BOARD OF DIRECTORS

Sri T.V. Sandeep Kumar Reddy	Chairman
Sri P. Maruthi Babu	Director
Sri T.G. Pandya	Director
Sri J. N. Karamchetti	Additional Director (w.e.f. 30.10.2006)
Sri Parth Dashrathlal Gandhi	Additional Director (w.e.f. 31.07.2007)
Sri Jayendra N. Shah	Additional Director (w.e.f. 31.07.2007)

COMPANY SECRETARY

K.S.V.S. Sastry

AUDITORS:

M/s. C.B.Mouli & Associates Chartered Accountants 125, M.G.Road, Secunderabad – 500 003.

REGISTERED OFFICE & INVESTOR RELATION DEPT.,

6-3-1090/C/A/1, 1st floor Lovely Mansion, Rajbhavan Road, Somjiguda,Hyderabad – 500 082. Ph: 66100111/66100222, Fax:66100333 E-mail: gayatristarchkem@yahoo.co.in

FACTORY:

NH-9, Nandikandi village Sadasivapet Mandal Medak District Andhra Pradesh – 502 306

NOTICE

NOTICE is hereby given that the 16th Annual General Meeting of the Members of M/s. Gayatri Starchkem Limited will be held at "SURANA UDYOG AUDITORIUM", FAPCCI Building, Federation House, 11-6-841, Red Hills, Hyderabad – 500 004 on **Thursday** *the* **27**th *day of September* **2007** *at* **3.00** *P.M.* to transact the following business:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2007 and Profit and Loss Account for the year ended as on that date together with the Reports of the Auditors and the Directors thereon.
- 2. To appoint a Director in place of Sri. T.V.Sandeep Kumar Reddy who retires by rotation and being eligible offers himself for reappointment.
- 3. To appoint Auditors of the Company.

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT M/s. C.B.Mouli & Associates, Chartered Accountants, 125, M.G.Road, Secunderabad, 500 003, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company and that the Board of Directors be and are hereby authorized to fix their remuneration."

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Sri. J. N. Karamchetti, who was appointed as an Additional Director of the Company by the Board of Directors and who holds the office under Section 260 of the Companies Act, 1956 until the date of the Annual General Meeting and in respect of whom the Company has received a notice in writing proposing his candidature for the office of a director under Section 257 of the companies Act, 1956 along with the requisite deposit, be and is hereby appointed as a director of the company liable to retire by rotation."

5. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Sri. Parth Dashrathlal Gandhi who was appointed as an Additional Director of the Company by the Board of Directors and who holds the office under Section 260 of the Companies Act, 1956 until the date of the Annual General Meeting and in respect of whom the Company has received a notice in writing proposing his candidature for the office of a director under Section 257 of the companies Act, 1956 along with the requisite deposit, be and is hereby appointed as a director of the company liable to retire by rotation."

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

"RESOLVED THAT Sri. Jayendra N. Shah who was appointed as an Additional Director of the Company by the Board of Directors and who holds the office under Section 260 of the Companies Act, 1956 until the date

of the Annual General Meeting and in respect of whom the Company has received a notice in writing proposing his candidature for the office of a director under Section 257 of the companies Act,1956 along with the requisite deposit, be and is hereby appointed as a director of the company liable to retire by rotation."

By Order of the Board

Date : 23-08-2007 Place : Hyderabad Sd/-**T.V. Sandeep Kumar Reddy** Chairman

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HER SELF AND THE PROXY NEED NOT BE A MEMBER.
- 2. An Instrument of proxy in order to be valid and effective shall be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- The Register of Members and the Share Transfer Books of the Company will be closed from 21st September, 2007 to 27th September 2007 (both days inclusive).
- Members are requested to intimate immediately any change, in their address to the Company at the Registered Office or M/s Venture Capital and Corporate Investments Limited, 6-2-913/914, 3rd Floor, Progressive Towers, Khairthabad, Hyderabad – 500 004.
- 5. Members desirous of obtaining any information concerning the Accounts and operations of the Company are requested to write to the Company not less than seven days before the date of the meeting to enable the Management to keep the information ready at the meeting.
- 6. Members / Proxies are requested to bring their Annual Report to the meeting and the attendance slip duly filled in for attending the meeting. Copies of Annual Reports will not be provided at the meeting.

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

ITEM No.4

The Board Co-opted Sri J.N. Karamchetti as an Additional Director of the Company in order to broad-base the Board at their meeting held on 30th October, 2006. Pursuant to Section 260 of the Companies Act, 1956 Sri J.N. Karamchetti hold office of director up to the date of this Annual General Meeting.

Considering his rich experience, the Board recommends that he should be appointed as a director liable to retire by rotation. Further, the company has received a special notice in writing from a member as per the provisions of Section 257 of the Companies Act, 1956 requires the approval of the members in their meeting.

Further considering the vast experience of Sri J.N. Karamchetti over 30 years of rich and varied experience at senior managerial level in private and public sectors in the fields of Starch, Energy, Steel etc.

The Board commends this resolution for your approval.

None of the Directors except Sri. J.N. Karamchetti is interested in this resolution.

ITEM No.5

The Board Co-opted Sri Parth Dashrathlal Gandhi as an Additional Director of the Company in order to broadbase the Board at their meeting held on 31st July, 2007. Pursuant to Section 260 of the Companies Act, 1956 Sri Parth Dashrathlal Gandhi hold office of director up to the date of this Annual General Meeting.

Considering his rich experience, the Board recommends that he should be appointed as a director liable to retire by rotation. Further, the company has received a special notice in writing from a member as per the provisions of Section 257 of the Companies Act, 1956 requires the approval of the members in their meeting.

The Board commends this resolution for your approval.

None of the Directors except Sri. Parth Dashrathlal Gandhi is interested in this resolution.

ITEM No.6

The Board Co-opted Sri Jayendra N. Shah as an Additional Director of the Company in order to broad-base the Board at their meeting held on 31st July, 2007. Pursuant to Section 260 of the Companies Act,1956 Sri Jayendra N. Shah hold office of director up to the date of this Annual General Meeting.

Considering his rich experience, the Board recommends that he should be appointed as a director liable to retire by rotation. Further, the company has received a special notice in writing from a member as per the provisions of Section 257 of the Companies Act, 1956 requires the approval of the members in their meeting.

The Board commends this resolution for your approval.

None of the Directors except Sri. Jayendra N. Shah is interested in this resolution.

By Order of the Board

Date : 23-08-2007 Place : Hyderabad Sd/-**T.V. Sandeep Kumar Reddy** Chairman

DIRECTORS' REPORT

To The Members of Gayatri Starchkem Limited

Your Directors present the 16th Annual Report of the Company for the year ended 31st March 2007 together with Audited Balance Sheet and Statement of Accounts. The financial results are as follows:

FINANCIAL RESULTS (Rs. in 1		khs)
	31.03.2007	31.03.2006
Income from Operation	3,304.24	2,790.58
Other Income	121.16	13.61
Total:	3,425.40	2,804.19
Total Expenditure	3,324.85	2,767.51
Finance Charges	84.45	300.85
Gross Profit/(Loss) after finance charge	16.10	(264.17)
(But before depreciation and taxation)		
Depreciation	(274.47)	(275.36)
Extra ordinary Items	2,136.82	2,658.29
Provision for Taxation	(1.37)	(1.79)
Net Profit / (Loss)	1,877.08	2,116.97

PERFORMANCