3.69)	
Assets discarded written off	9.40		—	
Net Block of Leasehold and Freehold Land and Building transferred to Cost relating to Real Estate	—		(140.98)	
Long term investment written off	1,188.88		22.98	
Currency alignment on conversion of accounts of non-integral foreign branches on Investments	(6.17)		—	
Provision for Doubtful Debts (Net)	29.15		52.13	
Excess Provision written back	(70.05)		(34.03)	
Advances/Doubtful Debts written off	0.09		4.26	
Interest expense	2,374.95		2,067.21	
Interest income	(597.19)		(588.25)	
Dividend income	(1,543.84)		(747.50)	
		4,321.01		1,332.98
Operating Profit before working capital changes		3,080.34		2,613.68
Adjustments for:				
Increase in Sundry Debtors and other receivables	(171.93)		(806.24)	
Increase in Inventories	(620.20)		(1,735.81)	
(Decrease)/Increase in Sundry Creditors and Provisions	(636.72)		711.50	
		(1,428.85)		(1,830.55)
Cash from operations		1,651.49		783.13
Currency alignment on conversion of accounts of non-integral foreign branches & on fixed assets		89.06		(35.00)
Transitional liability on account of Revised AS-15		—		(39.72)
Direct taxes paid (Net)		(237.50)		(258.05)
Net cash from operating activities		1,503.05		450.36
B. Cash flows from investing activities:				
Purchase of fixed assets		(1,110.98)		(1,569.77)
Net Block of Leasehold and Freehold Land and Building transferred to Cost relating to Real Estate		—		140.98
Proceeds from sale of fixed assets		113.39		215.43
Purchase of Investments		—		(2,596.01)
Advances & Loans to Subsidiaries (Net)		(383.45)		(352.56)
Bank Deposits made during the year		(4,676.18)		(2,647.17)
Bank Deposits withdrawn during the year		2,647.17		3,140.29
Interest income		408.85		586.88
Dividend income		693.22		983.40
Net cash used in investing activities		(2,307.98)		(2,098.53)

CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET FOR YEAR ENDED 31ST MARCH, 2009 (Contd.)

(Rupees in Lakhs)

	Rupees	Previous Year	
		Rupees	Rupees
C. Cash flows from financing activities:			
Repayment of Hire Purchase loan (Net)	(43.01)		(7.33)
Proceeds of term loans (Net)	3,746.02		3,894.00
Repayment of Intercompany Deposits (Repayment)/Proceeds of Cash Credit/Overdraft account	—		(10.00)
Interest paid	(2,285.81)		(2,211.18)
Dividends paid (including Corporate Dividend Tax)	(484.26)		(485.80)
Net cash from financing activities	433.77		1,507.01
Net decrease in cash and cash equivalents (A + B + C)	(371.16)		(141.16)
Cash and cash equivalents as at the commencement of the year	1,284.66		1,425.82
Cash and cash equivalents as at the end of the year	913.50		1,284.66
Net increase/(decrease) as disclosed above	(371.16)		(141.16)
Components of Cash and Cash Equivalents as at	31-03-2009		31-03-2008
Cash on hand	14.54		10.47
Balances with Banks - on Current Account	898.96		1,274.19
	913.50		1,284.66

Notes:

- (1) The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting standard (AS - 3) "Cash Flow Statements" as notified under the Companies (Accounting Standards) Rules, 2006.
- (2) Component of Cash and Cash equivalents have been changed to exclude bank deposits with maturity of more than 3 months aggregating to **Rs. 4,676.18 lakhs** (Previous year Rs. 2,647.17 lakhs).
- (3) Figures relating to Previous year have been recast where necessary to conform to figures of the current year.

As per our attached report of even date.

For and on behalf of the Board

For DELOITTE HASKINS & SELLS
Chartered Accountants

R. SALIVATI
Partner
Membership No. 34004

Mumbai:
Dated, 30th June, 2009.

A. PANJWANI

J. N. WADIA

N. H. DATANWALA

Managing Director

Deputy Managing Director

Vice President Corporate &
Co. Secretary

NUSLI N. WADIA

K. MAHINDRA

M. L. APTE

D. E. UDWADIA

ISHAAT HUSSAIN

Chairman

Director

Director

Director

Director

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

	<i>(Rupees in Lakhs)</i>	
	As at 31st March, 2009	As at 31st March, 2008
	Rupees	Rupees
SCHEDULE NO. 1		
SHARE CAPITAL:		
AUTHORISED —		
1,50,00,000 Equity Shares of Rs.10/- each	1,500.00	1,500.00
	<u>1,500.00</u>	<u>1,500.00</u>
ISSUED AND SUBSCRIBED —		
1,39,54,380 Equity Shares of Rs. 10/- each fully paid-up	1,395.44	1,395.44
Of the above —		
(1) 25,000 Shares of Rs. 10/- each are allotted as fully paid-up pursuant to a contract without payment being received in cash and 1,25,000 Shares of Rs. 10/- each are allotted as fully paid-up pursuant to the Scheme of Arrangement for relinquishment of special rights attached to the original shares.		
(2) 1,07,94,377.50 Shares of Rs. 10/- each are allotted as fully paid-up by way of Bonus Shares by capitalisation of General Reserve and Securities Premium Account.		
(3) On 10,50,000 Shares of Rs. 10/- each a sum of Rs. 6/- per share was credited by way of Bonus by capitalisation of Reserves.		
<i>Add:</i> Forfeited Shares —		
Amount paid-up	0.83	0.83
TOTAL	<u>1,396.27</u>	<u>1,396.27</u>
SCHEDULE NO. 2		
RESERVES AND SURPLUS:		
Capital Reserve Account —		
As per last Balance Sheet	89.47	89.47
Revaluation Reserve Account —		
As per last Balance Sheet	—	0.55
<i>Less:</i> Difference between depreciation on Revalued Cost of Plant and Machinery and Original Cost thereof for the year transferred to Profit and Loss Account	—	0.55
	—	—
Securities Premium Account —		
As per last Balance Sheet	3,637.21	3,637.21
Foreign Currency Translation Reserve Account —		
As per last Balance Sheet	(50.96)	(11.74)
<i>Add/(Less):</i> Amount transferred on account of resulting exchange differences on conversion of non-integral foreign branches	98.85	(39.22)
	47.89	(50.96)
General Reserve Account —		
As per last Balance Sheet	2,509.13	2,248.85
<i>Add:</i> Transfer from Profit and Loss account	—	300.00
<i>Less:</i> Transferred to Foreign Currency Monetary Item Translation Difference account (Refer Note No. 20 of Schedule No. 22)	(213.66)	—
<i>Less:</i> Transitional liability arising on account of adoption of Revised AS-15 (Refer Note No. 16 of Schedule No. 22)	—	(39.72)
<i>Less:</i> Transferred to Profit and Loss account	(306.01)	—
	1,989.46	2,509.13
Profit and Loss Account	—	1,244.78
TOTAL	<u>5,764.03</u>	<u>7,429.63</u>

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

<i>(Rupees in Lakhs)</i>		
Rupees	As at 31st March, 2009 Rupees	As at 31st March, 2008 Rupees
SCHEDULE NO. 3		
SECURED LOANS:		
Loans and Advances from Banks —		
Cash Credit/Overdraft Accounts (Secured by hypothecation of all stocks of Raw Materials, Finished Goods, Semi-finished Goods, Goods-in-process, Stores and Book Debts, both present and future and further secured by charge on property/investments as described below and Bank Deposits in Schedule 9).	1,187.74	1,686.91
Term Loans —		
Term Loans and other facilities from a Bank aggregating to Rs. 18,000 lakhs are secured by way of an Equitable Mortgage by Deposit of title deeds of Mudis and Singampatti Estates together with Buildings and structures thereon and all plant and machinery permanently attached to the earth and by way of hypothecation of current assets including inventories and receivables, present and future, subject to the prior charges created in favour of the Corporation's bankers for working capital requirements. The said facilities are further secured by way of any equitable mortgage by deposit of title deeds of leasehold land at Akurdi, Pune.		
Term Loan and other facilities from a Bank aggregating to Rs. 15,100 lakhs are secured by an extension of first charge on Elkhill estates and exclusive charge on Fixed Assets including land of Formica India Division at Rudrapur, Uttaranchal and also by way of first charge on BCL Springs Division at Aurangabad as collateral.		
Term Loan facilities from a Bank aggregating to Rs. 6,000 lakhs are secured by way of an equitable mortgage by deposit of title deeds of Dunsandle estates together with buildings and structures thereon and hypothecation of plant and machinery and vehicles.	33,996.62	25,225.31
Hire Purchase Loan	56.37	103.21
Less: Unmatured Finance charges	9.64	13.47
	46.73	89.74
[Principal amounts payable within 1 year Rs. 15.83 lakhs (<i>Previous Year Rs. 40.79 lakhs</i>)] (Hire Purchase Loan is secured by a lien on vehicle purchased under Hire Purchase agreement)		
TOTAL	35,231.09	27,001.96

SCHEDULE NO. 4**UNSECURED LOANS:**

Intercompany Deposits	8.00	—
From Others	0.53	0.45
TOTAL	8.53	0.45

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

SCHEDULE NO. 5

FIXED ASSETS:

	(Rupees in Lakhs)													
	Original/ Revalued Balance as at 1st Apr., 2008	Cost of Additions during the year	Cost of Disposals/ Transfers during the year	Currency Alignment Closing Balance	Cost/ Revalued Cost or Balance as at 31st March, 2009	Accumulated Depreciation/ Amortisation as on 1st April 2008	Currency Alignment Opening Balance	Depreciation/ Amortisation for the year	Currency Alignment for the year	Depreciation/ Amortisation on Disposals/ Transfers during the year	Depreciation/ Amortisation to 31st March, 2009	Net Book Value as at 31st March, 2009	Net Book Value as at 31st March, 2008	
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	
INTANGIBLE ASSETS:														
Goodwill	52.09	—	—	—	52.09	20.84	—	10.42	—	31.26	20.83	31.25		
Technical know-how	25.64	—	—	—	25.64	20.51	—	5.13	—	25.64	—	5.13		
Computer Software	20.02	—	—	—	20.02	3.22	—	1.07	—	4.29	15.73	16.80		
TANGIBLE ASSETS:														
LAND:														
Freehold	181.19	—	—	—	181.19	—	—	—	—	—	181.19	181.19		
Leasehold	417.25	—	—	0.08	417.33	16.20	0.02	4.88	—	21.10	396.23	401.05		
ROADS	101.93	—	—	—	101.93	38.17	—	3.15	—	41.32	60.61	63.76		
DEVELOPMENT – Plantations	1,285.50	225.57	—	0.25	1,511.32	20.12	—	—	—	20.12	1,491.20	1,265.38		
BUILDINGS	* 2,581.55	83.86	—	3.05	2,668.46	945.56	0.83	105.93	0.09	1,052.41	1,616.05	1,635.99		
PLANT AND MACHINERY	** 10,384.51	688.99	(47.69)	17.49	11,043.30	5,224.67	9.36	561.71	1.04	(19.38)	5,777.40	5,159.84		
MOTOR VEHICLES AND TRACTORS	#637.97	58.38	(163.66)	5.48	# 538.17	318.69	5.28	45.35	0.09	(72.15)	297.26	319.28		
FURNITURE AND FIXTURES	613.91	27.71	(16.97)	0.45	625.10	262.84	0.28	36.00	0.02	(16.97)	342.93	351.07		
TOTAL	16,301.56	1,084.51	(228.32)	26.80	17,184.55	6,870.82	15.77	773.64	1.24	(108.50)	9,631.58	9,430.74		
PREVIOUS YEAR TOTAL	15,254.38	1,542.43	(481.29)	(13.96)	16,301.56	6,448.71	(9.05)	701.40	(0.69)	(269.55)	201.49	175.02		
											TOTAL :			
											9,833.07		9,605.76	

CAPITAL WORK-IN-PROGRESS

- * Includes Rs. 4.15 lakhs in respect of which documents evidencing title are held in the name of the Corporation's nominee, which includes cost of 160 shares of Rs. 50 each fully paid-up of the New Cosmopolitan Housing Society Ltd.
- ** Includes Rs. 1,304.85 lakhs being the Revalued Cost of Plant & Machinery, which were revalued as on 30.9.1985.
- # Motor Vehicles and Tractors include Rs. 111.37 lakhs (Previous Year - Rs. 239.28 lakhs) being cost of Assets purchased on Hire Purchase basis on which the lender has a lien.

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

				(Rupees in Lakhs)	
				As at 31st March, 2009	As at 31st March, 2008
				(Book Value) Rupees	(Book Value) Rupees
				(Face Value) Rupees	(Book Value) Rupees
SCHEDULE NO. 6:					
INVESTMENTS:					
LONG TERM INVESTMENTS					
1. TRADE INVESTMENTS —					
SHARES OF OTHER COMPANIES (UNQUOTED) —					
Fully paid at Cost —					
1,774 Ordinary Shares of Anamallais Ropeway Co. Limited of Rs. 100 each	Rs.	1.77		0.01	0.01
5 Ordinary Shares of The Nilgiris Co-operative Central Stores Limited of Rs. 50 each (Face Value Rs. 250, Book Value Rs. 255)		—		—	—
250 Shares of The Valparai Co-operative Wholesale Stores Limited of Rs. 10 each	Rs.	0.03		0.03	0.03
1 Share of The Coorg Orange Growers' Co-operative Society Limited of Rs. 100 (Face Value Rs. 100, Book Value Rs. 100)		—		—	—
50 "Member" Shares of The Tanganyika Farmers' Co-operative Association Limited of Shs. 1,000 each (Face Value Shs. 50,000 Book Value Rs. 3,090)	Rs.	0.03		0.02	0.02
				<u>0.06</u>	<u>0.06</u>
2. OTHER INVESTMENTS —					
(A) SHARES OF OTHER COMPANIES					
<i>Fully paid at Cost — (Quoted)</i>					
*59,28,875 Equity Shares of The Bombay Dyeing and Manufacturing Co. Limited, of Rs. 10 each	Rs.	592.89		9,868.91	9,868.91
4,700 Equity Shares of Citurgia Biochemicals Limited, of Rs. 10 each	Rs.	0.47		0.47	0.47
16 Equity Shares of The Associated Cement Company Limited, of Rs. 10 each (Face Value Rs. 160, Book Value Rs. 160)	Rs.	—		—	—
Fully paid at Cost – (Unquoted) 48,000 Equity Shares of Inor Medical Products Limited of Rs. 10 each	Rs.	4.80		0.29	0.29
11,580 Equity Shares of B.R.T. Limited of Rs. 100 each	Rs.	11.58		15.87	15.87
4,999 Equity Shares of Lima Investment & Trading Company Pvt. Limited of Rs. 100 each	Rs.	5.00		5.00	5.00
2,44,991 Equity Shares of Lotus Viniyog Pvt. Limited of Rs. 10 each	Rs.	24.50		24.50	24.50
				<u>9,925.04</u>	<u>9,925.04</u>
				Carried Forward	Carried Forward
				<u>0.06</u>	<u>0.06</u>

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

				(Rupees in Lakhs)	
				As at 31st March, 2009	As at 31st March, 2008
				(Book Value) Rupees	(Book Value) Rupees
				(Face Value) Rupees	(Book Value) Rupees
SCHEDULE NO. 6:					
INVESTMENTS: (Contd.)					
2. OTHER INVESTMENTS — (Contd.)					
				0.06	0.06
				9,925.04	9,925.04
				5.00	5.00
				5.00	5.00
				—	—
				—	—
				9,925.04	9,925.04
(B) GOVERNMENT SECURITIES —					
				4.01	4.00
(C) SHARES/DEBENTURES OF SUBSIDIARY COMPANIES —					
				76.05	60.02
				29.70	534.60
				20.00	73.62
				106.65	68.48
				864.79	2.09
				5.98	5.98
				744.79	738.63
				10,673.84	10,667.67
				10,673.90	10,667.73

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

				(Rupees in Lakhs)	
		As at 31st March, 2009	As at 31st March, 2008	(Book Value) Rupees	(Book Value) Rupees
		(Face Value) Rupees	(Book Value) Rupees	(Book Value) Rupees	(Book Value) Rupees
SCHEDULE NO. 6:					
INVESTMENTS: (Contd.)					
	Brought Forward			10,673.90	10,667.73
3. CO-OPERATIVE HOUSING SOCIETIES —					
	Fully paid at Cost (unquoted) 1 Ordinary Share of Daisylea Apartment Owners' Association of Rs. 100 (Face Value Rs. 100, Book Value Rs. 100)	—	—		—
	15 Shares of Hermes Park Co-operative Housing Society Limited of Rs. 50 each	Rs. 0.01		0.01	0.01
	10 Shares of Reena Park Co-operative Housing Society Limited of Rs. 50 each (Face Value Rs. 500, Book Value Rs. 500)	—	—		—
				0.01	0.01
4. WARRANTS —					
	Nil (Previous Year 19,30,000) Warrants of The Bombay Dyeing & Manufacturing Co. Ltd. (Rs. 61.60 paid up per warrant)			—	1,188.88
	TOTAL			10,673.91	11,856.62
	Note:				
	Aggregate Amount of Quoted Investments — (Market Value Rs. 9,958.11 Lakhs ; 31st March, 2008; Rs. 36,421.68 Lakhs)			9,869.38	9,869.38
	Aggregate Amount of Unquoted Investments			804.53	1,987.24
	TOTAL			10,673.91	11,856.62
	RM. – Malaysian Ringgit				
	Rp. – Indonesian Rupiah				
	* Out of these Nil (Previous Year 14,50,000) equity shares have been pledged as Collateral Security for term loans availed from Banks.				

				(Rupees in Lakhs)	
		As at 31st March, 2009	As at 31st March, 2008	(Book Value) Rupees	(Book Value) Rupees
		Rupees	Rupees	(Book Value) Rupees	(Book Value) Rupees
SCHEDULE NO. 7					
INVENTORIES:					
	Stores and Spare parts			626.90	521.09
	Stock-in-trade:				
	Raw Materials (includes material in transit Rs. 68.70 lakhs (Previous Year Rs. 27.93 lakhs)			1,633.71	1,338.45
	Work-in-Progress			330.34	273.47
	Finished Goods			2,847.93	2,884.85
	Real Estate under Development			1,655.33	1,456.15
				6,467.31	5,952.92
	TOTAL			7,094.21	6,474.01

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

	(Rupees in Lakhs)	
	As at 31st March, 2009	As at 31st March, 2008
	Rupees	Rupees
SCHEDULE NO. 8		
SUNDRY DEBTORS: (Unsecured)		
(a) Debts outstanding for a period exceeding six months —		
Considered Good	789.08	494.59
Considered Doubtful	135.42	106.27
	<u>924.50</u>	<u>600.86</u>
Less: Provision for Doubtful Debts	135.42	106.27
	<u>789.08</u>	<u>494.59</u>
(b) Other Debts —		
Considered Good	4,614.81	4,984.73
TOTAL	<u>5,403.89</u>	<u>5,479.32</u>

SCHEDULE NO. 9

CASH AND BANK BALANCES:

Cash on hand	14.54	10.47
Cheques on hand	105.99	166.80
Bank Balances		
(a) With Scheduled Banks:		
On Current Accounts	550.93	967.59
On Margin Account	52.80	16.24
Unpaid Dividend Accounts		
— Current Account	27.57	22.05
	<u>631.30</u>	<u>1,005.88</u>
(b) With Others:		
On Current Accounts:		
Standard Chartered Bank, Tanga [Maximum balance during the Year Rs. 166.73 lakhs (Previous Year Rs. 59.48 lakhs)]	120.00	59.48
Standard Chartered Bank, Tawau, [Maximum balance during the Year Rs. 24.56 lakhs (Previous Year Rs. 124.08 lakhs)]	24.56	15.63
National Bank of Commerce, Tanga – [Maximum balance during the Year Rs. 49.69 lakhs (Previous Year Rs. 32.55 lakhs)]	17.11	26.40
	<u>161.67</u>	<u>101.51</u>
Fixed Deposits With Banks [(includes Rs. 16.33 lakhs (Previous Year Rs. 14.84 lakhs) Pledged with Government Authorities) and Rs. 4,579.54 lakhs (Previous Year Rs. 132.33 lakhs) pledged with a Bank for credit facilities granted by the Bank]	4,676.18	2,647.17
TOTAL	<u>5,589.68</u>	<u>3,931.83</u>

SCHEDULE NO. 10

OTHER CURRENT ASSETS:

Interest accrued on Investments and Deposits	215.46	27.12
Dividend Receivable	916.07	65.45
TOTAL	<u>1,131.53</u>	<u>92.57</u>

SCHEDULES TO BALANCE SHEET AS AT 31ST MARCH, 2009

	(Rupees in Lakhs)	
	As at 31st March, 2009	As at 31st March, 2008
	Rupees	Rupees
SCHEDULE NO. 11		
LOANS AND ADVANCES: (Unsecured)		
Advances and Loans to Subsidiaries	2,286.12	1,902.67
Advances and Loans to Others	637.35	652.27
Advance Payment of Income-tax etc. [Net of Provision for Tax Rs. 314.00 lakhs (Previous Year Rs. 317.00 lakhs)]	307.76	180.38
Advance Payment of Fringe Benefit tax [Net of Provision Rs. 52.00 lakhs (Previous Year Rs. 52.00 lakhs)]	1.04	1.04
Deposit in Special Account (Tea Development Account) with National Bank for Agriculture and Rural Development u/s. 33AB of the Income-tax Act, 1961)	0.20	0.20
	<u>3,232.47</u>	<u>2,736.56</u>
Advances recoverable in cash or in kind or for value to be received	1,324.61	1,120.98
Balance with Government and Other Authorities	258.10	228.69
	<u>4,815.18</u>	<u>4,086.23</u>
Less: Provision for Doubtful advances	130.00	130.00
TOTAL	<u>4,685.18</u>	<u>3,956.23</u>
Advances include:		
Considered Good	4,685.18	3,956.23
Considered Doubtful	130.00	130.00
TOTAL	<u>4,815.18</u>	<u>4,086.23</u>

SCHEDULE NO. 12

CURRENT LIABILITIES:

Acceptances	—	363.82
Sundry Creditors		
(i) Total Outstanding dues of micro enterprises and small enterprises (refer note no.12 of Schedule 22)	15.20	—
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	3,155.54	3,093.86
Unclaimed Dividends*	27.57	22.05
Book overdraft with bank	—	62.94
Deposit from lessee for premises given on lease	300.00	300.00
Staff Pension and Other Funds	44.29	44.30
Interest accrued but not due on Secured Loans	158.78	69.64
TOTAL	<u>3,701.38</u>	<u>3,956.61</u>

* There is no amount due and outstanding as at Balance Sheet date to be credited to Investor Education and Protection Fund.

SCHEDULE NO. 13

PROVISIONS:

Taxation [Net of Advance Tax Rs. 8.19 lakhs (Previous Year Rs. 8.14 lakhs)]	26.81	67.85
Fringe Benefit Taxation [Net of Advance Tax Rs. 118.54 lakhs (Previous Year Rs. 72.04 lakhs)]	3.46	7.96
Proposed Dividend	139.54	418.63
Corporate Dividend Tax	23.72	71.15
Provision for compensated absences	156.29	134.37
Provision for Derivative Loss	—	378.80
TOTAL	<u>349.82</u>	<u>1,078.76</u>

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

(Rupees in Lakhs)

SCHEDULE NO. 14	Rupees		Previous Year	
	Rupees	Rupees	Rupees	Rupees
SALES:				
Tea		7,838.55		5,033.36
Coffee		1,289.67		1,052.96
Other Plantation Products		213.22		279.42
Laminates		7,955.95		8,121.06
Precision Springs		7,608.32		7,729.95
Weighing Products		226.36		291.63
Dental Products		1,445.64		1,270.56
	TOTAL	<u>26,577.71</u>		<u>23,778.94</u>

SCHEDULE NO. 15				
OTHER INCOME:				
Agency Commission		120.09		84.78
Interest received (Gross)				
Current Accounts, Loans, Deposits, etc.	404.04			429.33
Loan to Subsidiary Companies	193.15			158.92
		597.19		<u>588.25</u>
Dividends – Long Term Investments				
Other Investments	208.96		289.04	
Subsidiary Companies	1,334.88		458.46	
		1,543.84		747.50
Rent (including Machinery etc. Hire Charges/Lease Rent)		107.54		102.35
Expenses recovered from Subsidiary and other Companies		443.00		269.00
Sundry Receipts		243.30		324.45
Export Benefits and Incentives		167.40		75.63
Profit on Sale of Fixed Assets		5.64		3.69
Profit on Sale of Raw Materials		0.93		2.15
Foreign Exchange Fluctuations (Net)		—		174.20
Insurance claim received		24.07		—
Bad Debts written off earlier recovered		0.64		—
Excess Provision in respect of Previous Year [including Rs. 4.78 lakhs (Previous Year Rs. 9.03 lakhs) in respect of doubtful debts written back]		70.05		34.03
	TOTAL	<u>3,323.69</u>		<u>2,406.03</u>

SCHEDULE NO. 16				
DECREASE/(INCREASE) IN STOCKS:				
Closing Stock				
Finished Goods	2,847.93		2,884.85	
Work-in-Progress	330.34		273.47	
		3,178.27		3,158.32
Less: Opening Stock				
Finished Goods	2,884.85		2,839.31	
Work-in-Progress	273.47		386.12	
		3,158.32		3,225.43
	TOTAL	<u>(19.95)</u>		<u>67.11</u>

SCHEDULES TO PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

(Rupees in Lakhs)

SCHEDULE NO. 17	Rupees	Rupees	Rupees	Previous Year	
				Rupees	Rupees
OPERATION AND OTHER EXPENSES:					
Consumption of Stores and Spare parts			1,346.27		1,163.23
Power, Fuel and Oil			1,217.03		835.97
Processing charges			469.51		499.58
Repairs to Buildings and Roads			182.38		124.75
Repairs to Machinery			334.71		201.88
Freight, Transport and Carriage Charges			797.39		779.12
Insurance			47.11		62.84
Rates and Taxes			80.01		74.70
Excise Duty (Net)*			35.07		7.87
Rent			93.41		65.49
Technical Know-how Fees			49.04		66.50
Advances/Doubtful Debts written off			0.09		4.26
Provision for Doubtful Debts			33.93		52.13
Traveling Expenses			369.62		329.20
Postage, Telegrams and Telephones			97.58		101.50
Advertisement and Sales Promotion Expenses			315.01		250.79
Miscellaneous Expenses			1,128.25		904.62
Selling Agents' Commission and Discount			1,129.36		983.15
Legal and Professional Charges			321.43		237.96
Loss on sale of Fixed Assets			2.67		—
Foreign Exchange Fluctuations (Net)			227.20		—
Assets Discarded Written off			9.40		43.17
Directors' Sitting fees			4.70		5.00
Long term investment written off			—		22.98
Auditors' Remuneration including at Branches— (including service tax where applicable)					
Audit Fees			15.98		16.84
Other Fees paid to Auditors:					
Tax Audit		0.75			0.50
Any Other Manner – certification etc.		10.71			9.58
			11.46		10.08
Reimbursement of expenses			1.05		2.30
			28.49		29.22
Less: Expenses transferred to Fixed Assets of Dental Products Division as per Note No. 21 of schedule 22			—		11.07
Less: Transferred to Real Estate cost			91.74		13.74
TOTAL			8,227.92		6,821.10

* Excise Duty shown under Expenditure represents cess on excise duty and the difference between excise duty on Opening & Closing Stock of Finished Goods.

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SCHEDULES TO PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

(Rupees in Lakhs)

SCHEDULE NO. 18	Rupees	Rupees	Previous Year	
			Rupees	Rupees
PAYMENTS TO AND PROVISIONS FOR EMPLOYEES:				
Salaries, Wages and Bonus [(includes VRS of Rs. Nil (Previous Year Rs.1,272.59 lakhs)]	3,948.07			4,483.91
Contribution to Provident and Other Funds	645.13			430.17
Labour and Staff Welfare Expenses	274.65			247.58
		4,867.85		5,161.66
Less: Expenses transferred to Fixed Assets of Dental Products Division as per Note No.21 of Schedule 22		—		2.37
Less: Transferred to Real Estate cost		126.16		1,328.22
TOTAL		4,741.69		3,831.07

SCHEDULE NO. 19				
COST RELATING TO REAL ESTATE DIVISION:				
Opening Stock (Real Estate under Development)		1,456.15		—
Conversion of Leasehold/Freehold Land and Buildings from fixed assets into Stock-in-trade at cost		—		140.98
Add: Expenditure relating to Real Estate Division incurred during the year				
Payments to and provision for employees [(includes VRS of Rs. Nil (Previous Year Rs.1,272.59 lakhs)]	126.16			1,328.22
Preliminaries and site expenses	21.16			0.20
Contract/retainership fees	41.81			7.64
Travelling and other expenses	28.77			5.90
		217.90		1,341.96
		1,674.05		1,482.94
Closing Stock (Real Estate under Development)		1,655.33		1,456.15
TOTAL		18.72		26.79

SCHEDULE NO. 20				
INTEREST:				
On Term Loans		2,359.31		2,005.09
Other Interest		15.64		62.12
TOTAL		2,374.95		2,067.21

SCHEDULE NO. 21				
PROVISION FOR TAXATION:				
Income-tax		—		131.00
Agricultural Income-tax	17.00			61.00
Fringe benefit tax	42.00			42.00
Deferred tax	82.28			(1.34)
Wealth-tax	3.00			3.00
Foreign tax		—		(2.35)
TOTAL		144.28		233.31

SCHEDULE NO. 22

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2009.

1. Significant Accounting Policies:

A. Basis of Accounting:

The financial statements are prepared under the historical cost convention on an accrual basis and in accordance with generally accepted accounting principles (GAAP) and in compliance with the applicable accounting standards and provisions of the Companies Act, 1956.

The preparation of financial statements in conformity with GAAP requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Examples of such estimates include the useful lives of fixed assets, provision for doubtful debts/advances, future obligations in respect of retirement benefit plans, etc. Difference between actual results and estimates are recognised in the period in which the results are known/materialise.

B. Method of Depreciation, Depletion and Amortisation of Tangible Fixed Assets:

(i) Depreciation on Fixed Assets is provided on Straight Line basis except on assets of Formica India Division other than Plant & Machinery, and Moulds and Dies of Weighing Products Division, at the rates specified in Schedule XIV to the Companies Act, 1956. Depreciation on Fixed Assets of Formica India Division other than Plant & Machinery is provided on written down value basis at the rates specified in Schedule XIV to the Companies Act, 1956. Depreciation on Moulds and Dies of Weighing Products Division is provided on straight line basis at the rate of 20% based on the useful life as estimated by the Corporation.

(ii) Depreciation on revalued assets of Formica India Division and South India Branches (Plantations) for the year has also been calculated on the revalued cost on the basis of their expected future life as estimated by the valuers. The difference between depreciation on revalued cost and original cost has been withdrawn from Revaluation Reserve and credited to Profit and Loss Account.

(iii) Cost of Leasehold Land is amortised over the period of lease.

(iv) Assets costing less than Rs. 5,000 are fully depreciated in the year of purchase.

C. Valuation of Tangible Fixed Assets:

(i) Fixed Assets are valued at cost of acquisition or construction. They are stated at historical costs or other amounts substituted for historical costs (vide note (ii) below). In respect of new projects pre-operative expenses including financing costs attributable to the acquisition/construction of fixed assets (net of income during trial run) upto the date of commencement of commercial production is included in cost.

(ii) The Plant and Machinery of Formica India Division, Electronics Division and South India Branches (Plantations) as on 30th September, 1985 other than additions during that year were revalued on the basis of the then present worth as per valuation made by the external valuers and are stated at revalued amounts. The resultant increase was credited to Revaluation Reserve.

(iii) Expenditure in respect of new crops including cost of development is capitalised until the year of maturity of the Plantation.

(iv) Fixed Assets held by non-integral foreign branches are stated at cost by converting at the closing rate of exchange at the balance sheet date.

D. Intangible Assets:

Intangible assets are recognised as per the criteria specified in Accounting Standard (AS-26) "Intangible Assets" as notified under the Companies (Accounting Standards) Rules, 2006 and amortized as follows:

(i) Technical Know How Fees

Technical know how fees for new product development is amortised over the period not exceeding five years, of agreement with supplier of technology.

(ii) Goodwill

Goodwill represents the excess of costs of business acquired over the fair market value of net tangible and identifiable intangible assets.

Goodwill is amortised proportionately over the period not exceeding five years from the date of acquisition of the business.

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(iii) Computer Software

Computer software is amortised over the period not exceeding ten years based on the management's estimate of its useful life.

E. Impairment of Assets:

Management evaluates at regular intervals, using external and internal sources whether there is an impairment of any asset. Impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its net realisable value on eventual disposal. Any loss on account of impairment is expensed as the excess of the carrying amount over the higher of the asset's net realisable value or present value as determined.

F. Valuation of Investments:

- (i) Long Term Investments are shown at cost. However, when there is a decline, other than temporary, in the value of a long term investment, the carrying amount is reduced to recognise the decline.
- (ii) Current Investments are valued at cost or fair/market value whichever is lower.
- (iii) Long Term Investments include investments in shares of companies registered outside India. They are stated at cost by converting at the rate of exchange prevalent at the time of acquisition thereof, except in case of investment by non-integral foreign branches. Investments made by such foreign branches, are stated at cost by converting at the closing rate of exchange at the balance sheet date.

G. Employee Benefits:

- (i) The Corporation contributes to Government provident fund as required by the statute, which is a defined contribution plan. The same is charged to Profit and Loss account.
The Corporation contributes to recognized provident fund as required under the rules in respect of few employees. This is a defined benefit plan and the contribution is charged to Profit and Loss account.
- (ii) The amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized during the period when the employee renders the service. These benefits include performance incentives and compensated absences.
- (iii) Gratuity contribution made to gratuity fund on the basis of actuarial valuation, using projected unit credit method carried out as at the end of the year, is charged to revenue. Actuarial gains/losses are immediately taken to the profit and loss account.
- (iv) Superannuation Fund is a defined contribution scheme and contribution is made to approved Superannuation Fund in respect of eligible employees as required under the rules and is recognized as an expense in the year in which it is incurred.

H. Provision, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statements. Contingent Assets are neither recognised nor disclosed in the financial statements.

I. Valuation of Inventories:

- (i) Stores and spare parts are valued at lower of cost or net realisable value. Cost is calculated on weighted average basis except in the case of Formica India Division, where it is on First in First out basis.
- (ii) Raw materials are valued at lower of cost or net realisable value. The cost includes purchase price as well as incidental expenses and is calculated on weighted average basis except in the case of Formica India Division, where it is on First in First out basis.
- (iii) Tea stock is valued at cost or net realizable value whichever is lower and inclusive of cess on excise duty. Timber, coffee, pepper and cardamom in stock are valued at since realized/contracted rates or realizable value.
- (iv) Work-in-progress is valued at cost or net realisable value whichever is lower. Cost is arrived on the basis of absorption costing.
- (v) Manufactured finished goods of Formica India Division, Weighing Products Division, Springs Division and Dental Products Division are valued at cost or net realisable value whichever is lower. Cost is determined on the basis of absorption costing including excise duty paid/provided on packed finished goods.
- (vi) Traded Finished goods of Formica India Division, Weighing Products Division, Springs Division and Dental Products Division are valued at cost or net realisable value whichever is lower.

- (vii) Real Estate under development comprises of Freehold/Leasehold Land and Buildings at cost, converted from Fixed Assets into Stock-in-Trade and expenses related/attributionable to the development/construction of the said properties. The same is valued at lower of cost or net realizable value.
- J. Foreign Currency Transactions:
- (i) Foreign Branches: (Non-integral operations)
- (a) All assets and liabilities, both monetary and non-monetary are translated at the closing rate;
- (b) Income and expense items are translated at the average rate prevailing during the year; and
- (c) All resulting exchange differences are accumulated in a foreign currency translation reserve until the disposal of the net investment in the branch.
- (ii) Other Transactions:
- (a) Initial recognition:
Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.
- (b) Conversion:
Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.
- (c) Exchange Differences:
Exchange differences arising on the settlement/conversion of monetary items are recognised as income or expense in the year in which they arise except in case of exchange differences in conversion of Long Term Monetary Items. Exchange differences arising on conversion of Long Term Monetary Items are accounted in "Foreign Currency Monetary Item Translation Difference Account" to be amortised upto 31st March, 2011.
The premium or discount arising at the inception of forward exchange contracts is amortised as expenses or income over the life of the respective contracts. The difference between year end conversion rate and rate on the date of contract is recognized as exchange difference. Exchange differences on such contracts are recognised in the statement of profit and loss in the year in which the exchange rates change except for exchange difference in respect of contracts relating to Long Term Monetary Items which are amortised upto 31st March, 2011 or date of expiry of contract, whichever is earlier. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognised as income or expense for the year.
- K. Export Benefits/Incentives:
Export benefits/incentives in respect of import duty benefits under DEPB scheme are accounted on accrual basis on the basis of exports made under DEPB scheme.
- L. Revenue Recognition:
- (i) Revenue in respect of insurance/other claims, interest etc., is recognised only when it is reasonably certain that the ultimate collection will be made.
- (ii) Sale of products is recognised when the risks and rewards of ownership are passed on to the customers and no significant uncertainty as to its measurability and collectability exists.
- (iii) Sale of timber is accounted based on sale agreement/sale in auction.
- (iv) Sale of pepper is accounted based on confirmed contract of sale.
- M. Borrowing Cost:
Interest and other costs in connection with the borrowing of the funds to the extent related/attributionable to the acquisition/construction of qualifying fixed assets are capitalised up to the date when such assets are ready for its intended use and all other borrowing costs are recognised as an expense in the period in which they are incurred.
- N. Segment Accounting Policies:
- (a) Segment assets and liabilities:
All Segment assets and liabilities are directly attributionable to the segment.
Segment assets include all operating assets used by the segment and consist principally of fixed assets, inventories, sundry debtors, loans and advances and operating cash and bank balances. Segment assets and liabilities does not include inter-corporate deposits, share capital, reserves and surplus, borrowings, and income tax (both current and deferred).

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(b) Segment revenue and expenses:

Segment revenue and expenses are directly attributable to segment. It does not include interest income on inter-corporate deposits, interest expense and income tax.

O. Financial Derivatives and commodity hedging transactions:

Outstanding derivative contracts are not marked to market at each balance sheet date. The Corporation assesses the foreseeable losses in respect of such contracts and provision is made for such estimated losses, wherever necessary. Realised gains and losses on such contracts and interest costs in foreign currencies are accounted for at the time of settlement of the underlying transactions.

P. Taxes on Income:

Income Taxes are accounted for in accordance with Accounting Standard (AS-22) – “Accounting for Taxes on Income”, as notified under the Companies (Accounting Standards) Rules, 2006. Income Tax comprises both current and deferred tax.

Current tax is measured on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

Provision for Fringe Benefits Tax is made in accordance with Chapter XII-H of the Income Tax Act, 1961.

The tax effect of the timing differences that result between taxable income and accounting income and are capable of reversal in one or more subsequent periods are recorded as a deferred tax asset or deferred tax liability. They are measured using the substantively enacted tax rates and tax regulations as of the Balance Sheet date.

Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognised, only if there is virtual certainty of its realisation, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation.

Q. Leases:

i. Lease transactions entered into prior to 1st April, 2002:

Lease rentals in respect of assets acquired under lease are charged to Profit & Loss Account.

ii. Lease transactions entered into on or after 1st April, 2002:

(a) Assets acquired under lease where the Corporation has substantially all the risks and rewards incidental to ownership are classified as finance leases. Such assets are capitalised at the inception of the lease at the lower of the fair value or the present value of minimum lease payments and a liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost, so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

(b) Assets acquired on leases where significant portions of the risks and rewards incidental to ownership are retained by the lessors, are classified as operating leases. Lease rentals are charged to the Profit & Loss Account on accrual basis.

2. Contingent Liabilities not provided for:

A. Sundry claims against the Corporation by employees and others not admitted (amount indeterminate). In the opinion of the management, the outcome of these claims is likely to be immaterial.

B. Disputed demands of Central Excise Department not provided for in respect of:

	Rupees in Lakhs	<i>Previous Year</i> <i>Rupees in</i> <i>Lakhs</i>
Formica India Division	203.78	203.78
BCL Springs Division	157.27	157.27

C. Disputed demands of sales tax department in respect of South India Branches not provided for **Rs. Nil** (*Previous Year Rs. 4.51 lakhs*).

Amount deposited there against **Rs. 4.51 lakhs** (*Previous Year Rs. 4.51 lakhs*).

D. Disputed wage demands pending with the Industrial Tribunal **Rs. 232.25 lakhs** (*Previous Year Rs. 232.25 lakhs*) and back wages relief granted by Labour Court **Rs. 0.69 lakh** (*Previous Year Rs. 0.69 lakh*) in respect of South India Branches.

E. Bills of Exchange discounted with Banks not matured Rs. 231.83 lakhs.

3. Estimated amount of contracts remaining to be executed on Capital Account and not provided for **Rs. 194.06 lakhs** (*Previous Year Rs. 72.90 lakhs*).

4. Financial & Derivative Instruments:

- (a) Outstanding Foreign exchange forward contracts **USD 1.39 lakhs (Sold) – INR 68.71 lakhs, USD 168.10 lakhs (Bought) – INR 8,538.11 lakhs, JPY 230.96 lakhs (Bought) – INR 120.04 lakhs** (Previous year *US\$ 3.50 lakhs (Sold) – INR 140.21 lakhs*).
- (b) Interest Rate Swap contract of **USD 15.29 Million**, Option contract of **Euro 11.25 Million** (Previous year *Interest Rate Swap contract of USD 15.98 Million, Option contract of Euro 11.25 Million and Currency Swap contract of USD 3.88 Million*) are outstanding as at the year end.
- (c) The year end foreign currency exposures that have not been hedged by a forward contract/derivative instrument or otherwise are given below:

	Foreign Currency	Equivalent INR (Rs. in Lakhs)
Receivable in foreign currency on account of export of Goods:		
	USD 580,483 <i>(USD 213,369)</i>	294.42 <i>(85.28)</i>
	EURO 216,741 <i>(EURO 126,871)</i>	146.40 <i>(80.13)</i>
	GBP 14,544 <i>(GBP 72,458)</i>	10.55 <i>(57.48)</i>
	AUS \$ 84,557 <i>(AUS \$ 103,606)</i>	29.70 <i>(37.76)</i>
Dividend receivable	RP Nil <i>(RP 15,09,000,000)</i>	Nil <i>(65.45)</i>
	RM 63,99,000 <i>(RM Nil)</i>	916.07 <i>(Nil)</i>
Amount payable in foreign currency on account of import of goods and services:		
	USD 16,838 <i>(USD 425,703)</i>	8.54 <i>(170.15)</i>
	EURO 100,603 <i>(EURO 159,051)</i>	67.95 <i>(100.46)</i>
	CHF 74,120 <i>(CHF 94,440)</i>	33.03 <i>(37.94)</i>
	YEN 61,421,618 <i>(YEN 74,095,865)</i>	316.21 <i>(297.68)</i>
Loans Payable	USD 31,366,720 <i>(USD 29,956,403)</i>	15,909.20 <i>(11,973.57)</i>

5. Loans & Advances include due from a partnership firm in which a Director of the Corporation is a partner **Rs. Nil** (Previous Year *Rs. 0.50 lakh*).
6. Tax amounting to **Rs. 125.64 lakhs** (Previous Year *Rs. 85.42 lakhs*) has been deducted at source on income from Interest.
7. Managerial remuneration under Section 198 of the Companies Act, 1956.

Remuneration to the Managing Director and Deputy Managing Director for the year ended 31st March, 2009:

	Rs. in Lakhs	Previous Year Rs. in Lakhs
Salary (including provision for compensated absences Rs. 11.71 lakhs) <i>(Previous year Rs. 16.48 lakhs)</i>	103.63	<i>129.18</i>
Contribution to Provident Fund & Other Funds	24.82	<i>24.22</i>
Perquisites in Cash or in Kind	29.07	<i>27.99</i>
	<u>157.52</u>	<i><u>181.39</u></i>

The above remuneration excludes provision for accruing gratuity.

The above remuneration includes Rs. 7.50 lakhs provided and/or paid to the Deputy Managing Director, Mr. Jeh Wadia, during the financial year 2008-09 pending approval of the Central Government under sections 198, 309 and other applicable provisions of the Companies Act, 1956.

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8. Additional information pursuant to the provisions of paragraphs 3, 4C and 4D of part II of Schedule VI to the Companies Act, 1956.

(A) CAPACITIES, PRODUCTION, STOCKS AND TURNOVER:

CLASS OF GOODS	UNIT	CAPACITIES PER ANNUM	
		Licensed	* Installed
1. Tea	Kgs.	Not	\$ 15,613,320
	"	Applicable	(15,501,480)
Coffee	M. Tonnes	Not	Not
	"	Applicable	Applicable
Other Plantation Products			
(i) Pepper	Kgs.	Not	Not
	"	Applicable	Applicable
(ii) Cardamom, Coffee Husk, Arecanuts, etc.	Kgs.	Not	Not
	"	Applicable	Applicable
(iii) Timber	C. Feet	Not	Not
	"	Applicable	Applicable
Phenolic Laminates (Industrial Laminates including Copperclad Laminates and Surfacing Laminates)	M. Tonnes	Not	8,200
	"	Applicable	(8,200)
Precision Springs	Kgs.	Not	8,740,000
	"	Applicable	(8,740,000)
Weighing Products	Nos.	Not	2,000
	"	Applicable	(2,000)
Consumable Dental Goods	M. Tonnes	Not	Not
	"	Applicable	Applicable
2. Trading Goods:			
(i) Purchased Tea	Kgs.		
	"		
(ii) Purchased Coffee	M. Tonnes		
	"		
(iii) Purchased Pepper	Kgs.		
	"		
(iv) Prelam/Laminates, Fabric Rod and Extenzo Tiles	M. Tonnes		
	"		
(v) Weighing Products	Nos.		
	"		
(vi) Dental Instruments/Materials and Consumable Dental Goods	Nos.		
	"		

\$ On single shift basis as certified by the Management.

@ Includes **5,10,550 Kgs.** (Previous Year 6,27,909 Kgs.) produced by outside processors on behalf of the Corporation.

* As certified by the Management.

** Includes **71.38 M. Tonnes** (Previous Year 38 M. Tonnes) used for in house sample folders.

*** Includes **1.03 M. Tonnes** (Previous Year 2.24 M. Tonnes) used for in house sample folders.

(Rupees in Lakhs)

OPENING STOCK OF FINISHED GOODS		ACTUAL PRODUCTION	CLOSING STOCK OF FINISHED GOODS		TURNOVER	
Quantity	Rupees	Quantity	Quantity	Rupees	Quantity	Rupees
1,211,818 (1,086,913)	690.05 (666.66)	9,679,723 (8,439,724)	1,009,398 (1,211,818)	609.20 (690.05)	9,882,143 (8,314,819)	7,808.56 (5,008.71)
743 (551)	735.74 (499.97)	597 (765)	473 (743)	501.63 (735.74)	867 (573)	1,074.35 (591.65)
1,287 (3,256)	— (4.23)	122,472 (2,855)	90,622 (1,287)	89.32 (—)	33,137 (4,824)	33.75 (154.48)
130 (112)	— (0.07)	6 (18)	117 (130)	— (—)	19 (—)	18.35 (20.64)
24,843 (50,182)	51.82 (107.98)	— (—)	247 (24,843)	1.89 (51.82)	24,596 (25,339)	156.10 (104.30)
901.84 (892.81)	901.54 (949.14)	5,428.98 (4,698.55)	1,131.50 (901.84)	947.20 (901.54)	** 5,199.32 ** (4,689.52)	7,725.20 (7,249.69)
87,937 (79,136)	104.43 (98.16)	5,896,844 (6,487,526) } @	138,848 (87,937)	208.03 (104.43)	5,845,933 (6,478,725)	7,608.32 (7,729.95)
3 (3)	0.24 (0.24)	602 (355)	3 (3)	0.24 (0.24)	602 (355)	196.71 (130.59)
10.53 (6.06)	35.27 (56.25)	98.32 (94.88)	13.91 (10.53)	45.03 (35.27)	94.94 (90.41)	1,007.72 (953.21)
16,737 (18,564)	9.54 (10.58)	— (—)	8,523 (16,737)	8.04 (9.54)	30,696 (32,351)	29.99 (24.65)
117 (258)	134.78 (252.63)	— (—)	304 (117)	336.09 (134.78)	170 (439)	215.32 (461.31)
— (—)	— (—)	— (—)	365 (—)	0.61 (—)	1,412 (—)	5.02 (—)
87.53 (79.22)	121.52 (107.71)	— (—)	42.73 (87.53)	51.15 (121.52)	*** 359.95 *** (1,133.05)	230.75 (871.37)
58 (175)	11.41 (24.42)	— (—)	31 (58)	5.80 (11.41)	44 (444)	29.65 (161.04)
27,841 (21,269)	88.51 (61.27)	— (—)	7,710 (27,841)	43.70 (88.51)	61,368 (88,492)	437.92 (317.35)
	2,884.85 (2,839.31)			2,847.93 (2,884.85)		26,577.71 (23,778.94)

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8. B. Details of Raw Materials consumed:

		(Rupees in Lakhs)	
		Quantity	Value
Paper/Prints	M. Tonnes	4,415.00	2,342.68
	"	<i>(4,491.00)</i>	<i>(2,165.38)</i>
Chemicals	M. Tonnes	4,221.00	1,835.85
	"	<i>(3,926.00)</i>	<i>(1,727.19)</i>
Bought Leaf	Kgs.	96,22,545	1,289.37
	"	<i>(2,49,99,567)</i>	<i>(936.01)</i>
Miscellaneous Raw Materials		—	542.33
		<i>(—)</i>	<i>(463.12)</i>
Steel wires	M. Tonnes	5,953.84	3,915.39
	"	<i>(6,594.64)</i>	<i>(3,383.71)</i>
Electronic & Mechanical Components	Nos.	1,62,495	45.18
	"	<i>(1,08,330)</i>	<i>(43.01)</i>
			9,970.80
			<i>(8,718.42)</i>

(Figures in brackets are in respect of the previous year)

C. Purchases:

Trading Goods:

(i) Prelam/Laminates, Fabric Rod and Extenzo Tiles	M. Tonnes	315.15	113.64
	"	<i>(1,141.36)</i>	<i>(815.33)</i>
(ii) Weighing Products	Nos.	17	15.12
	"	<i>(327)</i>	<i>(84.83)</i>
(iii) Tea	Kgs.	22,482	21.21
	"	<i>(30,524)</i>	<i>(17.58)</i>
(iv) Coffee	M. Tonnes	357	357.96
	"	<i>(298)</i>	<i>(332.18)</i>
(v) Pepper	M. Tonnes	1,777	3.23
	"	<i>(—)</i>	<i>(—)</i>
(vi) Dental instruments/materials & Consumable dental goods	Nos.	41,237	301.99
	"	<i>(95,064)</i>	<i>(252.52)</i>
			813.15
			<i>(1,502.44)</i>

(Figures in brackets are in respect of the previous year)

D. Value of Imports calculated on C.I.F. Basis:

		(Rupees in Lakhs)	
			Value
Raw Materials			2,531.89
			<i>(1,673.19)</i>
Components and Spare Parts			58.43
			<i>(61.20)</i>
Capital Goods			40.50
			<i>(158.39)</i>
Traded Goods – Weighing Products			6.20
			<i>(51.75)</i>
– Dental			213.20
			<i>(167.69)</i>

(Figures in brackets are in respect of the previous year)

E. Value of Raw Materials, Spare Parts and Components Consumed:

	Value Rupees in Lakhs	Percentage to total consumption
(i) Raw Materials		
Imported	2,391.40 <i>(1,816.16)</i>	23.84 <i>(20.83)</i>
Indigenous	7,579.40 <i>(6,902.26)</i>	76.16 <i>(79.17)</i>
Total	9,970.80 <i>(8,718.42)</i>	100.00 <i>(100.00)</i>
(ii) Stores and Spare Parts		
Imported	62.77 <i>(38.16)</i>	4.66 <i>(3.28)</i>
Indigenous	1,283.50 <i>(1,125.07)</i>	95.34 <i>(96.72)</i>
Total	1,346.27 <i>(1,163.23)</i>	100.00 <i>(100.00)</i>

(Figures in brackets are in respect of the previous year)

F. Formica India Division manufactures Laminates of various types in different thickness and sizes. Hence, the quantities of Stocks, Raw Materials consumed and Turnover have been given uniformly in Metric Tonnes and not in the quantitative denominations in which these are normally purchased or sold in the market.

G. Expenditure in foreign currencies:
(Excluding expenses of foreign branches)

	Rupees in Lakhs	<i>Previous Year</i> Rupees in Lakhs
Commission on Exports	5.42	<i>(1.88)</i>
On account of other matters (Travelling Expenses, Subscription, Professional Services, etc.)	55.10	<i>(25.41)</i>
Technical Know-how Fees	49.04	<i>(66.50)</i>

H. Remittances in foreign currencies on account of dividends:

	No. of non-resident Shareholders	No. of Shares held by them	Aggregate amount of dividends Rupees in Lakhs
(a) Dividend for the year ended 31.3.2008 <i>(Dividend for the year ended 31.3.2007)</i>	2 <i>(2)</i>	11,38,620 <i>(11,38,620)</i>	34.18 <i>(34.16)</i>

(b) Except for the above Shareholders, the Corporation has not made any remittance in foreign currency on account of dividends during the year and does not have information as to the extent to which remittances in foreign currencies on account of dividends have been made by or on behalf of non-resident Shareholders.

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(c) The particulars of non-resident Shareholders and the amount of dividends paid to them are as under:

	No. of non-resident Shareholders including those under (a) above	No. of Shares Held by them	Aggregate amount of dividends
			Rupees in Lakhs
Dividend for the year ended 31.3.2008	184	13,16,841	39.51
<i>(Dividend for the year ended 31.3.2007)</i>	<i>(165)</i>	<i>(12,46,799)</i>	<i>(37.40)</i>

(Figures in brackets are in respect of the previous year)

I. Earnings in Foreign Exchange: (Excluding income of Foreign Branches)			
(i) Export of Tea, Coffee & Others on F.O.B. basis			2,304.54 <i>(1,577.56)</i>
(ii) Export of laminates on F.O.B. basis			435.18 <i>(318.21)</i>
(iii) Export of Precision Springs on F.O.B. basis			38.34 <i>(7.67)</i>
(iv) Export of Dental Products			76.32 <i>(18.29)</i>
(v) Dividend			480.91 <i>(694.37)</i>
(vi) Others (Reimbursement of Expenses)			23.60 <i>(3.54)</i>

(Figures in brackets are in respect of the previous year)

9. Disclosure of Loans/Advances to Subsidiaries, Associate Companies etc. (As required by clause 32 of the listing agreement with Stock Exchanges)

(Rupees in Lakhs)

I. Subsidiary Companies:	Amount Outstanding	Max. Amount Outstanding
(1) Afco Industrial and Chemicals Limited	84.21 <i>(111.85)</i>	121.72 <i>(1,319.17)</i>
(2) DPI Products & Services Limited	71.26 <i>(72.39)</i>	75.91 <i>(73.53)</i>
(3) Sea Wind Investments and Trading Company Limited	67.36 <i>(66.14)</i>	67.93 <i>(66.14)</i>
(4) Naira Holdings Limited	253.43 <i>(202.08)</i>	257.70 <i>(202.08)</i>
(5) Electromags Automotive Products Private Limited	1,808.38 <i>(1,448.73)</i>	1,808.38 <i>(1,448.73)</i>
(6) Island Horti-Tech Holdings Pte. Limited	1.48 <i>(1.48)</i>	1.48 <i>(1.48)</i>
II. Associate Companies:		
(1) Lotus Viniyog Private Limited	4.02 <i>(3.49)</i>	4.28 <i>(3.49)</i>
(2) Inor Medical Products Limited	546.88 <i>(536.31)</i>	548.01 <i>(542.39)</i>

Notes:

- (a) Loans and advances to employees and investments by such employees in the shares of the Corporation are excluded from the above disclosure.
- (b) In respect of the above loans there is no repayment schedule and they are repayable on demand.
- (c) In respect of the loan of **Rs. 67.36 lakhs** (*Previous Year Rs. 66.14 lakhs*) given to Sea Wind Investments and Trading Company Limited, a wholly owned subsidiary of the Corporation, no interest is charged on the outstanding loan amounting of **Rs. 67.36 lakhs** (*Previous Year Rs. 66.14 lakhs*).
- (d) In respect of the loan of **Rs. 253.43 lakhs** (*Previous Year Rs. 202.08 lakhs*) given to Naira Holdings Ltd. a wholly owned subsidiary of the Corporation, interest is charged at the rate lower than that specified in Section 372A of the Companies Act, 1956.

However, the provisions of Section 372A of the Companies Act, 1956 are not applicable to loans/ advances covered under (c) and (d) above in view of the loanees being wholly owned subsidiaries of the Corporation.

- (e) Figures in brackets are in respect of the previous year.

10. Deferred Tax:

The break up of net deferred tax liability as at 31st March, 2009 is as under:

	Deferred Tax Asset	Deferred Tax Liability
		(Rs. in Lakhs)
Timing difference on account of:		
Difference between book written down value and written down value under the Income-Tax Act 1961		617.47 (591.72)
Difference between book written down value and written down value under the Agricultural Income-Tax Act		11.92 (10.36)
Voluntary Retirement Scheme		173.01 (—)
Provision for Doubtful Debts, Advances	79.32 (69.42)	
Carry Forward of Unabsorbed Depreciation	108.14 (—)	
Total	187.46 (69.42)	802.40 (602.08)
Net Deferred Tax Liability		614.94 (532.66)

(Figures in brackets are in respect of the previous year)

Note: DTA consisting of unabsorbed depreciation is recognized to the extent of the reversible timing difference on account of depreciation.

11. Leases:

- (A) In accordance with Accounting Standard (AS-19) 'Leases' as notified under the Companies (Accounting Standards) Rules, 2006, all assets acquired under Hire Purchase agreements on or after 1st April, 2002 are capitalised and a loan liability and the interest recognised. Consequently, depreciation is provided on such assets. Instalments paid are allocated to the liability and the interest is charged to Profit & Loss Account.

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The minimum instalments as at 31st March, 2009 and the present value as at 31st March, 2009 of minimum instalments in respect of assets acquired under agreements are as follows:

Minimum Instalments	Rupees in Lakhs	<i>Previous Year Rupees in Lakhs</i>
Payable not later than 1 year	20.00	46.85
Payable later than 1 year and not later than 5 years	36.37	56.36
Total minimum instalments	56.37	103.21
<i>Less: Future Finance Charges</i>	(9.64)	<i>(13.47)</i>
Present Value of Minimum instalments	46.73	89.74
Present Value of Minimum instalments:		
Payable not later than 1 year	15.83	40.79
Payable later than 1 year and not later than 5 years	30.90	48.95
Total Present value of Minimum Instalments	46.73	89.74

(B) Operating Lease:

The Corporation has taken various residential/commercial premises and plant and machinery under operating leases. These lease agreements are normally renewed on expiry. The lease payments recognised in Profit & Loss Account is **Rs. 81.43 lakhs** (*Previous Year Rs. 32.70 lakhs*).

12. On the basis of confirmation obtained from suppliers who have registered under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Company the balance due to Micro & Small Enterprises as defined under the MSMED Act, 2006 is Rs. 15.20 lakhs. Further, no interest during the year has been paid or is payable under the terms of the MSMED Act, 2006.

13. Earnings per Share:

	Rupees in Lakhs	<i>Previous Year Rupees in Lakhs</i>
(A) Net Profit for calculation of Earnings per Share (numerator)	-1,387.53	1,047.39
(B) Weighted Average number of equity shares (denominator) (Nos.)	1,39,54,380	1,39,54,380
(C) Basic and Diluted Earnings per shares (A/B) (in Rupees)	-9.94	7.51
(D) Nominal value per equity share (in Rupees)	10	10

14. Segment Information:

A. Primary Segment Reporting (by Business Segment)

(i) Composition of Business Segments

The Corporation's business segments based on product lines are as under:

- **Plantation Products**
Segment produces/trades in Tea, Coffee, Timber, Cardamom and Pepper.
- **Building Products**
Segment manufactures/trades in Phenolic Laminates (Industrial Laminates including Copper Clad Laminates and Surfacing Laminates).
- **Dental Products**
Segment manufactures/trades in Health Care/Dental products

- Auto Ancillary Products
Segment manufactures Precision Springs for automobile and other industries.
- Weighing Products
Segment manufactures/trades in Analytical and Precision Balances and Weighing Scales.
- Investments
Segment invests in various securities listed as well as unlisted mainly on a long term basis.
- Real Estate
Segment represents property development.

(ii) Segment Revenues, Results and Other Information

	(Rupees in Lakhs)							
	Plantation Products	Building Products	Dental Products	Auto Ancillary Products	Weighing Products	Investments	Real Estate	Total of Reportable Segments
Sales (Net of excise duty)	9,341.45 (6,365.74)	7,955.95 (8,121.06)	1,445.28 (1,195.76)	6,740.75 (6,651.13)	207.14 (275.97)	— (—)	— (—)	25,690.57 (22,609.66)
Other Income	222.48 (228.03)	167.35 (254.23)	6.00 (4.28)	87.68 (68.16)	48.93 (21.20)	1,543.84 (747.50)	— (—)	2,076.28 (1,323.40)
Segment Revenues	9,563.93 (6,593.77)	8,123.30 (8,375.29)	1,451.28 (1,200.04)	6,828.43 (6,719.29)	256.07 (297.17)	1,543.84 (747.50)	— (—)	27,766.85 (23,933.06)
Segment Results	1,131.46 (382.21)	632.33 (731.48)	222.56 (213.82)	781.81 (1,008.28)	58.83 (57.04)	354.96 (724.52)	-19.00 (-26.79)	3,162.95 (3,090.56)
Segment Assets	7,380.48 (7,165.07)	6,644.34 (7,258.32)	915.33 (952.57)	6,594.91 (6,104.17)	345.52 (226.91)	11,585.95 (11,855.73)	1,657.10 (1,456.15)	35,123.63 (35,018.92)
Segment Liabilities	837.58 (501.74)	947.27 (1,493.03)	137.98 (154.27)	1,002.73 (1,211.39)	33.88 (41.93)	— (—)	— (—)	2,959.44 (3,402.36)
Capital Expenditure (included in segment assets)	582.37 (628.20)	136.36 (578.39)	34.58 (69.06)	202.24 (273.11)	136.65 (—)	— (—)	2.05 (—)	1,094.25 (1,548.76)
Depreciation/Amortisation	253.40 (219.89)	294.50 (256.27)	18.83 (15.43)	168.49 (170.53)	9.66 (8.33)	— (—)	0.27 (—)	745.15 (670.45)
Non-cash Expenses other than depreciation	— (—)	— (—)	— (—)	— (—)	— (—)	1,188.88 (—)	— (—)	1,188.88 (—)

(Figures in brackets are in respect of the previous year)

(iii) Reconciliation of Reportable Segments with the Financial Statements

	(Rupees in Lakhs)						
	Revenues	Results/ Net Profits	Assets	Liabilities	Capital Expenditure	Depreciation/ Amortisation	Non-cash Expenses other than depreciation
Total of Reportable Segments	27,866.85 (23,933.06)	3,162.95 (3,090.56)	35,123.63 (35,018.92)	2,959.44 (3,402.36)	1,094.25 (1,548.76)	745.15 (670.45)	1,188.88 (—)
Corporate/ Unallocated Segment	1,247.40 (764.73)	-2,028.67 * (-60.55)	9,287.82 (6,377.43)	36,946.35 (29,168.09)	16.73 (21.01)	28.48 (30.40)	2,165.12 (—)
Less: Interest		-2,374.94 (-1,749.31)					— (—)
Less: Taxes		-146.86 (-233.31)					— (—)
As per Financial Statement	29,014.25 (24,697.79)	-1,387.53 (1,047.39)	44,411.45 (41,396.35)	39,905.79 (32,570.45)	1,110.98 (1,569.77)	773.63 (700.85)	3,354.00 (—)

(Figures in brackets are in respect of the previous year)

*Comprising Profit on sale of fixed assets, expenses recovered etc.

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B. Secondary segment Reporting (by Geographical Segment)

(Rupees in Lakhs)

	Domestic	Exports*	Total
Revenues	25,828.86 <i>(22,494.80)</i>	3,185.39 <i>(2,202.99)</i>	29,014.25 <i>(24,697.79)</i>
Total Assets	43,271.49 <i>(40,456.02)</i>	1,139.96 <i>(940.33)</i>	44,411.45 <i>(41,396.35)</i>
Capital Expenditure	851.54 <i>(1,534.62)</i>	259.44 <i>(35.15)</i>	1,110.98 <i>(1,569.77)</i>

(Figures in brackets are in respect of the previous year)

*It includes revenues and assets of foreign branches.

15. Related Party Disclosures:

Related party disclosures as required by (AS-18) "Related Party Disclosures" are given below:

(1) Related parties and nature of relationship where control exists

Subsidiaries:

- (1) Afco Industrial & Chemicals Limited
- (2) DPI Products & Services Limited
- (3) Sea Wind Investments & Trading Company Limited
- (4) PT Indo Java Rubber Planting Company
- (5) Leila Lands Senderian Berhad
- (6) Electromags Automotive Products Private Limited

Sub-Subsidiaries:

- (a) **Subsidiary of DPI Products & Services Limited (formerly known as Dental Products of India Limited):**
Subham Viniyog Private Limited
- (b) **Subsidiaries of Leila Lands Senderian Berhad:**
Naira Holdings Limited
Island Horti-Tech Holdings Pte. Limited
Leila Lands Limited
Restpoint Investments Limited
- (c) **Subsidiaries of Island Horti-Tech Holdings Pte. Limited:**
Island Landscape & Nursery Pte. Limited
ILN Investments Pte. Limited
Innovative Organics Inc.
- (d) **Subsidiary of Island Landscape & Nursery Pte. Limited:**
Peninsula Landscape & Nursery Sdn. Bhd.
- (e) **Subsidiary of ILN Investments Pte. Limited:**
Saikjaya Holdings Sdn. Bhd.
- (f) **Subsidiaries of Restpoint Investments Limited:**
Restpoint International Technology Corporation
Island Telesystems Pte. Limited
- (g) **Subsidiary of Innovative Organics Inc.:**
Granum Inc.

- (2) **Key management personnel:**
 Mr. Ashok Panjwani – Managing Director
 Mr. Jeh Wadia – Deputy Managing Director
- (3) **Other Related parties – Associate Companies:**
 Lotus Viniyog Private Limited
 Inor Medical Products Limited
 Medical Microtechnology Ltd.
- (4) **The following transactions were carried out with the related parties in the ordinary course of business.**

Details relating to the parties referred to in items 1 to 3 above:

(Rupees in Lakhs)

(Figures in brackets are in respect of the previous year)

	Subsidiaries & Sub- Subsidiaries	Key Management Personnel	Other Related Parties	Total
Purchase of Investments				
Electromags Automotive Products Pvt. Ltd. (Purchased from Afco Industrial and Chemicals Limited)	— (534.60)	— (—)	— (—)	— (534.60)
Expenses charged by them				
Afco Industrials & Chemicals Ltd.	27.83 (24.10)	— (—)	— (—)	27.83 (24.10)
Inor Medical Products Ltd.	— (—)	— (—)	— (0.16)	— (0.16)
Electromags Automotive Products Pvt. Ltd.	1.47 (—)	— (—)	— (—)	1.47 (—)
DPI Products & Services Ltd.	1.13 (—)	— (—)	— (—)	1.13 (—)
Expenses charged to them				
Afco Industrials & Chemicals Ltd.	0.90 (2.13)	— (—)	— (—)	0.90 (2.13)
Inor Medical Products Ltd.	— (—)	— (—)	53.91 (8.19)	53.91 (8.19)
Sea Wind Investments & Trading Company Limited	— (1.47)	— (—)	— (—)	— (1.47)
Electromags Automotive Products Pvt. Ltd.	38.44 (35.06)	— (—)	— (—)	38.44 (35.06)
Medical Microtechnology Ltd.	— (—)	— (—)	0.20 (—)	0.20 (—)
Commission Received				
Inor Medical Products Ltd.	— (—)	— (—)	51.10 (54.78)	51.10 (54.78)
Restpoint Investments Limited	— (30.00)	— (—)	— (—)	— (30.00)
P.T. Indo Java Rubber Planting Company	68.99 (—)	— (—)	— (—)	68.99 (—)
Interest Received				
Afco Industrials & Chemicals Ltd.	9.70 (122.20)	— (—)	— (—)	9.70 (122.20)
Electromags Automotive Products Pvt. Ltd.	175.11 (25.14)	— (—)	— (—)	175.11 (25.14)
Inor Medical Products Ltd.	— (—)	— (—)	66.21 (59.80)	66.21 (59.80)
Naira Holdings Limited	8.34 (11.58)	— (—)	— (—)	8.34 (11.58)

The Bombay Burmah Trading Corporation, Limited

(Rupees in Lakhs)

(Figures in brackets are in respect of the previous year)

	Subsidiaries & Sub- Subsidiaries	Key Management Personnel	Other Related Parties	Total
Dividend Received				
P.T. Indo Java Rubber Planting Company	418.82 (458.47)	— (—)	— (—)	418.82 (458.47)
Inor Medical Products Ltd.	— (—)	— (—)	1.44 (—)	1.44 (—)
Leila Lands Sendirian Berhad	916.07 (—)	— (—)	— (—)	916.07 (—)
Dividend Paid				
Mr. Jeh Wadia	— (—)	0.02 (0.02)	— (—)	0.02 (0.02)
Management/Secondment Charges received				
Afco Industrials & Chemicals Ltd.	— (0.40)	— (—)	— (—)	— (0.40)
Sea Wind Investments & Trading Company Ltd.	1.02 (1.89)	— (—)	— (—)	1.02 (1.89)
Lotus Viniyog Private Ltd.	— (—)	— (—)	1.02 (2.45)	1.02 (2.45)
Electromags Automotive Products Pvt. Ltd.	— (39.37)	— (—)	— (—)	— (39.37)
Expenses recovered				
Afco Industrial and Chemicals Limited	12.00 (12.00)	— (—)	— (—)	12.00 (12.00)
Electromags Automotive Products Pvt. Ltd.	366.00 (192.00)	— (—)	— (—)	366.00 (192.00)
Inor Medical Products Ltd.	— (—)	— (—)	65.00 (65.00)	65.00 (65.00)
Management/Secondment Charges paid				
Afco Industrials & Chemicals Ltd.	1.41 (1.29)	— (—)	— (—)	1.41 (1.29)
Naira Holdings Limited	— (1.51)	— (—)	— (—)	— (1.51)
Inor Medical Products Ltd.	— (—)	— (—)	— (4.58)	— (4.58)
Rent recovered				
Afco Industrials & Chemicals Ltd.	6.15 (6.15)	— (—)	— (—)	6.15 (6.15)
Inor Medical Products Ltd.	— (—)	— (—)	69.59 (69.59)	69.59 (69.59)
Advance/Inter Corporate Deposits Paid				
Afco Industrials & Chemicals Ltd.	— (99.77)	— (—)	— (—)	— (99.77)
Sea Wind Investments & Trading Company Ltd.	1.00 (—)	— (—)	— (—)	1.00 (—)
Electromags Automotive Products Pvt. Ltd.	202.00 (736.17)	— (—)	— (—)	202.00 (736.17)
Inor Medical Products Ltd.	— (—)	— (—)	60.74 (31.80)	60.74 (31.80)

(Rupees in Lakhs)

(Figures in brackets are in respect of the previous year)

	Subsidiaries & Sub- Subsidiaries	Key Management Personnel	Other Related Parties	Total
Advance/Inter Corporate Deposits given, now repaid				
Afco Industrials & Chemicals Ltd.	50.00 (26.31)	— (—)	— (—)	50.00 (26.31)
Sea Wind Investments & Trading Company Ltd.	0.80 (—)	— (—)	— (—)	0.80 (—)
Electromags Automotive Products Pvt. Ltd.	335.00 (145.00)	— (—)	— (—)	335.00 (145.00)
Inor Medical Products Ltd.	— (—)	— (—)	314.95 (155.11)	314.95 (155.11)
Lotus Viniyog Private Ltd.	— (—)	— (—)	0.48 (1.00)	0.48 (1.00)
Managerial Remuneration				
Mr. Ashok Panjwani	— (—)	86.95 (106.91)	— (—)	86.95 (106.91)
Mr. Jeh Wadia	— (—)	70.57 (74.48)	— (—)	70.57 (74.48)
Outstanding amount payable				
Afco Industrial & Chemicals Ltd.	3.66 (0.83)	— (—)	— (—)	3.66 (0.83)
Outstanding amount receivable				
Afco Industrials & Chemicals Ltd.	87.87 (112.68)	— (—)	— (—)	87.87 (112.68)
DPI Products & Services Ltd.	71.26 (72.39)	— (—)	— (—)	71.26 (72.39)
Sea Wind Investments & Trading Company Ltd.	67.36 (66.14)	— (—)	— (—)	67.36 (66.14)
Electromags Automotive Products Pvt. Ltd.	1,808.39 (1,448.73)	— (—)	— (—)	1,808.39 (1,448.73)
Inor Medical Products Ltd.	— (—)	— (—)	546.87 (536.31)	546.87 (536.31)
Lotus Viniyog Private Ltd.	— (—)	— (—)	4.02 (3.49)	4.02 (3.49)
Naira Holdings Limited	253.43 (202.08)	— (—)	— (—)	253.43 (202.08)
Restpoint Investments Limited	— (30.00)	— (—)	— (—)	— (30.00)
Island Horti-Tech Holdings Pte. Limited	1.48 (1.48)	— (—)	— (—)	1.48 (1.48)
P.T. Indo Java Rubber Planting Company	12.91 (—)	— (—)	— (—)	12.91 (—)
Dividend receivable				
P.T. Indo Java Rubber Planting Company	— (65.45)	— (—)	— (—)	— (65.45)
Leila Lands Sendirian Berhad	916.07 (—)	— (—)	— (—)	916.07 (—)
Guarantees given to Banks				
DPI Products & Services Ltd.	— (70.00)	— (—)	— (—)	— (70.00)

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16. Disclosure as required under Accounting Standard (AS-15) (Revised)

DEFINED CONTRIBUTION PLAN

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

(Rs. in Lakhs)

	2008-09	<i>2007-08</i>
Employer's Contribution to Government Provident Fund	233.17	<i>201.23</i>
Employer's Contribution to Superannuation Fund	62.16	<i>54.07</i>

DEFINED BENEFIT PLAN – GRATUITY

I. Reconciliation of Opening and Closing balances of Defined Benefit Obligation

Previous Year

Liability at the beginning of the year	1,055.04	<i>1,194.68</i>
Interest cost	82.95	<i>86.55</i>
Current Service cost	59.79	<i>69.39</i>
Liability transfer out	—	<i>(4.44)</i>
Benefits paid	(155.95)	<i>(363.33)</i>
Actuarial (gain)/loss on Obligations	223.24	<i>72.21</i>
Liability at year end of the year	1,265.07	<i>1,055.04</i>

II. Reconciliation of Opening and Closing balances of Fair Value of Plan Assets

Previous Year

Fair value of plan assets as at the beginning of the year	1,060.62	<i>1,188.49</i>
Expected Returns on Plan Assets	103.28	<i>90.21</i>
Contributions	308.35	<i>120.86</i>
Benefits Paid	(155.95)	<i>(363.33)</i>
Actuarial Gain/(Loss) on Plan Assets	(33.36)	<i>24.39</i>
Fair value of plan assets as at the end of the year	1,282.95	<i>1,060.62</i>

III. Actual Return on Plan Assets

Previous Year

Expected Return on Plan Assets	103.28	<i>90.21</i>
Actuarial Gain/(Loss) on Plan Assets	(33.36)	<i>24.39</i>
Actual Return on Plan Assets	69.92	<i>114.60</i>

IV. Amount recognized in the Balance Sheet

Previous Year

Liability at the end of the year	1,265.07	<i>1,055.04</i>
Fair value of Plan Assets at the end of the year	1,282.95	<i>1,060.62</i>
Difference	17.88	<i>5.58</i>
Asset/Liability recognised in the balance sheet	Nil	<i>Nil</i>

V. Expense recognized in the Profit and Loss Account

		<i>Previous Year</i>
Current Service Cost	59.79	69.39
Interest Cost	82.95	86.55
Expected Return on Plan Assets	(103.28)	(90.21)
Actuarial (Gain)/Loss	256.59	47.81
Expense recognized in the P&L A/c	296.05	127.83

VI. Investment Details

		<i>Previous Year</i>
Government of India Assets	4.10%	4.96%
Corporate Bonds	—	—
Special Deposit Scheme	—	—
State Government Securities	1.53%	1.86%
Property	—	—
Others	94.02%	92.98%
Insurer Managed Funds	0.35%	0.20%
Total	100%	100%

VII. Actuarial assumptions used

		<i>Previous Year</i>
	1994-96 LIC Ultimate	<i>1994-96 LIC Ultimate</i>
Mortality Table		
Discount rate	7.5% – 8%	8%
Rate of return on Plan Assets	8%	8%
Salary escalation rate	8%	5%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market. The above information is certified by the 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 Corporation's policy for plan assets management.

In the previous year, the Corporation had changed the method of estimating liability for compensated absences from actuarial valuation to actual cost basis and the difference in liability was adjusted against general reserve pursuant to the transitional provision of AS-15 (Revised).

Provident fund: The Corporation contributes to recognized provident fund for a few employees. The Guidance note on implementing AS-15 (Revised) states that Provident Funds set up by employers which require interest shortfalls to be met by the employers are defined benefit plans. Having regard to the assets of the fund and the return on investments, the Corporation does not expect any deficiency in the foreseeable future. The details required for AS-15 (Revised) disclosure are not ascertained. During the year, the Corporation has contributed **Rs. 31.85 lacs** (*Previous Year Rs. 32.67 lakhs*) to the recognized provident fund.

- Export benefits/Incentives are accounted on accrual basis. Accordingly, on the Balance Sheet date, in respect of Exports made, estimated benefit of **Rs. 101.92 lakhs** (*Previous year Rs. 75.63 lakhs*) has been taken into account for the year as incentive on accrual basis under the pass book scheme. Subsequent to that, the Corporation has imported and utilized entitlement of **Rs. 59.14 lakhs** (*Previous year Rs. 54.49 lakhs*) leaving a balance of **Rs. 42.78 lakhs** (*Previous year Rs. 21.14 lakhs*).

The Bombay Burmah Trading Corporation, Limited

18. The Corporation has entered into derivative contracts for hedging its borrowings and interest costs in foreign currencies. The Corporation is accounting for gains and losses on such contracts along with the settlement of the underlying transactions. Having regard to the complex nature of the long term derivative contracts and the market volatility, the Management is at this stage not in a position to realistically ascertain the ultimate loss or gain on settlement of these contracts. However the corporation has made necessary provisions for foreseeable losses on such derivative contracts amounting to Nil (*Previous Year Rs. 378.80 lakhs*).
19. The Corporation subscribed to 19,30,000 Warrants of The Bombay Dyeing & Mfg. Co. Ltd (BDMC) issued on a preferential basis on 7th September, 2007. The Corporation as per the terms of the said Issue was entitled to exercise the option to apply for and be allotted equivalent number of Equity Shares of BDMC within 18 months from the date of issue at the price of Rs. 616/- per share. Due to the capital market conditions prevailing at the relevant time, the Corporation did not exercise the said option within the stipulated time. Consequently, the Corporation was required to write off the amount equivalent to 10% of price, aggregating to Rs. 1,188.88 lakhs paid on subscription of the said Warrants as the same was forfeited as per the terms of the issue and in accordance with the Guidelines of Preferential Issue of the Securities and Exchange Board of India (Disclosure and Investor Protection) Guidelines, 2000.
20. The Corporation has opted for accounting the exchange difference arising on reporting of Long Term Foreign Currency Monetary Items (the said Monetary Items) in line with Accounting Standard Amendment Rules 2009 on Accounting Standard 11 (AS-11) notified by the Government of India on 31st March, 2009. Accordingly, the exchange difference arising on the said Monetary Items at the rates different from those at which they were initially recorded is accounted in "Foreign Currency Monetary Item Translation Difference Account" and amortised over balance period of such loans but not beyond 31st March, 2011. Further such exchange difference pertaining to the accounting period commenced after 7th December, 2006 and previously recognised in the Profit & Loss Account is transferred to the said Account by adjusting to General Reserve. As a result, exchange difference recognised in the Profit & Loss Account upto last financial year ended on 31st March, 2008 relating to the said Monetary Items and aggregating to Rs. 213.66 lakhs has been adjusted against the General Reserve and out of the balance amount of Rs. 4,819.71 lakhs arising on the restatement of the said Monetary Items, a sum of Rs. 2,165.12 lakhs has been charged to the Profit & Loss Account and the balance amount of Rs. 2,654.59 lakhs has been transferred to the Foreign Currency Monetary Item Translation Difference Account.
21. During the previous year the Corporation had completed the construction/installation of the Plant for manufacture of Dental Chemicals in the state of Uttaranchal. The plant commenced commercial production with effect from 30th July, 2007. All expenses relating thereto which were carried forward under the head Capital Work-in-Progress amounting to Rs. 14.70 lakhs, had been capitalized as on that date, as per details given below:

(Rupees in Lakhs)

	Current Year	<i>Previous Year</i>
(a) Legal and professional Charges	—	3.27
(b) Travelling Expenses	—	2.27
(c) Postage Telegrams and Telephones	—	0.14
(d) Power Gas and Fuel	—	1.82
(e) Payments to and provisions for Employees	—	2.37
(f) Repairs to Machinery	—	0.46
(g) Repairs to Buildings and Roads	—	0.60
(h) Freight carriage and Transport Charges	—	1.13
(i) Rates & taxes	—	0.70
(j) Miscellaneous expenses	—	1.94
Total	—	14.70

22. In the previous year the Corporation took up development of Real Estate in the vacant properties at Pune, Coimbatore and Mumbai; and converted these assets as stock in trade at cost.
23. Figures in respect of current year and those for the previous year have been rounded off to the nearest thousand and are expressed in terms of decimals of lakhs.
24. Comparative Financial information (i.e. the amounts and other disclosures for the preceding year presented above), is included as an integral part of the current year's financial statements, and is to be read in relation to the amounts and other disclosures relating to the current year. Figures of the previous year have been regrouped/reclassified wherever necessary to conform to current year's presentation.

25. Additional information pursuant to Part IV of Schedule VI to the Companies Act, 1956.

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. Registration Details

Registration No. State Code

Balance Sheet Date
Date Month Year

II. Capital raised during the year (Rs. Thousands)

Public issue	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value="-"/> <input type="text" value="N"/> <input type="text" value="I"/> <input type="text" value="L"/> <input type="text" value="-"/> <input type="text" value=""/> <input type="text" value=""/>	Rights Issue	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value="-"/> <input type="text" value="N"/> <input type="text" value="I"/> <input type="text" value="L"/> <input type="text" value="-"/> <input type="text" value=""/> <input type="text" value=""/>
Bonus issue	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value="-"/> <input type="text" value="N"/> <input type="text" value="I"/> <input type="text" value="L"/> <input type="text" value="-"/> <input type="text" value=""/> <input type="text" value=""/>	Private Placement	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value="-"/> <input type="text" value="N"/> <input type="text" value="I"/> <input type="text" value="L"/> <input type="text" value="-"/> <input type="text" value=""/> <input type="text" value=""/>

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

Total Liabilities	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="4"/> <input type="text" value="3"/> <input type="text" value="0"/> <input type="text" value="1"/> <input type="text" value="4"/> <input type="text" value="8"/> <input type="text" value="6"/>	Total Assets	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="4"/> <input type="text" value="3"/> <input type="text" value="0"/> <input type="text" value="1"/> <input type="text" value="4"/> <input type="text" value="8"/> <input type="text" value="6"/>
Sources of Funds			
Paid - Up Capital	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="1"/> <input type="text" value="3"/> <input type="text" value="9"/> <input type="text" value="6"/> <input type="text" value="2"/> <input type="text" value="7"/>	Reserves & Surplus	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="5"/> <input type="text" value="7"/> <input type="text" value="6"/> <input type="text" value="4"/> <input type="text" value="0"/> <input type="text" value="3"/>
Secured Loans	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="3"/> <input type="text" value="5"/> <input type="text" value="2"/> <input type="text" value="3"/> <input type="text" value="1"/> <input type="text" value="0"/> <input type="text" value="9"/>	Unsecured Loans	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value="8"/> <input type="text" value="5"/> <input type="text" value="3"/>
Deferred Tax Liability (Net)	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value="6"/> <input type="text" value="1"/> <input type="text" value="4"/> <input type="text" value="9"/> <input type="text" value="4"/>		

Application of Funds

Net Fixed Assets	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="9"/> <input type="text" value="8"/> <input type="text" value="3"/> <input type="text" value="3"/> <input type="text" value="0"/> <input type="text" value="7"/>	Investments	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="1"/> <input type="text" value="0"/> <input type="text" value="6"/> <input type="text" value="7"/> <input type="text" value="3"/> <input type="text" value="9"/> <input type="text" value="1"/>
Net Current Assets	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="1"/> <input type="text" value="9"/> <input type="text" value="8"/> <input type="text" value="5"/> <input type="text" value="3"/> <input type="text" value="2"/> <input type="text" value="9"/>	Miscellaneous Expenditure	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value="N"/> <input type="text" value="I"/> <input type="text" value="L"/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/>
Foreign Currency Monetary Item Translation Difference Account	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="2"/> <input type="text" value="6"/> <input type="text" value="5"/> <input type="text" value="4"/> <input type="text" value="5"/> <input type="text" value="9"/>	Accumulated Losses	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value="N"/> <input type="text" value="I"/> <input type="text" value="L"/> <input type="text" value=""/> <input type="text" value=""/> <input type="text" value=""/>

IV. Performance of Company (Rs. Thousands)

Turnover (Net Revenue)	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="2"/> <input type="text" value="9"/> <input type="text" value="0"/> <input type="text" value="1"/> <input type="text" value="4"/> <input type="text" value="2"/> <input type="text" value="5"/>	Total Expenditure	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="3"/> <input type="text" value="0"/> <input type="text" value="2"/> <input type="text" value="5"/> <input type="text" value="4"/> <input type="text" value="9"/> <input type="text" value="2"/>
+ - Profit Before Tax	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="1"/> <input type="text" value="2"/> <input type="text" value="4"/> <input type="text" value="0"/> <input type="text" value="6"/> <input type="text" value="7"/>	+ - Profit After Tax	<input type="text" value=""/> <input type="text" value=""/> <input type="text" value="1"/> <input type="text" value="3"/> <input type="text" value="8"/> <input type="text" value="7"/> <input type="text" value="5"/> <input type="text" value="3"/>

(Please tick appropriate box + for profit, - for loss)

Basic and Diluted-Earnings Per Share in Rs. #

+ -

Dividend rate %

#Refer Note No. 13 of Schedule 22.

The Bombay Burmah Trading Corporation, Limited

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

Item Code No.
(ITC Code)

4	8	0	7	1	0	0	0																	
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Product
Description

L	A	M	I	N	A	T	E	S																
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Item Code No.
(ITC Code)

0	9	0	2	4	0	0	0																	
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Product
Description

S	P	R	I	N	G	S																		
---	---	---	---	---	---	---	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

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Item Code No.
(ITC Code)

8	4	6	3	9	0	0	2																	
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Product
Description

S	P	R	I	N	G	S																		
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AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF THE BOMBAY BURMAH TRADING CORPORATION, LIMITED ON THE CONSOLIDATED FINANCIAL STATEMENTS OF THE BOMBAY BURMAH TRADING CORPORATION, LIMITED AND ITS SUBSIDIARIES AND ASSOCIATES (BOMBAY BURMAH GROUP).

1. We have audited the attached consolidated Balance Sheet of The Bombay Burmah Trading Corporation, Limited ("The Corporation") and its subsidiaries (The Corporation and its subsidiaries constitute "the Group") as at 31st March, 2009 and also the consolidated profit and loss account and the consolidated cash flow statement for the year ended on that date annexed thereto, in which are incorporated the accounts of Johor Bahru, Usambara and South India Branches of the Corporation audited by other auditors. These financial statements are the responsibility of the management of The Bombay Burmah Trading Corporation, Limited and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit financial statements of six subsidiaries, whose financial statements reflect total assets of Rs. 80,393.11 lakhs as at 31st March, 2009 as the case may be, total revenue of Rs. 20,566.09 lakhs and net cash flows amounting to Rs. 12,916.44 lakhs for the year then ended and on the financial statements of ten associates wherein the Group's share of profit aggregates to Rs. 2,242.69 lakhs. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion is based solely on the report of other auditors.
4. We report that the consolidated financial statements have been prepared by the Company's management in accordance with the requirements of Accounting Standards (AS) 21, consolidated financial Statements and Accounting Standards (AS) 23, Accounting for Investments in Associates in Consolidated Financial Statements notified by Companies (Accounting Standards) Rules, 2006. The financial statements of foreign subsidiaries and associates have been prepared in compliance with the local laws and applicable Accounting Standards as explained in Note No. 4 of Schedule No. 22. Therefore, the consolidated financial statements of the corporation may not be strictly in compliance with Indian GAAP; further for the purpose of consolidation of these entities financial statement for the period ended 31st December, 2008 have been considered.
5. Without qualifying our report, we draw attention regarding provision and/or payment of managerial remuneration amounting to Rs. 7.50 lakhs pending approval of the Central Government.
6. *We also draw attention to Note No. 19 of Schedule No. 22 regarding provision for foreseeable losses on outstanding derivative contracts on the basis stated in the note. We are unable to form an opinion in this matter.*
7. Based on our audit as aforesaid, and on consideration of reports of other auditors on the separate financial statements and on the other financial information of the components to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements and *subject to the limited extent of our comments in paragraph (6) above*, give a true and fair view in conformity with the accounting principles generally accepted in India:
 - (i) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2009;
 - (ii) in the case of the Consolidated Profit and Loss account, of the profit for the Group for the year ended on that date; and
 - (iii) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

For Deloitte Haskins and Sells
Chartered Accountants

R. SALIVATI
Partner

Mumbai,
Dated: 30th June, 2009

Membership No.: 34004

The Bombay Burmah Trading Corporation, Limited

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009

		(Rupees in Lakhs)		As at 31st March, 2008		
		Schedule No.	As at 31st March, 2009 Rupees	Rupees	Rupees	Rupees
I. SOURCES OF FUNDS:						
1. SHAREHOLDERS' FUNDS –						
	(a) Capital	1	1,396.27		1,396.27	
	(b) Reserves and Surplus	2	78,269.16		63,453.62	
				79,665.43		64,849.89
2. MINORITY INTEREST						
				1,052.10		816.93
3. LOAN FUNDS –						
	(a) Secured Loans	3	40,013.87		30,497.79	
	(b) Unsecured Loans	4	8.53		1,772.74	
				40,022.40		32,270.53
4. DEFERRED TAX LIABILITY (Net)						
				850.17		660.28
	TOTAL		121,590.10		98,597.63	
II. APPLICATION OF FUNDS:						
1. FIXED ASSETS –						
	(a) Gross Block	5	28,485.51		26,165.97	
	(b) Less: Depreciation		9,950.34		8,581.29	
	(c) Net Block		18,535.17		17,584.68	
	(d) Capital Work-in-Progress		235.71		184.06	
				18,770.88		17,768.74
2. INVESTMENTS						
		6	58,984.13		61,173.75	
3. FOREIGN CURRENCY MONETARY ITEM TRANSLATION DIFFERENCE ACCOUNT						
			2,654.59		—	
4. CURRENT ASSETS, LOANS AND ADVANCES –						
	(a) Inventories	7	8,484.25		7,847.53	
	(b) Sundry Debtors	8	11,841.77		8,216.88	
	(c) Cash and Bank Balances	9	22,141.62		7,567.33	
	(d) Other Current Assets	10	1,131.54		27.13	
	(e) Loans and Advances	11	4,552.34		4,295.01	
			48,151.52		27,953.88	
LESS: CURRENT LIABILITIES AND PROVISIONS						
	(a) Liabilities	12	5,977.08		6,624.42	
	(b) Provisions	13	1,147.99		1,832.41	
			7,125.07		8,456.83	
	NET CURRENT ASSETS		41,026.45		19,497.05	
5. DEFERRED TAX ASSET (Net)						
			146.85		150.69	
6. MISCELLANEOUS EXPENDITURE						
	To the extent not written off or adjusted					
	Deferred Revenue Expenditure		7.20		7.40	
	TOTAL		121,590.10		98,597.63	
Significant Accounting Policies and Notes to Accounts		22				

As per our attached report of even date.

For DELOITTE HASKINS & SELLS
Chartered Accountants

R. SALIVATI
Partner
Membership No. 34004

Mumbai:
Dated, 30th June, 2009.

A. PANJWANI
J. N. WADIA
N. H. DATANWALA

The above Balance Sheet including Schedule Numbers 1 to 13 and 22 is hereby authenticated by us.
For and on behalf of the Board

NUSLI N. WADIA
K. MAHINDRA
M. L. APTE
D. E. UDWADIA
ISHAAT HUSSAIN

Chairman
Director
Director
Director
Director

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

(Rupees in Lakhs)

	Schedule No.	Rupees	Rupees	Previous Year Rupees	Previous Year Rupees
INCOME					
Sales	14	42,370.62		38,848.69	
Less: Excise Duty recovered on Sales		1,394.34		1,854.14	
Net Sales			40,976.28		36,994.55
Other Income	15		7,538.94		3,799.08
Share of Profit of Associates			2,242.69		2,816.51
			50,757.91		43,610.14
EXPENDITURE					
(Increase)/Decrease in Stocks	16		(36.81)		(96.35)
Raw Materials Consumed			14,202.54		13,268.76
Cost of Horticulture and Landscape Services			1,432.19		1,114.97
Purchase of Trading Goods/Shares			1,075.30		1,763.76
Operation and Other Expenses	17		12,092.77		11,163.75
Payments to and Provision for Employees	18		7,531.81		6,130.95
Cost relating to Real Estate Division	19		18.72		26.79
Interest	20		2,884.83		2,688.29
Depreciation		1,338.49		1,238.77	
Less: Transfer from Revaluation Reserve		3.08		3.64	
			1,335.41		1,235.13
			40,536.76		37,296.05
OPERATING PROFIT			10,221.15		6,314.09
Less: Loss on Exchange (Net)		2,165.12		—	
Refer Note No. 21 of Schedule No. 22					
Impairment Loss on Current Investments		3,341.85		249.67	
Long Term Investment written off (Refer Note No.20 of Schedule No. 22)		1,188.88		—	
			6,695.85		249.67
PROFIT BEFORE TAXATION			3,525.30		6,064.42
Provision for Taxation	21		878.19		862.85
Short Provision for taxes of earlier years			48.35		16.02
PROFIT AFTER TAXATION AND BEFORE MINORITY INTEREST			2,598.76		5,185.55
Minority Interest			(693.36)		(616.49)
PROFIT AFTER MINORITY INTEREST			1,905.40		4,569.06
Balance brought forward from Previous Year			12,338.00		8,826.87
Transferred from Asset Revaluation Reserve Account			1.02		—
Transferred from General Reserve			306.01		—
Translation adjustment			13.63		—
Adjustment of Dividend received/Dividend proposed			(93.40)		(268.15)
AMOUNT AVAILABLE FOR APPROPRIATION			14,470.66		13,127.78
APPROPRIATIONS					
Proposed Dividend			139.54		418.63
Corporate Dividend Tax thereon			23.72		71.15
Transfer to General Reserve			—		300.00
Transferred to Statutory Reserve			0.04		—
Balance Carried to Balance Sheet			14,307.36		12,338.00
			14,470.66		13,127.78
Basic and Diluted Earnings per Share (in Rs.) - Face Value Rs. 10/- each					
Refer Note No. 14 of Schedule No. 22			13.65		32.74
Significant Accounting Policies and Notes to Accounts. 22					

As per our attached report of even date.

For DELOITTE HASKINS & SELLS
Chartered Accountants

R. SALIVATI
Partner
Membership No. 34004
Mumbai;
Dated, 30th June, 2009.

The foregoing Consolidated Profit and Loss Account for the year ended 31st March, 2009 including Schedule Numbers 14 to 22 is hereby authenticated by us.

For and on behalf of the Board

A. PANJWANI
J. N. WADIA
N. H. DATANWALA

Managing Director
Deputy Managing Director
Vice President Corporate & Co. Secretary

NUSLI N. WADIA
K. MAHINDRA
M. L. APTE
D. E. UDWADIA
ISHAAT HUSSAIN

Chairman
Director
Director
Director
Director

The Bombay Burmah Trading Corporation, Limited

CONSOLIDATED CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET FOR YEAR ENDED 31ST MARCH, 2009

	(Rupees in Lakhs)		
	Rupees	Rupees	Rupees
			<i>Previous Year Rupees</i>
A. Cash flows from operating activities:			
Profit before Taxation		3,525.30	6,064.42
Adjustments for:			
Depreciation	1,335.41		1,235.13
Currency Alignment on Depreciation	239.17		(93.56)
Loss on Exchange (net)	2,165.12		—
Share of Profit of Associates	(2,242.69)		(2,816.51)
Profit on Sale of Fixed Assets (net)	(80.38)		(5.32)
Profit on Sale of Investments (net)	(2,816.04)		(494.60)
Long term investments written off	1,188.88		250.79
Assets discarded written off	9.40		43.17
Impairment Loss on Current Investments	3,341.85		249.67
Amortisation of Miscellaneous Expenditure	0.20		1.30
Advances/Doubtful Debts written off	15.22		4.63
Provision for doubtful debts	33.93		52.13
Excess Provision in respect of previous year written back	(70.05)		(92.47)
Interest expense	2,884.83		2,688.29
Interest income	(980.71)		(1,398.84)
Dividend income	(2,548.79)		(691.67)
		<u>2,475.35</u>	<u>(1,067.86)</u>
Operating Profit before working capital changes		6,000.65	4,996.56
Adjustments for:			
Increase in Sundry Debtors and other receivables	(3,891.78)		(105.27)
Increase in Inventories (Decrease)/Increase in Sundry Creditors and Provisions	(636.72)		(1,766.29)
	<u>(1,049.83)</u>		<u>1,105.16</u>
		<u>(5,578.33)</u>	<u>(766.40)</u>
Cash from operations		422.32	4,230.16
Net Increase/(Decrease) in Reserves	0.22		(564.31)
Foreign exchange gain/(loss) on consolidation	12,341.08		(373.31)
Direct taxes paid (net)	(942.86)		(895.35)
		<u>11,398.44</u>	<u>(1,832.97)</u>
Net cash from operating activities		11,820.76	2,397.19
B. Cash flows from investing activities:			
Purchase of fixed assets	(1,659.22)		(4,139.33)
Advances and Loans	190.44		(102.06)
Proceeds from sale of fixed assets	192.64		41.60
Sale/(Purchase) of Investments (net)	2,717.62		(2,914.96)
Bank Deposits withdrawn during the year	2,647.17		3,140.29
Bank Deposits made during the year	(4,676.18)		(2,647.17)
Interest income	792.37		1,397.47
Dividend income	1,632.72		691.67
Net cash from/(used in) investing activities		1,837.56	(4,532.49)

**CONSOLIDATED CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET
FOR YEAR ENDED 31ST MARCH, 2009 (Contd.)**

	(Rupees in Lakhs)	
	Rupees	Rupees
		Previous Year Rupees
C. Cash flows from financing activities:		
Proceeds from Borrowings	5,122.00	4,183.73
Repayment of Borrowings	(1,772.29)	(901.94)
(Repayment of)/Proceeds from Cash Credit	(633.95)	0.66
Proceeds from/(Payment of) Finance Leases	2.74	(28.86)
Adjustment to Minority Interest (net of dividend paid)	(458.19)	(191.19)
Interest paid	(2,795.69)	(2,832.26)
Dividend and dividend distribution tax paid	(484.26)	(616.13)
Adjustment of dividend received/dividend proposed	(93.40)	(268.15)
Net cash used in financing activities	(1,113.04)	(654.14)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	12,545.28	(2,789.44)
Cash and cash equivalents as at the commencement of the year	4,920.16	7,709.60
Cash and cash equivalents as at the end of the year	17,465.44	4,920.16
Net increase/(decrease) as disclosed above	12,545.28	(2,789.44)
Components of Cash and Cash Equivalents as at	31-03-2009	31-03-2008
Cash on hand	38.11	30.99
Balances with Banks - on Current Account	11,870.84	3,948.33
- on Deposit Account	5,556.49	940.84
	17,465.44	4,920.16

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" set out in Accounting Standard (AS - 3) "Cash Flow Statements" as notified under the Companies (Accounting Standards) Rules, 2006.
- Components of Cash and Cash equivalents have been changed to exclude bank deposit with maturity of more than 3 months aggregating to Rs. 4,676.18 lakhs (Previous Year Rs. 2,647.17 lakhs).
- Figures relating to previous year have been recast where necessary to conform to figures of the current year.

As per our attached report of even date.

For DELOITTE HASKINS & SELLS
Chartered Accountants

R. SALIVATI
Partner
Membership No. 34004
Mumbai:
Dated, 30th June, 2009.

For and on behalf of the Board

A. PANJWANI	Managing Director	NUSLI N. WADIA	Chairman
J. N. WADIA	Deputy Managing Director	K. MAHINDRA	Director
N. H. DATANWALA	Vice President Corporate & Co. Secretary	M. L. APTE	Director
		D. E. UDWADIA	Director
		ISHAAT HUSSAIN	Director

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009

	(Rupees in Lakhs)	
	As at 31st March, 2009	As at 31st March, 2008
	Rupees	Rupees
SCHEDULE NO. 1		
SHARE CAPITAL:		
AUTHORISED —		
1,50,00,000 Equity Shares of Rs. 10/- each	1,500.00	<i>1,500.00</i>
	<u>1,500.00</u>	<u><i>1,500.00</i></u>
ISSUED AND SUBSCRIBED —		
1,39,54,380 Equity Shares of Rs. 10 /- each fully paid-up	1,395.44	<i>1,395.44</i>
Of the above -		
(1) 25,000 Shares of Rs. 10/- each are allotted as fully paid-up pursuant to a contract without payment being received in cash and 1,25,000 Shares of Rs. 10/- each are allotted as fully paid-up pursuant to the Scheme of Arrangement for relinquishment of special rights attached to the original shares.		
(2) 1,07,94,377.50 Shares of Rs. 10/- each are allotted as fully paid-up by way of Bonus Shares by capitalisation of General Reserve and Securities Premium Account.		
(3) On 10,50,000 Shares of Rs. 10/- each a sum of Rs. 6/- per share was credited by way of Bonus by capitalisation of Reserves.		
<i>Add:</i> Forfeited Shares —		
Amount paid-up	0.83	<i>0.83</i>
TOTAL	<u>1,396.27</u>	<u><i>1,396.27</i></u>

SCHEDULE NO. 2

RESERVES AND SURPLUS:

Capital Reserve Account

As per last Balance Sheet	1,809.23	<i>1,809.23</i>
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Capital Reserve (On Investment in Subsidiaries)

As per last Balance Sheet	608.01	<i>1,175.40</i>
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Add: Capital reserve on acquisition —

— Reserves & Surplus	0.23	<i>(564.31)</i>
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<i>(Less):</i> Difference between depreciation on Revalued Cost of Plant and Machinery and Original Cost thereof for the year transferred to Profit and Loss Account	(3.08)	<i>(3.08)</i>
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	605.16	<i>608.01</i>
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Capital Redemption Reserve —

As per last Balance Sheet	0.02	<i>0.02</i>
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Revaluation Reserve Account —

As per last Balance Sheet	1.02	<i>1.58</i>
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<i>(Less):</i> Difference between depreciation on Revalued Cost of Plant and Machinery and Original Cost thereof for the year transferred to Profit and Loss Account	(1.02)	<i>(0.56)</i>
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	—	<i>1.02</i>
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Securities Premium Account —

As per last Balance Sheet	3,637.21	<i>3,637.21</i>
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SCHEDULES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009

	(Rupees in Lakhs)	
	As at 31st March, 2009	As at 31st March, 2008
	Rupees	Rupees
SCHEDULE NO. 2 (Contd.)		
RESERVES AND SURPLUS:		
Foreign Currency Translation Reserve		
As per last Balance Sheet	7,632.00	8,208.35
<i>Add/(Less):</i> Amount transferred on account of resulting exchange differences on conversion of non-integral foreign branches and subsidiaries	13,369.69	(576.35)
	21,001.69	7,632.00
Statutory Reserve Fund		
As per last Balance Sheet	148.06	148.06
<i>Add:</i> Transferred from Profit and Loss Account	0.04	—
	148.10	148.06
GENERAL RESERVE ACCOUNT —		
As per last Balance Sheet	37,280.07	37,019.79
<i>Less:</i> Transitional liability arising on account of adoption of Revised AS-15	—	(39.72)
<i>Less:</i> Transferred to Foreign Currency Monetary Item	—	—
Translation Difference account (Refer Note No. 21 of Schedule No. 22)	(213.67)	—
<i>Less:</i> Transferred to Profit and Loss Account	(306.01)	—
<i>Add:</i> Transferred from Profit and Loss Account	—	300.00
	36,760.39	37,280.07
PROFIT AND LOSS ACCOUNT	14,307.36	12,338.00
TOTAL	78,269.16	63,453.62

SCHEDULE NO. 3

SECURED LOANS :

Loans and Advances from Banks —

Cash Credit/Overdraft Accounts (Secured by hypothecation of all stocks of Raw Materials, Finished Goods, Semi-finished Goods, Goods-in-process, Stores and Book Debts, both present and future and further secured by charge on property/investments.	1,725.35	2,359.30
Term Loans	38,172.60	28,025.31
Hire Purchase/Lease facility (Net of unmatured finance charges, secured by a lien on assets purchased under the agreements)	46.73	89.74
Lease Creditors (secured by assets leased)	69.19	23.44
TOTAL	40,013.87	30,497.79

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009

	(Rupees in Lakhs)	
	As at 31st March, 2009	As at 31st March, 2008
	Rupees	Rupees
SCHEDULE NO. 4		
UNSECURED LOANS:		
Intercompany Deposits	8.00	—
Short Term Loans and Advances from Banks	—	1,772.29
From Others	0.53	0.45
TOTAL	<u>8.53</u>	<u>1,772.74</u>

SCHEDULE NO. 5

FIXED ASSETS:

(Rupees in Lakhs)

	Original/ Revalued Cost or Balance as at 1st Apr., 2008	Cost of Additions during the year	Cost of Disposals/ Transfers/ Adj. during the year	Currency Alignment on Closing Balance	Cost/ Revalued Cost or Balance as at 31st March, 2009	Accumulated Depreciation as on 1st April 2008	Depreciation for the year	Currency Alignment for the year	Depreciation/ Amortisation on Disposals/ Transfers/ Adj. during the year	Depreciation/ Amortisation to 31st March, 2009	Net Book Value as at 31st March, 2009	Net Book Value as at 31st March, 2008
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
INTANGIBLE ASSETS:												
Technical know-how	25.64	—	—	—	25.64	(20.51)	(5.13)	—	—	(25.64)	—	5.13
Computer Software	20.02	13.96	—	—	33.98	(3.23)	(7.23)	—	—	(10.46)	23.52	16.79
Goodwill and other business rights	3,004.83	—	—	453.25	3,458.08	(225.56)	(163.96)	—	—	(389.52)	3,068.56	2,779.27
Tenancy Rights	36.55	—	—	—	36.55	(3.46)	(0.60)	—	—	(4.06)	32.49	33.09
TANGIBLE ASSETS:												
LAND:												
Freehold	1,693.09	1.20	—	—	1,694.29	—	—	—	—	—	1,694.29	1,693.09
Leasehold	417.21	—	—	0.08	417.29	(16.20)	(4.88)	(0.02)	—	(21.10)	396.19	401.01
ROADS	101.93	—	—	0.01	101.94	(38.17)	(3.15)	—	—	(41.32)	60.62	63.76
DEVELOPMENT – Plantations	1,363.58	327.04	—	3.10	1,693.72	(20.12)	—	—	—	(20.12)	1,673.60	1,343.46
BUILDINGS	4,160.83	146.61	(57.25)	240.24	4,490.43	(1,134.16)	(198.26)	(10.48)	57.25	(1,285.65)	3,204.78	3,026.67
PLANT AND MACHINERY	12,620.71	921.16	(48.63)	147.09	13,640.33	(5,596.07)	(770.92)	(62.45)	19.38	(6,410.06)	7,230.27	7,024.64
MOTOR VEHICLES AND TRACTORS	1,339.75	161.42	(207.42)	167.72	1,461.47	(910.05)	(101.43)	(150.27)	115.01	(1,046.74)	414.73	429.70
FURNITURE AND FIXTURES	723.17	36.18	(16.97)	3.27	745.65	(310.61)	(44.94)	(2.53)	16.97	(341.11)	404.54	412.56
MATURED PLANTATIONS	658.66	—	—	27.48	686.14	(303.15)	(37.99)	(13.42)	—	(354.56)	331.58	355.51
TOTAL	26,165.97	1,607.57	(330.27)	1,042.24	28,485.51	(8,581.29)	(1,338.49)	(239.17)	208.61	(9,950.34)	18,535.17	
PREVIOUS YEAR TOTAL	23,021.46	4,102.95	(755.40)	(203.04)	26,165.97	(7,971.05)	(1,238.77)	93.56	534.97	(8,581.29)		17,584.68
CAPITAL WORK-IN-PROGRESS											235.71	184.06
TOTAL :											18,770.88	17,768.74

SCHEDULES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009

		(Rupees in Lakhs)	
		As at 31st March, 2009	As at 31st March, 2008
		Rupees	Rupees
SCHEDULE NO. 6			
INVESTMENTS:			
(A) Long Term Investments (At Cost)			
In Equity Shares of Companies	16,416.72		16,304.88
In Associates	32,419.32		24,604.05
In Government Securities	4.00		4.00
In Others (viz. Co-operative Societies, Mutual Funds, etc.)	25.22		20.43
		48,865.26	40,933.36
(B) Current Investments (At Cost or Market/Fair value whichever is lower)			
In Managed Fixed Income Accounts	7,636.24		14,726.88
In Specialist Equity Account	2,482.63		5,513.51
		10,118.87	20,240.39
TOTAL		58,984.13	61,173.75

SCHEDULE NO. 7			
INVENTORIES:			
Stores and Spare parts		751.63	625.77
Stock-in-trade:			
Raw Materials [Includes material in transit Rs. 68.70 lakhs (Previous year Rs. 27.93 lakhs)]	1,975.02		1,700.15
Work-in-Progress	396.07		596.29
Finished Goods	3,286.89		3,171.57
Plants and Nursery Hardware	419.26		297.55
Real Estate under Development	1,655.33		1,456.15
Equity Shares	0.05		0.05
		7,732.62	7,221.76
TOTAL		8,484.25	7,847.53

SCHEDULE NO. 8			
SUNDRY DEBTORS: (Unsecured)			
Considered Good		11,841.77	8,216.88
Considered Doubtful		244.14	182.51
		12,085.91	8,399.39
Less: Provision for Doubtful Debts		244.14	182.51
TOTAL		11,841.77	8,216.88

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2009

			(Rupees in Lakhs)	
	Rupees	Rupees	As at 31st March, 2009 Rupees	As at 31st March, 2008 Rupees
SCHEDULE NO. 9				
CASH AND BANK BALANCES:				
Cash on hand			38.11	30.99
Cheques on hand			105.99	166.80
Bank Balances				
(a) With Scheduled Banks:				
On Current Accounts		583.28		1,044.38
On Margin Account		52.80		16.24
Unpaid Dividend Accounts				
— Current Account		27.57		22.05
		<u> </u>	663.65	1,082.67
(b) With Others:				
On Current Accounts with Foreign Banks (incl. With Fund Managers)		11,101.20		2,698.86
On Deposit account with Foreign Banks		5,556.29		934.12
		<u> </u>	16,657.49	3,632.98
Fixed Deposits With Banks			4,676.38	2,653.89
TOTAL			<u>22,141.62</u>	<u>7,567.33</u>

SCHEDULE NO. 10

OTHER CURRENT ASSETS:

Interest accrued on Investments and Deposits			215.46	27.12
Dividend Receivable			916.08	0.01
TOTAL			<u>1,131.54</u>	<u>27.13</u>

SCHEDULES TO CONSOLIDATED BALANCE SHEET AS 31ST MARCH, 2009

			(Rupees in Lakhs)	
	Rupees	Rupees	As at 31st March, 2009 Rupees	As at 31st March, 2008 Rupees
SCHEDULE NO. 11				
LOANS AND ADVANCES:				
Unsecured, Considered Good (unless otherwise specified) –				
Advances and Loans to Others [includes considered doubtful Rs. 130.00 lakhs (Previous Year <i>Rs. 130.00 lakhs</i>)]	2,285.91			2,476.35
Less: Provision for doubtful advances	130.00			130.00
		2,155.91		2,346.35
Advance Payment of Income-tax etc. [Net of Provision for Tax Rs. 314.00 lakhs (Previous Year <i>Rs. 317.00 lakhs</i>)]		498.22		341.24
Advance Payment of Fringe Benefit Tax [Net of Provision Rs. 52.00 lakhs (Previous Year <i>Rs. 52.00 lakhs</i>)]		7.95		4.95
Deposit in Special A/c. (Tea Development A/c.) with National Bank for Agriculture and Rural Development u/s 33 AB of the Income-tax Act, 1961		0.20		0.20
			2,662.28	2,692.74
Advances recoverable in cash or in kind or for value to be received			1,499.77	1,245.72
Balance with Government and Other Authorities			390.29	356.55
TOTAL			4,552.34	4,295.01

SCHEDULE NO. 12**CURRENT LIABILITIES:**

Acceptances		—	363.83
Sundry Creditors		5,435.44	5,745.75
Balance consideration towards acquisition of Business		11.00	11.00
Unclaimed Dividends		27.57	22.05
Book Overdraft with Bank		—	62.95
Staff Pension and Other Funds		44.29	49.20
Interest Accrued but not due on Loans		158.78	69.64
Deposit from lessee for premises given on lease		300.00	300.00
TOTAL		5,977.08	6,624.42

SCHEDULE NO. 13**PROVISIONS:**

Taxation [Net of Advance Tax Rs. 8.19 lakhs (Previous Year <i>Rs. 8.14 lakhs</i>)]		355.14	403.94
Fringe Benefit Taxation [Net of Advance Tax Rs. 118.54 lakhs (Previous Year <i>Rs. 72.04 lakhs</i>)]		13.94	15.21
Proposed Dividend		139.54	418.63
Corporate Dividend Tax		23.72	71.15
Compensated Absences		615.65	544.68
Derivative Loss		—	378.80
TOTAL		1,147.99	1,832.41

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

	(Rupees in Lakhs)	
	Rupees	<i>Previous Year</i> Rupees
SCHEDULE NO. 14		
SALES:		
Tea	7,838.55	5,033.36
Coffee	1,289.67	1,052.96
Rubber	3,375.51	3,348.05
Other Plantation Products	213.22	279.42
Laminates	7,955.95	8,121.06
Precision Springs/Auto Electric	14,191.06	14,428.80
Weighing Products	226.36	291.63
Horticulture & Landscaping Services	5,834.66	5,022.84
Dental Products	1,445.64	1,270.57
TOTAL	42,370.62	38,848.69

SCHEDULE NO. 15

OTHER INCOME:

Interest (Gross) – Current Accounts, Loans, Deposits, etc.	980.71	1,398.84
Dividend from Investments	2,548.79	691.67
Rent (including Machinery, etc. Hire Charges/Lease Rent)	101.39	96.21
Expenses recovered from various Companies	65.00	65.00
Sundry Receipts	492.02	792.41
Export benefits and Incentives	167.40	75.63
Insurance claim received	24.07	—
Profit on sale of Fixed Assets (Net)	80.38	5.32
Profit on sale of Investments (Net)	2,818.71	494.60
Foreign Exchange Fluctuations (Net)	136.25	—
Profit on Sale of Raw Materials (Net)	0.93	2.15
Agency Commission	51.10	84.78
Bad Debts written off recovered	2.14	—
Excess Provision in respect of Previous Year [including Rs. 4.78 lakhs] (Previous Year Rs. 17.82 lakhs) in respect of doubtful debts written back	70.05	92.47
TOTAL	7,538.94	3,799.08

SCHEDULES TO CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

	Rupees	Rupees	Rupees	(Rupees in Lakhs)	
				Previous Year Rupees	Rupees
SCHEDULE NO. 16					
INCREASE IN STOCKS:					
Closing Stock					
Finished Goods		3,706.15		3,469.12	
Work-in-Progress		396.07		596.29	
Equity Shares		0.05		0.05	
			4,102.27		4,065.46
Less: Opening Stock					
Finished Goods		3,469.12		3,396.94	
Work-in-Progress		596.29		572.12	
Equity Shares		0.05		0.05	
			4,065.46		3,969.11
TOTAL			(36.81)		(96.35)

SCHEDULE NO. 17			
OPERATION AND OTHER EXPENSES:			
Consumption of Stores and Spare parts		1,613.87	1,313.74
Power, Fuel and Oil		1,282.60	891.87
Repairs to Buildings and Roads		228.46	141.21
Repairs to Machinery		376.69	312.35
Freight, Transport and Carriage Charges		907.29	881.34
Insurance		70.86	140.91
Rates and Taxes		87.53	84.24
Excise Duty (Net)*		35.07	13.17
Rent		312.17	261.63
Technical Know-how Fees		49.04	66.50
Advances/Doubtful Debts written off		15.22	4.63
Provision for Doubtful debts/advances		33.93	52.13
Travelling Expenses		524.92	579.02
Postage, Telegrams and Telephones		150.15	158.20
Advertisement and Sales Promotion Expenses		399.18	350.18
Miscellaneous Expenses		1,704.41	1,550.03
Upkeep of Mature Rubber		109.24	152.57
Selling Agents' Commission and Discount		1,342.10	1,244.82
Exchange Loss		687.70	267.65
Loss on sale of Investment (Net)		2.67	—
Legal and Professional Charges		437.97	847.16
Assets Discarded Written off		9.40	43.17
Tapping and Collecting Rubber expenses		413.72	405.03
Directors' Sitting fees		7.90	27.74
Management charges		5.55	2.66
Processing charges		1,262.58	1,333.69
Auditors' Remuneration:			
Audit Fees		58.53	49.93
Tax Audit	0.75		0.75
Taxation Matters	—		0.25
Any Other Manner – certification, etc.	53.87		10.60
		54.62	11.60
Reimbursement of expenses		1.14	1.40
		114.29	62.93
Less: Expenses transferred to Fixed Assets of Dental Products Division as per note no. 22 of schedule 22		—	11.08
Less: Transferred to Real Estate cost		91.74	13.74
TOTAL		12,092.77	11,163.75

*Excise Duty shown under Expenditure represents cess on excise duty and the difference between excise duty on Opening & Closing Stock of Finished Goods.

The Bombay Burmah Trading Corporation, Limited

SCHEDULES TO CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

(Rupees in Lakhs)

	Rupees	Rupees	Previous Year Rupees
SCHEDULE NO. 18			
PAYMENTS TO AND PROVISIONS FOR EMPLOYEES:			
Salaries, Wages and Bonus [(includes VRS of Rs. Nil (Previous Year Rs. 1,272.59 lakhs)]		6,423.72	6,614.38
Contribution to Provident and Other Funds		770.24	546.10
Labour and Staff Welfare Expenses		464.01	301.05
Less: Expenses transferred to Fixed Assets of Dental Products Division as per note no. 22 of schedule 22		—	2.36
Less: Transferred to Real Estate cost		126.16	1,328.22
TOTAL		7,531.81	6,130.95

SCHEDULE NO. 19			
COST RELATING TO REAL ESTATE DIVISION:			
Opening Stock (Real Estate under Development)		1,456.15	—
Conversion of Leasehold/Freehold Land and Buildings from fixed assets into stock-in-trade at cost		—	140.98
Add: Expenditure relating to Real Estate Division incurred during the year			
Payments to and provision for employees [includes VRS of Rs. Nil (Previous year Rs. 1,272.59 lakhs)]	126.16		1,328.22
Preliminaries and site expenses	21.16		0.20
Contract/retainership fees	41.81		7.64
Travelling and other expenses	28.77		5.90
		217.90	1,341.96
		1,674.05	1,482.94
Closing Stock (Real Estate under Development)		1,655.33	1,456.15
TOTAL		18.72	26.79

SCHEDULE NO. 20			
INTEREST:			
On Term Loan		2,875.06	2,595.71
Other Interest		9.77	92.58
TOTAL		2,884.83	2,688.29

SCHEDULE NO. 21			
PROVISION FOR TAXATION:			
Indian Income-tax		12.10	144.33
Fringe Benefit Tax		45.23	46.25
Agricultural Income-tax		17.00	61.00
Wealth-tax		—	3.00
Deferred Tax		171.04	54.37
Foreign tax		632.82	553.90
TOTAL		878.19	862.85

SCHEDULE NO. 22**SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED BALANCE SHEET AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2009.****1. Principles of Consolidation:**

The consolidated financial statements relate to The Bombay Burmah Trading Corporation, Limited ('the Corporation') and its subsidiaries and associate companies, which together constitute the Group. The consolidated financial statements have been prepared on the following basis:

- (i) The financial statements of the Corporation and its subsidiary companies are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating all material intra-group balances and intra-group transactions resulting in unrealised profits or losses in accordance with Accounting Standard (AS-21) "Consolidated Financial Statements" as notified under the Companies (Accounting Standards) Rules, 2006.
 - (ii) The difference between the cost of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries, is recognised in the financial statements as Goodwill or Capital Reserve as the case may be.
 - (iii) Minority Interest's share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Corporation.
 - (iv) Minority Interest's share of net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separate from liabilities and the equity of the Corporation's shareholders.
 - (v) In case of associates, where the Corporation directly or indirectly through subsidiaries holds more than 20% of equity, investments are accounted for using equity method in accordance with Accounting Standard (AS-23) "Accounting for Investments in Associates in Consolidated Financial Statements" as notified under the Companies (Accounting Standards) Rules, 2006.
 - (vi) The difference between the cost of investment in the associates and the share of net assets at the time of acquisition of shares in the associates is identified in the financial statements as Goodwill or Capital Reserve as the case may be.
 - (vii) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and appropriate adjustments are made to the financial statements of subsidiaries when they are used in preparing the consolidated financial statements that are presented in the same manner as the Corporation's separate financial statements.
2. In case of all the subsidiaries of Leila Lands Senderian Berhad, a wholly owned foreign subsidiary of the Corporation, for the purpose of determining goodwill/capital reserve on acquisition, the assets and liabilities of those subsidiaries are measured at their fair values at the date of acquisition of those subsidiaries as against at cost, as prescribed in Accounting Standard (AS-21) "Consolidated Financial Statements".
 3. As required by Accounting Standard (AS-23) "Accounting for Investments in Associates on Consolidated Financial Statements" as notified under the Companies (Accounting Standards) Rules, 2006, the carrying amounts of investments in Associates at the beginning of the year have been restated by applying "Equity Method" of accounting from the date of acquisition of the associates and corresponding adjustments have been made to retained earnings at the beginning of the year after eliminating unrealised profits, if any.
 4. The accounts of the Indian subsidiaries have been prepared in compliance with the Accounting Standards referred to in Section 211(3C), other accounting pronouncement and other requirements of the Companies Act, 1956 and those of the foreign subsidiaries have been prepared in compliance with the local laws and applicable Accounting Standards. The disclosures for defined retirement plan are not disclosed.

The Bombay Burmah Trading Corporation, Limited

5. The list of the subsidiaries of the Corporation which are included in the consolidation and the Group's holding therein are as under:

Name of Subsidiary	Country of Incorporation	Percentage Holding-Share
Afco Industrial & Chemicals Limited	India	100%
# DPI Products & Services Ltd. (formerly known as Dental Products of India Limited)	India	100%
Sea Wind Investments & Trading Company Limited	India	100%
P.T. Indo Java Rubber Planting Company	Indonesia	50.30%
Electromags Automotive Products Private Limited	India	100%
* Leila Lands Senderian Berhad	Malaysia	100%

Sub-Subsidiaries:

Subsidiary of DPI Products & Services Limited (formerly known as Dental Products of India Limited):

Subham Viniyog Private Limited	India	100%
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Subsidiaries of Leila Lands Senderian Berhad:

* Naira Holdings Limited	The British Virgin Islands	100%
* Island Horti-Tech Holdings Pte. Limited	Singapore	100%
* Leila Lands Limited	Mauritius	100%
* Restpoint Investments Limited	The British Virgin Islands	100%

Subsidiaries of Island Horti-Tech Holdings Pte. Limited:

* Island Landscape & Nursery Pte. Limited	Singapore	100%
* ILN Investments Pte. Limited	Singapore	100%
* Innovative Organics Inc.	USA	54.86%

Subsidiary of Island Landscape & Nursery Pte. Limited:

* Peninsula Landscape & Nursery Sdn. Bhd.	Malaysia	100%
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Subsidiary of ILN Investments Pte. Limited:

* Saikjaya Holdings Sdn. Bhd.	Malaysia	100%
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Subsidiary of Restpoint Investments Limited:

* Restpoint International Technology Corporation	The British Virgin Islands	100%
* Island Telesystems Pte. Limited	The British Virgin Islands	100%

Subsidiary of Innovative Organics Inc.:

* Granum Inc.	USA	52.12%
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- # During the year, Dental Products of India Limited received approval from the Office of The Registrar of Companies, Maharashtra to its application to change its name to DPI Products & Services Limited. The approval was granted with effect from 16th July, 2008 and the name of the company therefore stood changed to DPI Products & Services Limited from that date.

- * For the purpose of consolidating the accounts of these subsidiaries, which together are called the Leila Lands Group the balances as per audited accounts for the financial year ended 31st December, 2008 have been considered.

6. The list of the associates of the Group which are included in the consolidation and the Group's holdings therein are as under:

Name of the Associate	Principal Activities	Country of Incorporation	Percentage Holding-Share
Roshnara Investments & Trading Company Private Limited	Investments	India	50%
Lima Investments & Trading Company Private Limited	Investments	India	50%
Cincinnati Investments & Trading Company Private Limited	Investments	India	50%
Lotus Viniyog Private Limited	Investments	India	50%
Shadhak Investments & Trading Private Limited	Investments	India	50%
MSIL Investments Private Limited	Investments	India	50%
Inor Medical Products Limited	Orthopaedic implants and instruments	India	20%

Name of the Associate	Principal Activities	Country of Incorporation	Percentage Holding-Share
Medical Microtechnology Limited	Ophthalmic instruments	India	50%
* ABI Holding Limited	Investment holding	United Kingdom	50%
* Appear Dream Limited	Trademark investment	United Kingdom	50%
* Ink (Clothing) Limited	Design and Wholesale of clothing	United Kingdom	22%

* For the purpose of consolidating the accounts of these associates, the balances as per audited accounts for the financial year ended 31st December, 2008 have been considered.

7. Significant Accounting Policies:

A. Basis of Accounting:

The financial statements are prepared under the historical cost convention on an accrual basis and in accordance with generally accepted accounting principles (GAAP) and in compliance with the applicable Accounting Standards.

The preparation of financial statements in conformity with GAAP requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Examples of such estimates include the useful lives of fixed assets, provision for doubtful debts/advances, future obligations in respect of retirement benefit plans, etc. Difference between actual results and estimates are recognised in the period in which the results are known/materialise.

B. Depreciation:

- (i) The group has adopted the straight line method of depreciation for all its tangible fixed assets except assets other than plant and machinery of Formica India Division of the Corporation, Afco Industrial & Chemicals Limited and DPI Products & Services Limited (formerly known as Dental Products of India Limited) which are depreciated under the written down value method at the rates prescribed under Schedule XIV to the Companies Act, 1956. As regards the Assets depreciated on straight-line basis the depreciation rates are equal to or higher than those prescribed under Schedule XIV to the Companies Act, 1956 based on the management's estimate of useful lives of these assets. The rates of depreciation that are different from Schedule XIV rates are as follows:

<u>Asset Type</u>	<u>Depreciation Rates</u>
Factory Building	5-10%
Non-Factory Building	2-12.5%
Motor Vehicles	20-25%
Office furniture, Nursery plant and equipments	10-33.33%
Plant and Machinery	8.33-20%
Mature Plantations	6.25%

- (ii) Cost of Leasehold Land is amortised over the period of lease.

C. Valuation of Tangible Fixed Assets:

- (i) Fixed Assets are valued at cost of acquisition or construction. They are stated at historical costs or other amounts substituted for historical costs (vide note (ii) & (iii) below). In respect of new projects pre-operative expenses including financing costs attributable to the acquisition/construction of fixed assets (net of income during trial run) upto the date of commencement of commercial production is included in cost.
- (ii) The Plant and Machinery of Formica India Division, Electronics Division and South India Branches (Plantations) of the Corporation as on 30th September, 1985 other than additions during that year were revalued on the basis of the then present worth as per valuation made by the external valuers and are stated at revalued amounts. The resultant increase was credited to Revaluation Reserve.

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- (iii) Fixed assets of PT Indo Java Rubber Planting Company are stated at cost, except for certain fixed assets, which were stated at a revalued amount in accordance with the Minister of Finance Decree No.109/KMK.04/1979 on 27th March, 1979, less accumulated depreciation. The difference resulting from the revaluation of such fixed assets was credited to the Revaluation Reserve.
- (iv) Expenditure in respect of new crops including cost of development is capitalised until the year of maturity of the plantation.
- (v) The Group has undertaken a Neem Plantation Project. All expenses incurred for the development of the Project are capitalised and disclosed under Fixed Assets. The said Project is still under implementation.
- (vi) Expenditure incurred by P.T. Indo Java Rubber Planting Company for nurseries planted, field preparation, plantings, fertilizers, maintenance, and an allocation of directly attributable fixed and variable overheads based on immature plantations area in proportion to total planted area, which incurred in development periods up to maturity of the plantation are capitalised and recorded under immature plantations. When the plantations are mature, accumulated costs of the immature plantations are transferred to mature plantations and are depreciated by using the straight-line method over the estimated useful life of 16 years. A rubber plantation is considered mature when it reaches six years after planting.
- (vii) Expenditure incurred by P.T. Indo Java Rubber Planting Company for acquisition of land rights such as location permit costs, legal cost and other expenses are classified as deferred expenses and amortised using the straight line method over the period of land rights.
- (viii) Nursery planting expenditure represents cost of plants that are used solely for propagation purposes and are not intended for resale. Cost comprises purchase cost, labour and attributable overheads. Initial nursery planting expenditure is capitalised as a base stock and accounted for on replacement basis.
- (ix) Fixed Assets held by non-integral foreign branches are stated at cost by converting at the closing rate of exchange at the balance sheet date.

D. Intangible Assets:

Intangible assets are recognised as per the criteria specified in Accounting Standard (AS-26) "Intangible Assets" as notified under the Companies (Accounting Standards) Rules, 2006 and amortised as follows:

- (i) Technical Know How Fees
Technical know how fees for new product development is amortised over the period not exceeding five years, of agreement with supplier of technology.
- (ii) Franchisee fees
Franchisee fees is amortised over the period not exceeding ten years, of agreement with Franchisor.
- (iii) Computer Software
Computer software is amortised over the period not exceeding ten years based on the management's estimate of its useful life.
- (iv) Goodwill
Goodwill represents the excess of costs of business acquired over the fair market value of net tangible and identifiable intangible assets.
Goodwill is amortised proportionately over the period not exceeding five years except for Electromags Automotive Products Private Limited which is written off proportionately over a period of eight years from the date of acquisition of the business respectively.
- (v) Tenancy rights in respect of residential flat has been amortised over the period of agreement.

E. Impairment of Assets:

Management evaluates at regular intervals, using external and internal sources whether there is an impairment of any asset. Impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its net realisable value on eventual disposal. Any loss on account of impairment is expensed as the excess of the carrying amount over the higher of the asset's net realisable value or present value as determined.

F. Employee Benefits:

- (i) The Corporation contributes to Government provident fund as required by the statute, which is a defined contribution plan. The same is charged to Profit and Loss account.
The Corporation contributes to recognised provident fund as required under the rules in respect of few employees. This is a defined benefit plan and the contribution is charged to Profit and Loss account.
- (ii) Wages, salaries, bonuses and social security contributions are treated as short term employee benefits. The amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the period when the employee renders the service. These benefits include performance incentives and compensated absences. Some of the Group's foreign subsidiaries make contribution to their respective countries' statutory pension schemes. Such contribution are recognised as an expense in the income statement as incurred.
- (iii) Gratuity contribution made to gratuity fund on the basis of actuarial valuation, using projected unit credit method carried out as at the end of the year, is charged to revenue. Actuarial gains/losses are immediately taken to the profit and loss account.
- (iv) Superannuation Fund is a defined contribution scheme and contribution is made to approved Superannuation Fund in respect of eligible employees as required under the rules and is recognised as an expense in the year in which it is incurred.

G. Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statements. Contingent Assets are neither recognised nor disclosed in the financial statements.

H. Valuation of Inventories:

- (i) Stores and spare parts are valued at lower of cost or net realisable value. Cost is calculated on weighted average basis except in the case of Formica India Division, where it is on First in First out basis.
- (ii) Raw materials are valued at lower of cost or net realisable value. The cost includes purchase price as well as incidental expenses and is calculated on weighted average basis except in the case of Formica India Division, where it is on First in First out basis.
- (iii) Tea stock is valued at cost or net realisable value whichever is lower and inclusive of cess on excise duty. Timber, coffee, pepper and cardamom in stock are valued at since realised/contracted rates or realisable value.
- (iv) Work-in-progress is valued at cost or net realisable value whichever is lower. Cost is arrived at on the basis of absorption costing.
- (v) Manufactured finished goods are valued at cost or net realisable value whichever is lower. Cost is determined on the basis of absorption costing including excise duty paid/provided on packed finished goods.
- (vi) Traded finished goods are valued at cost or net realisable value which ever is lower.
- (vii) Stock of shares and debentures are valued at cost or net realisable value whichever is lower.
- (viii) Nursery plants are stated at cost, which consists of plant cost, direct labour and attributable overheads.
- (ix) Landscape projects in progress are valued at cost which consists of direct materials, labour and attributable overheads.

I. Foreign Currency Transactions:

- (i) Foreign Branches: (Non-integral operations)
 - (a) All assets and liabilities, both monetary and non-monetary are translated at the closing rate;

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- (b) Income and expense items are translated at the average rate prevailing during the year; and
- (c) All resulting exchange differences are accumulated in a foreign currency translation reserve until the disposal of the net investment in the branch.

(ii) Other Transactions:

(a) Initial recognition:

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

(b) Conversion:

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

(c) Exchange Differences:

Exchange differences arising on the settlement/conversion of monetary items are recognised as income or expense in the year in which they arise except in case of exchange differences in conversion of Long Term Monetary Items. Exchange differences arising on conversion of Long Term Monetary Items are accounted in "Foreign Currency Monetary Item Translation Difference Account" to be amortised upto 31st March, 2011.

The premium or discount arising at the inception of forward exchange contracts is amortised as expenses or income over the life of the respective contracts. The difference between year end conversion rate and rate on the date of contract is recognised as exchange difference. Exchange differences on such contracts are recognised in the statement of profit and loss in the year in which the exchange rates change except for exchange difference in respect of contracts relating to Long Term Monetary Items which are amortised upto 31st March, 2011 or date of expiry of contract, whichever is earlier. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognised as income or expense for the year.

(iii) Foreign Subsidiaries (Non-integral operations)

In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. All resulting exchange differences are accumulated in a foreign currency translation reserve until the disposal of the net investment in the Subsidiaries.

J. Export Benefits/Incentives:

Export benefits/incentives in respect of import duty benefits under DEPB scheme are accounted on accrual basis on the basis of exports made under DEPB scheme.

K. Revenue Recognition:

- (i) Revenue in respect of Insurance/other claims, Interest etc., is recognised only when it is reasonably certain that the ultimate collection will be made.
- (ii) Sale of products is recognised when the risks and rewards of ownership are passed on to the customers and no significant uncertainty as to its measurability and collectability exists.
- (iii) Sale of timber is accounted based on sale agreement/sale in auction.
- (iv) Sale of pepper is accounted based on confirmed contract of sale.
- (v) Revenues from the provision of landscaping services are recognised on the percentage of completion method based on architects' certificates of completion and losses are provided for, as they become known. Claims for additional project compensation are not recognised until they are accepted.

L. Borrowing Cost:

Interest and other costs in connection with the borrowing of the funds to the extent related/attributed to the acquisition/construction of qualifying fixed assets are capitalised up to the date when such assets are ready for its intended use and all other borrowing costs are recognised as an expense in the period in which they are incurred.

M. Segment Accounting Policies:

(a) Segment assets and liabilities:

All Segment assets and liabilities are directly attributable to the segment.

Segment assets include all operating assets used by the segment and consist principally of fixed assets, inventories, sundry debtors, loans and advances and operating cash and bank balances. Segment assets and liabilities do not include inter-corporate deposits, share capital, reserves and surplus, borrowings, and income tax (both current and deferred).

(b) Segment revenue and expenses:

Segment revenue and expenses are directly attributable to segment. It does not include interest income on inter-corporate deposits, interest expense and income tax.

N. Financial Derivatives and commodity hedging transactions:

Outstanding derivative contracts are not marked to market at each balance sheet date. The Corporation assesses the foreseeable losses in respect of such contracts and provision is made for such estimated losses, wherever necessary. Realised gains and losses on such contracts and interest costs in foreign currencies are accounted for at the time of settlement of the underlying transactions.

O. Taxes on Income:

The provision for current taxation is computed in accordance with the relevant tax regulations taking into account available deductions and exemptions.

The tax effect of the timing differences that result between taxable income and accounting income and are capable of reversal in one or more subsequent periods are recorded as a deferred tax asset or deferred tax liability. They are measured using the substantively enacted tax rates and tax regulations as of the Balance Sheet date.

Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognised, only if there is virtual certainty of its realisation, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognised only to the extent there is a reasonable certainty of its realisation.

Provision for Fringe Benefits Tax is made in accordance with Chapter XII-H of the Income Tax Act, 1961.

P. Leases:

(a) Lease transactions entered into prior to 1st April, 2002:

Lease rentals in respect of assets acquired under lease are charged to Profit & Loss Account.

(b) Lease transactions entered into on or after 1st April, 2002:

(i) Assets acquired under lease where the Corporation has substantially all the risks and rewards incidental to ownership are classified as finance leases. Such assets are capitalised at the inception of the lease at the lower of the fair value or the present value of minimum lease payments and a liability is created for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost, so as to obtain a constant periodic rate of interest on the outstanding liability for each period.

(ii) Assets acquired on leases where significant portions of the risks and rewards incidental to ownership are retained by the lessors are classified as operating leases. Lease rentals are charged to the Profit & Loss Account on accrual basis.

Q. Investments:

(i) Investments in Subsidiaries have been accounted as per Accounting Standard (AS-21) "Consolidated Financial Statements" as notified under the Companies (Accounting Standards) Rules, 2006.

(ii) Investments in Associates have been accounted as per Accounting Standard (AS-23) "Accounting for Investments in Associates in Consolidated Financial Statements" as notified under the Companies (Accounting Standards) Rules, 2006.

(iii) Long term Investments other than investments in subsidiaries and associates as stated above are shown at cost. However, when there is a decline, other than temporary, in the value of a long-term investment, the carrying amount is reduced to recognise the decline.

(iv) Investments made by non-integral foreign branches are stated at cost by converting at the closing rate of exchange at the balance sheet date.

(v) Current investments are valued at cost or market/fair value whichever is lower.

(vi) Premium/discount on purchase of bonds is amortised in equal annual instalments over the life of the bond.

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8. Contingent Liabilities not provided for:
- Sundry claims against the Corporation by employees and others not admitted (amount indeterminate). In the opinion of the management, the outcome of these claims is likely to be immaterial.
 - Guarantees given to Banks against repayment of loans advanced from time to time to wholly owned Subsidiary of the Corporation **Nil** (Previous Year Rs. 4,008.64 lakhs). The balance outstanding as on 31st March, 2009 was **Nil** (Previous Year Nil).
 - In respect of Guarantees given by the Banks **Nil** (Previous Year Rs. 1.06 lakhs).
 - Disputed demands of Central Excise Department **Rs. 364.93 lakhs** (Previous Year Rs. 364.93 lakhs).
 - Disputed demands of sales tax department **Nil** (Previous Year Rs. 4.51 lakhs). Amount deposited there against under protest **Rs. 4.51 lakhs** (Previous Year Rs. 4.51 lakhs).
 - Disputed demands of Income Tax department **Nil** (Previous Year Rs. 5.25 lakhs).
 - Disputed wage demands pending with Industrial Tribunal **Rs. 232.25 lakhs** (Previous Year Rs. 232.25 lakhs).
 - Back wages relief granted by Labour Court **Rs. 0.69 lakh** (Previous Year Rs. 0.69 lakh).
 - Guarantees given to third parties **Rs. 8,483.10 lakhs** (Previous Year Rs. 8,930.98 lakhs).
 - Bills of Exchange discounted with Banks not matured **Rs. 231.83 lakhs** (Previous Year Nil).
9. Estimated amount of contracts remaining to be executed on Capital Account and not provided for **Rs. 194.06 lakhs** (Previous Year Rs. 4,900.62 Lakhs).
10. Financial & Derivative Instruments:
- Outstanding Foreign exchange forward contracts **USD 1.39 lakhs (Sold) – INR 68.71 lakhs, USD168.10 lakhs (Bought) – INR 8,538.11 lakhs, JPY 230.96 lakhs (Bought) – INR 120.04 lakhs** (Previous year **USD 3.50 lakhs (Sold) – INR 140.21 lakhs**).
 - Interest Rate Swap contract of **USD 15.29 Million**, Option contract of **Euro 11.25 Million**. (Previous year **Interest Rate Swap contract of USD 15.98 Million**, Option contract of **Euro 11.25 Million** and **Currency Swap contract of USD 3.88 Million**) are outstanding as at the year end.
 - The year end foreign currency exposures that have not been hedged by a forward contract/derivative instrument or otherwise are given below:

	Foreign Currency	Equivalent INR (Rs. in lakhs)
Receivable in foreign currency on account of export of Goods:		
	USD 580,483	294.42
	(USD 213,369)	(85.28)
	EURO 216,741	146.40
	(EURO 126,871)	(80.13)
	GBP 14,544	10.55
	(GBP 75,458)	(57.48)
	AUS \$ 84,557	29.70
	(AUS \$ 103,606)	(37.76)
Dividend receivable	RP Nil	Nil
	(RP 15,09,000,000)	(65.45)
	RM 63,99,000	916.07
	(RM Nil)	(Nil)
Amount payable in foreign currency on account of import of goods and services:		
	USD 16,838	8.54
	(USD 425,703)	(170.15)
	EURO 100,603	67.95
	(EURO 159,051)	(100.46)
	CHF 74,120	33.03
	(CHF 94,440)	(37.94)
	YEN 61,421,618	316.21
	(YEN 74,095,865)	(297.68)
Loans Payable	USD 31,366,720	15,909.20
	USD (29,956,403)	(11,973.57)

The above information is compiled from the Corporation and its Indian subsidiaries.

11. Some of the subsidiaries and associates of the Corporation have provided depreciation on all the fixed assets on written down value method, which is in variance to the method adopted by the Corporation. The value of such items is as under:

Name of Subsidiary/Associate	Gross Value of Fixed Assets Rupees in lakhs
Afco Industrial and Chemicals Limited	109.13 (108.73)
DPI Products & Services Limited (formerly known as Dental Products of India Limited)	56.71 (56.31)
Inor Medical Products Limited	428.82 (301.90)

(Figures in brackets are in respect of the previous year)

12. Deferred Tax:

The break up of net deferred tax liability as at 31st March, 2009 is as under:

	Deferred Tax Asset Rupees in lakhs	Deferred Tax Liability Rupees in lakhs
Timing difference on account of:		
Difference between book depreciation and Depreciation under the Income-Tax Act		971.96 (862.85)
Difference between book depreciation and Depreciation under the Agricultural Income-Tax Act		11.92 (10.35)
Voluntary Retirement Scheme		173.01 (—)
Provision for Manuring Activities	12.69 (12.19)	
Provision for Doubtful Debts and Advances	79.32 (69.41)	
Provision for Staff Bonus	59.68 (65.94)	
Provision for Leave Encashment	— (1.19)	
Carry forward of unabsorbed depreciation	146.76 (71.47)	
Provision for Employee Compensation	134.14 (123.09)	
Tax Losses *	21.00 (20.32)	
Total	453.59 (363.61)	1,156.91 (873.20)
Net Deferred Tax Liability		703.32 (509.59)

(Figures in brackets are in respect of the previous year)

* Deferred tax benefits are recognised on tax losses to the extent that it is more likely than not that future taxable profits will be available against which the tax losses can be utilised.

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13. Leases:

(A) The minimum instalments as at 31st March, 2009 and the present value as at 31st March, 2009 of minimum instalments in respect of assets acquired under agreements are as follows:

Minimum Instalments	Rupees in lakhs	<i>Previous Year Rupees in Lakhs</i>
Payable not later than 1 year	49.14	59.47
Payable later than 1 year and not later than 5 years	83.02	69.20
Total minimum instalments	132.16	128.67
Less: Future Finance Charges	(16.24)	(15.48)
Present Value of Minimum instalments	115.92	113.19
Present Value of Minimum instalments:		
Payable not later than 1 year	41.63	52.34
Payable later than 1 year and not later than 5 years	74.29	60.85
Total Present value of Minimum Instalments	115.92	113.19

(B) Operating Lease:

The Bombay Burmah Trading Corporation Limited:

The Corporation has taken various residential/commercial premises and plant and machinery under operating leases. These lease agreements are normally renewed on expiry. The lease payments recognised in Profit & Loss Account is **Rs. 81.43 lakhs** (Previous Year Rs. 32.70 lakhs).

Leila Lands Sendirian Berhad Group:

The Group leases certain property under lease agreements that are non-cancellable within a year from the date of contract. The leases expire at various dates until 2015 and contain provision for rental adjustments.

Future minimum lease payments for all leases with initial or remaining terms of one year or more are as follows:

	Rupees in lakhs	<i>Previous Year Rupees in Lakhs</i>
Within 1 year	115.10	90.52
Later than 1 year and not later than 5 years	249.19	269.25
Later than 5 years	48.06	60.89
Total Present value of Minimum Instalments	412.35	420.66

14. Earnings per Share:

(Rupees in lakhs)

(A) Net Profit after taxation	2,598.76
	(5,185.55)
Less: Minority Interest	693.36
	(616.49)
Net Profit for calculation of Earnings per Share (numerator)	1,905.40
	(4,569.06)
(B) Weighted Average number of equity shares (denominator) (Nos.)	1,39,54,380
	(1,39,54,380)
(C) Basic and Diluted Earnings per shares (A/B) (in Rupees)	13.65
	(32.74)
(D) Nominal value per equity share (in Rupees)	10
	(10)

(Figures in brackets are in respect of the previous year)

15. Segment Information:

A. Primary Segment Reporting (by Business Segment)

(i) Composition of Business Segments

The Corporation's business segments based on product lines are as under:

- **Plantation Products**
Segment produces/trades in Tea, Coffee, Timber, Cardamom, Pepper and Rubber.
- **Building Products**
Segment manufactures/trades in Phenolic Laminates (Industrial Laminates including Copper Clad Laminates and Surfacing Laminates).
- **Auto Ancillary Products**
Segment manufactures Precision Springs for automobile and other industries.
- **Weighing Products**
Segment manufactures/trades in Analytical and Precision Balances and Weighing Scales.
- **Investments**
Segment invests in various securities listed as well as unlisted mainly on a long-term basis.
- **Dental Products**
Segment manufactures/trades in dental cement, other dental fillings & impression compounds.
- **Horticulture**
Segment deals with decorative plants and landscaping services.
- **Real Estate**
Segment represents property development.

(ii) Segment Revenues, Results and Other Information

	(Rupees in lakhs)								
	Plantation Products	Building Products	Auto Ancillary Products	Weighing Products	Investments	Dental Products	Real Estate	Horticulture	Total Reportable Segments
Sales (Net of excise duty)	12,716.96 (9,713.79)	7,955.95 (8,121.06)	12,708.93 (12,351.94)	207.14 (275.97)	— (—)	1,445.28 (1,195.76)	— (—)	5,834.66 (5,022.84)	40,868.92 (36,681.36)
Other Income	336.34 (266.98)	167.35 (254.23)	350.21 (227.52)	48.93 (21.20)	8,562.35 (5,693.69)	6.00 (4.28)	— (—)	116.10 (64.87)	9,587.28 (6,532.77)
Segment Revenues	13,053.30 (9,980.77)	8,123.30 (8,375.29)	13,059.14 (12,579.46)	256.07 (297.17)	8,562.35 (5,693.69)	1,451.28 (1,200.04)	— (—)	5,950.76 (5,087.71)	50,456.18 (43,214.13)
Segment Results	2,996.64 (2,048.62)	632.33 (731.48)	1,420.45 (1,587.85)	58.83 (57.04)	3,294.49 (4,129.59)	222.56 (213.82)	-19.00 (-26.79)	458.15 (305.95)	9,064.45 (9,047.56)
Segment Assets	9,385.52 (8,849.02)	6,644.34 (7,258.32)	12,984.81 (13,206.99)	345.52 (226.91)	79,679.86 (65,481.46)	915.33 (952.57)	1,657.10 (1,465.15)	7,673.02 (5,250.25)	1,19,285.50 (1,02,681.67)
Segment Liabilities	1,659.72 (1,527.56)	947.27 (1,493.03)	6,536.84 (7,492.82)	33.88 (41.93)	682.85 (3,219.09)	137.98 (154.27)	— (—)	3,141.82 (—)	13,140.36 (13,928.70)
Capital Expenditure (included in segment assets)	747.62 (906.63)	136.36 (578.39)	311.08 (467.32)	136.65 (—)	0.40 (1,884.04)	34.58 (69.06)	2.05 (—)	272.55 (200.02)	1,641.29 (4,105.46)
Depreciation/Amortisation	344.72 (298.89)	294.50 (256.27)	413.82 (406.30)	9.66 (8.33)	— (—)	18.83 (15.43)	0.27 (—)	223.21 (216.96)	1,305.01 (1,202.18)
Non-cash expense other than depreciation	— (—)	— (—)	— (—)	— (—)	4,530.73 (—)	— (—)	— (—)	— (—)	4,530.73 (—)

(Figures in brackets are in respect of the previous year)

The Bombay Burmah Trading Corporation, Limited

(iii) Reconciliation of Reportable Segments with the Financial Statements

	(Rupees in lakhs)						
	Revenues	Results/Net Profits/Loss	Assets	Liabilities	Capital Expenditure	Depreciation/ Amortisation	Non-cash expense other than depreciation
Total of Reportable Segments	50,456.18 (43,214.13)	9,064.45 (9,047.56)	1,19,285.50 (1,02,681.67)	13,140.36 (13,928.70)	1,641.29 (4,105.46)	1,305.01 (1,202.18)	4,530.73 (—)
Corporate/Unallocated Segment	1,366.82 (961.28)	-2,042.35 * (60.30) *	9,816.11 (7,127.42)	37,153.58 (36,248.90)	17.93 (23.44)	30.88 (32.94)	2,165.12 (—)
Less: Interest		-3,077.99 (2,584.97)					
Less: Taxes		926.54 (878.87)					
Less: Net Intra/Inter segment transactions	-1,065.10 (883.17)	-418.82 (458.47)	-3,041.03 (2,754.63)	-2,296.24 (1,964.07)			
As per Financial Statement	50,757.90 (43,292.24)	2,598.76 (5,185.55)	1,26,060.58 (1,07,054.46)	47,997.70 (48,213.53)	1,659.22 (4,128.90)	1,335.89 (1,235.12)	6,695.85 (—)

(Figures in brackets are in respect of the previous year)

* Comprising Profit on sale of fixed assets, Management Charges recovered and Loss on Exchange (net).

B. Secondary Segment Reporting (by Geographical Segments)

	(Rupees in lakhs)		
	Domestic	Exports*	Total
Revenues	31,122.07 (27,664.25)	19,635.83 (15,628.00)	50,757.90 (43,292.25)
Total Assets	47,707.56 (46,104.81)	78,353.02 (60,949.65)	1,26,060.58 (1,07,054.46)
Capital Expenditure	961.98 (1,731.96)	697.24 (2,396.94)	1,659.22 (4,128.90)

(Figures in brackets are in respect of the previous year)

* It includes revenues and assets of foreign branches and foreign subsidiaries.

16. Related Party Disclosures:

Related party disclosures as required by (AS-18) "Related Party Disclosures" are given below:

(1) Key management personnel:

Mr. Ashok Panjwani – Managing Director
 Mr. Jeh Wadia – Deputy Managing Director
 Mr. Jayant S. Gadgil – Director
 Mr. Albert Geow Chwee Hiam – Director
 Dr. Chua Eng Sian – Director
 Michael Lim Hee Kiang – Director
 Rabindra Santhanasegira – Director
 Patrick Kennedy Cassels – Director
 Tai Yit Chan – Director
 Irene Liew – Director

(2) Other Related parties:

Lotus Viniyog Private Limited
 Roshnara Investment & Trading Company Private Limited
 Cincinnati Investment & Trading Company Private Limited
 Lima Investment & Trading Company Private Limited
 Shadhak Investment & Trading Private Limited
 Shubham Viniyog Private Limited
 MSIL Investments Private Limited
 Inor Medical Products Limited
 Medical Microtechnology Limited
 PT J.A., Wattie
 PT Perkebunan Kroewoek
 PT Benjoemas Landen
 PT Kalidurem Estates
 PT Perkebunan Biting
 PT Kintap Jaya Wattindo
 PT Tebing Siring

- (3) The following transactions were carried out with the related parties in ordinary course of business. Details relating to the parties referred to in items 1 and 2 above:

	(Rupees in lakhs)		
	Key Management Personnel	Other Related Parties	Total
Sale of Asset			
Inor Medical Products Limited	— (—)	— (—)	— (—)
Sale of Materials & Service			
Inor Medical Products Limited	— (—)	37.85 (258.30)	37.85 (258.30)
Expenses charged by them			
Inor Medical Products Limited	— (—)	— (0.16)	— (0.16)
Expenses charged to them			
Inor Medical Products Limited	— (—)	86.33 (29.59)	86.33 (29.59)
PT Perkebunan Kroewoek, PT Benjoemas Landen, PT Kalidurem Estates, PT Perkebunan Biting	— (—)	— (7.84)	— (7.84)
Medical Microtechnology Limited	— (—)	0.20 (—)	0.20 (—)
Management Fees paid			
PT J.A., Wattie	— (—)	18.29 (16.75)	18.29 (16.75)
Inor Medical Products Limited	— (—)	— (4.58)	— (4.58)
Selling commission paid			
PT J.A., Wattie	— (—)	84.37 (83.74)	84.37 (83.74)
Buying commission paid			
PT J.A., Wattie	— (—)	6.78 (10.64)	6.78 (10.64)
Interest Received			
Inor Medical Products Limited	— (—)	66.21 (59.80)	66.21 (59.80)
PT J.A., Wattie	— (—)	35.46 (23.55)	35.46 (23.55)
Rent received			
Inor Medical Products Limited	— (—)	69.59 (69.59)	69.59 (69.59)
Commission received			
Inor Medical Products Limited	— (—)	51.10 (54.78)	51.10 (54.78)
Other Income received			
PT Kalidurem Estates	— (—)	8.38 (—)	8.38 (—)
Dividend Paid			
Mr. Jeh Wadia	0.02 (0.02)	— (—)	0.02 (0.02)
Dividend Received			
Inor Medical Products Limited	— (—)	2.88 (1.20)	2.88 (1.20)

The Bombay Burmah Trading Corporation, Limited

		(Rupees in lakhs)	
	Key Management Personnel	Other Related Parties	Total
Managerial remuneration			
Mr. Ashok Panjwani	86.95 <i>(106.91)</i>	— <i>(—)</i>	86.95 <i>(106.91)</i>
Mr. Jeh Wadia	70.57 <i>(74.48)</i>	— <i>(—)</i>	70.57 <i>(74.48)</i>
Mr. J. S. Gadgil, Mr. Albert Geow Chwee Hiam, Dr. Chua Eng Sian, Mr. Patrick Kennedy Cassels, Ms. Tai Yit Chan, Ms. Irene Liew	91.40 <i>(78.26)</i>	— <i>(—)</i>	91.40 <i>(78.26)</i>
Expenses Recoverable from Various Companies			
Inor Medical Products Limited	— <i>(—)</i>	65.00 <i>(65.00)</i>	65.00 <i>(65.00)</i>
PT J.A., Wattie	— <i>(—)</i>	— <i>(12.55)</i>	— <i>(12.55)</i>
Management/Secondment Charges Received			
Lotus Viniyog Limited	— <i>(—)</i>	1.02 <i>(2.45)</i>	1.02 <i>(2.45)</i>
Advance/Inter Corporate Deposit paid			
Inor Medical Products Limited	— <i>(—)</i>	60.74 <i>(31.80)</i>	60.74 <i>(31.80)</i>
MSIL Investments Private Limited	— <i>(—)</i>	— <i>(0.50)</i>	— <i>(0.50)</i>
Roshnara Investments & Trading Company Private Limited	— <i>(—)</i>	— <i>(0.50)</i>	— <i>(0.50)</i>
Cincinnati Investments & Trading Company Private Limited	— <i>(—)</i>	— <i>(0.50)</i>	— <i>(0.50)</i>
Advance/Inter Corporate Deposit given, now repaid			
Inor Medical Products Limited	— <i>(—)</i>	314.95 <i>(155.11)</i>	314.95 <i>(155.11)</i>
Lotus Viniyog Limited	— <i>(—)</i>	0.48 <i>(1.00)</i>	0.48 <i>(1.00)</i>
Outstanding amount receivable			
Inor Medical Products Limited	— <i>(—)</i>	615.23 <i>(654.78)</i>	615.23 <i>(654.78)</i>
Lotus Viniyog Limited	— <i>(—)</i>	4.02 <i>(3.49)</i>	4.02 <i>(3.49)</i>
PT J.A., Wattie	— <i>(—)</i>	430.31 <i>(440.17)</i>	430.31 <i>(440.17)</i>
PT Kalidurem Estates, PT Perkebunan Biting, PT Kintap Jaya Wattindo	— <i>(—)</i>	1.43 <i>(0.20)</i>	1.43 <i>(0.20)</i>
PT Benjoemas	— <i>(—)</i>	0.48 <i>(—)</i>	0.48 <i>(—)</i>
Accrued Expenses			
PT J.A., Wattie	— <i>(—)</i>	7.43 <i>(7.08)</i>	7.43 <i>(7.08)</i>

(Figures in brackets are in respect of the previous year)

17. The following are details of the investments in associates made by the Corporation/Subsidiaries of the Corporation:

Name of the Associate	(Rupees in lakhs)				
	Original cost of Investment	Amount of Goodwill/ (Capital Reserve)	Exchange Fluctuation on Opening Balance	Accumulated Profit/ (Loss)	Carrying Amount of Investments at the year end
Shadhak Investments & Trading Private Limited	5.09 (5.09)	0.09 (0.09)	— (—)	(0.35) (-0.30)	4.74 (4.79)
MSIL Investments Private Limited	5.19 (5.19)	0.06 (0.06)	— (—)	(0.37) (-0.33)	4.82 (4.86)
Lima Investments & Trading Company Private Limited	5.00 (5.00)	0.23 (0.23)	— (—)	(0.39) (-0.37)	4.61 (4.63)
Lotus Viniyog Private Limited	24.50 (24.50)	2.02 (2.02)	— (—)	9.10 (9.26)	33.60 (33.76)
Roshnara Investments & Trading Company Private Limited	5.00 (5.00)	0.17 (0.17)	— (—)	(0.34) (-0.32)	4.66 (4.68)
Cincinnati Investments & Trading Company Private Limited	5.00 (5.00)	0.04 (0.04)	— (—)	(0.21) (-0.19)	4.79 (4.81)
Inor Medical Products Limited	44.24 (44.24)	5.45 (5.45)	— (—)	49.63 (42.49)	93.87 (86.73)
Medical Microtechnology Ltd.	3.99 (—)	0.23 (—)	— (—)	(0.08) (—)	3.91 (—)
ABI Holding Limited United Kingdom	8,476.27 (5,743.96)	5,296.21 (5,296.21)	(1,213.79) (304.72)	24,742.35* (18,215.14)	32,004.83 (24,263.82)
Ink (Clothing) Limited United Kingdom	318.30 (215.70)	— (—)	(45.58) (11.44)	(181.30) (-147.42)	91.42 (79.72)
Appear Dream Limited United Kingdom	17.86 (12.11)	— (—)	(2.56) (0.64)	(15.98) (-13.31)	(0.68) (-0.56)

(Figures in brackets are in respect of the previous year)

* Includes adjustment of **Rs. 427.82 lakhs** (Previous Year Rs. 2,602.27 lakhs) to reserves for unrealised exchange differences.

18. Export benefits/Incentives are accounted on accrual basis. Accordingly, on the Balance Sheet date, in respect of Exports made, estimated benefit of **Rs. 101.92 lakhs** (Previous year Rs. 75.63 lakhs) has been taken into account for the year as incentive on accrual basis under the pass book scheme. Subsequent to that, the Corporation has imported and utilized entitlement of **Rs. 59.14 lakhs** (Previous year Rs. 54.49 lakhs) leaving a balance of **Rs. 42.78 lakhs** (Previous year Rs. 21.14 lakhs).
19. The Corporation has entered into derivative contracts for hedging its borrowings and interest costs in foreign currencies. The Corporation is accounting for gains and losses on such contracts along with the settlement of the underlying transactions. Having regard to the complex nature of the long term derivative contracts and the market volatility, the Management is at this stage not in a position to realistically ascertain the ultimate loss or gain on settlement of these contracts. However the Corporation has made necessary provisions for foreseeable losses on such derivative contracts amounting to **Nil** (Previous Year Rs. 378.80 lakhs).

The Bombay Burmah Trading Corporation, Limited

20. The Corporation subscribed to 19,30,000 Warrants of The Bombay Dyeing & Mfg. Co. Ltd (BDMC) issued on a preferential basis on 7th September, 2007. The Corporation as per the terms of the said Issue was entitled to exercise the option to apply for and be allotted equivalent number of Equity Shares of BDMC within 18 months from the date of issue at the price of Rs. 616/- per share. Due to the capital market conditions prevailing at the relevant time, the Corporation did not exercise the said option within the stipulated time. Consequently, the Corporation was required to write off the amount equivalent to 10% of price, aggregating to Rs. 1,188.88 lakhs paid on subscription of the said Warrants as the same was forfeited as per the terms of the issue and in accordance with the Guidelines of Preferential Issue of the Securities and Exchange Board of India (Disclosure and Investor Protection) Guidelines, 2000.
21. The Corporation has opted for accounting the exchange difference arising on reporting of Long Term Foreign Currency Monetary Items (the said Monetary Items) in line with Accounting Standard Amendment Rules 2009 on Accounting Standard 11 (AS-11) notified by the Government of India on 31st March, 2009. Accordingly, the exchange difference arising on the said Monetary Items at the rates different from those at which they were initially recorded is accounted in "Foreign Currency Monetary Item Translation Difference Account " and amortised over balance period of such loans but not beyond 31st March, 2011. Further such exchange difference pertaining to the accounting period commenced after 7th December, 2006 and previously recognised in the Profit & Loss Account is transferred to the said Account by adjusting to General Reserve. As a result, exchange difference recognised in the Profit & Loss Account upto last financial year ended on 31st March, 2008 relating to the said Monetary Items and aggregating to Rs. 213.66 lakhs has been adjusted against the General Reserve and out of the balance amount of Rs. 4,819.71 lakhs arising on the restatement of the said Monetary Items, a sum of Rs. 2,165.12 lakhs has been charged to the Profit & Loss Account and the balance amount of Rs. 2,654.59 lakhs has been transferred to the Foreign Currency Monetary Item Translation Difference Account.
22. During the previous year the Corporation had completed the construction/installation of the Plant for manufacture of Dental Chemicals in the state of Uttaranchal. The plant commenced commercial production with effect from 30th July, 2007. All expenses relating thereto carried forward under the head Capital Work-in-Progress amounting to Rs. 14.70 lakhs, had been capitalized as on that date, as per details given below:

	(Rupees in lakhs)	
	<u>Current Year</u>	<u>Previous Year</u>
(a) Legal and Professional Charges	—	3.27
(b) Travelling Expenses	—	2.27
(c) Postage, Telegrams and Telephones	—	0.14
(d) Power, Gas and Fuel	—	1.82
(e) Payments to and provisions for Employees	—	2.37
(f) Repairs to Machinery	—	0.46
(g) Repairs to Buildings and Roads	—	0.60
(h) Freight, Carriage and Transport Charges	—	1.13
(i) Rates & Taxes	—	0.70
(j) Miscellaneous Expenses	—	1.94
TOTAL	<u>—</u>	<u>14.70</u>

23. Subsequent Event

The Corporation's subsidiary, Leila Lands Ltd. acquired 100% shareholding in Britannia Brands Limited, a company incorporated in United Kingdom.

24. In the previous year the Corporation took up development of Real Estate in the vacant properties at Pune, Coimbatore and Mumbai; and converted these assets as stock in trade at cost.
25. Figures in respect of current financial year have been rounded off to the nearest thousand and are expressed in terms of decimals of lakhs.
26. Comparative Financial information (i.e. the amounts and other disclosures for the preceding year presented above), is included as an integral part of the current year's financial statements, and is to be read in relation to the amounts and other disclosures relating to the current year. Figures of the previous year have been regrouped/reclassified wherever necessary to conform to current year's presentation.

The Bombay Burmah Trading Corporation, Limited

Summarised Statement of financials of subsidiary companies pursuant to approval under Section 212(8) of the Companies Act, 1956

Sr. No.	Name of Subsidiary	Electromags Automotive Products Pvt. Ltd.	Afco Industrial & Chemicals Ltd.	DPI Products & Services Ltd.	Sea Wind Investment & Trading Co. Ltd.	Subham Viniyog Pvt. Ltd.	PT Indo Java Rubber Planting Co.	Leila Lands Sendirian Berhad	Island Horti-Tech Holding Pte Ltd.
1.	Capital	29.70	76.05	20.00	5.98	40.00	7.44	1,525.10	689.60
2.	Reserves	796.39	—	238.99	152.47	(6.23)	1,124.96	6,973.72	1,498.86
3.	Total Assets	6,360.20	199.90	342.28	227.70	45.79	1,919.43	8,504.61	2,482.41
4.	Total Liabilities	5,534.11	123.85	83.29	69.25	12.02	787.03	5.79	293.95
5.	Investments (except in subsidiaries)								
	(a) Government Securities	—	—	—	—	—	—	—	—
	(b) Quoted Equity Shares	0.48	34.31	245.05	—	0.60	—	—	—
	(c) Unquoted Equity Shares	—	0.95	40.95	184.69	0.24	—	—	—
	(d) Debentures	—	—	—	—	0.02	—	—	—
	(e) Others	—	—	—	—	—	—	—	—
	Total Investments	0.48	35.26	286.00	184.69	0.86	—	—	—
6.	Turnover	5,968.18	107.37	—	1.45	—	3,297.42	—	53.60
7.	Profit Before Tax	73.45	(20.06)	(2.58)	0.18	(0.73)	1,803.21	(216.74)	(39.56)
8.	Provision for Tax (including deferred tax)	(35.97)	(0.92)	(1.10)	—	—	(546.13)	0.19	—
9.	Profit After Tax *	37.48	(20.98)	(3.68)	0.18	(0.73)	1,257.08	(216.55)	(39.56)
10.	Proposed Dividend ** (excluding Tax on Dividend)	—	—	—	—	—	994.77	—	—
11.	Original Currency	INR	INR	INR	INR	INR	Rp	RM	S \$
12.	Exchange rate as on:								
	31st March 2009 (in INR)	1.00	1.00	1.00	1.00	1.00	0.004325	N.A.	N.A.
	31st December 2008 (in INR)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	14.30	34.48

* Profit After Tax is adjusted for Excess/Short Provision of taxes of previous years

** Includes Interim and final dividend, whether paid or proposed

(Rupees in Lakhs)

Leila Lands Ltd.	Naira Holdings Ltd.	Island Landscape & Nursery Pte Ltd.	ILN Investments Pte. Ltd.	Peninsula Landscape & Nursery Snd. Bhd.	Saikjaya Holdings Snd. Bhd.	Restpoint Investments Ltd.	Restpoint International Technology Corpn.	Island Telesystems Pte. Ltd.	Innovative Organics Inc.	Granum Inc.
0.10	497.20	758.56	247.35	42.90	71.50	0.65	0.05	—	696.12	6.25
32,212.71	24,503.97	1,370.85	(4.20)	(28.59)	107.25	3,067.15	(343.52)	(64.99)	(274.45)	927.09
36,003.37	28,025.74	3,114.79	243.15	30.08	179.51	3,069.20	10.47	3.59	2,943.10	1,908.54
3,790.56	3,024.57	985.38	—	15.77	0.76	1.40	353.94	68.58	2,521.43	975.20
—	—	—	—	—	—	—	—	—	—	—
—	1,074.95	—	—	—	—	—	—	—	—	—
35,001.86	218.49	—	—	—	—	1.99	—	—	—	—
—	—	—	—	—	—	—	—	—	—	—
—	8,706.68	—	—	—	—	2,906.13	—	—	—	—
35,001.86	10,000.12	—	—	—	—	2,908.12	—	—	—	—
—	3,819.74	3,632.01	—	—	—	—	—	—	—	3,012.43
3,977.39	(4,230.22)	351.84	(2.67)	(2.86)	(0.60)	(29.69)	(2.06)	(0.86)	(132.97)	324.91
—	—	(86.86)	—	—	(0.10)	—	—	—	(13.60)	(80.37)
3,977.39	(4,230.22)	264.97	(2.67)	(2.86)	(0.70)	(29.69)	(2.06)	(0.86)	(146.57)	244.55
—	—	—	—	—	—	—	—	—	—	—
US \$	US \$	S \$	S \$	RM	RM	US \$	US \$	S \$	US \$	US \$
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
49.72	49.72	34.48	34.48	14.30	14.30	49.72	49.72	34.48	49.72	49.72

The Bombay Burmah Trading Corporation, Limited

Registered Office:
9, Wallace Street, Fort, Mumbai-400 001.

ATTENDANCE SLIP

Regd. Folio No./Client ID.....

I hereby record my presence at the ONE HUNDRED AND FORTY FOURTH ANNUAL GENERAL MEETING of the Corporation at Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai 400 020, at 4.00 p.m. on Tuesday, 28th July, 2009.

.....
Name of the Shareholder/Proxy/Authorised
Representative of Body Corporate
(in BLOCK letters)

.....
Signature of the Shareholder/Proxy/
Authorised Representative of
Body Corporate

Note: Please fill in this attendance slip and hand it over at the ENTRANCE OF THE MEETING HALL.

PLEASE BRING YOUR COPY OF THE ANNUAL REPORT TO THE MEETING.

The Bombay Burmah Trading Corporation, Limited

Registered Office:
9, Wallace Street, Fort, Mumbai-400 001.

PROXY FORM

I/We _____

of _____

being a member/members of the above-named Corporation hereby appoint

of _____

or failing him _____

of _____

as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Corporation to be held at Patkar Hall, Sir Vithaldas Thackersey Marg, Mumbai 400 020, at 4.00 p.m. on Tuesday, 28th July, 2009 and at any adjournment thereof.

Signed this _____ day of _____ 2009

15 Paise
Revenue
Stamp

Shareholder

BOOK - POST

If Undelivered, please return to :

THE BOMBAY BURMAH TRADING CORPORATION, LIMITED.

9, Wallace Street,
Fort, Mumbai 400 001.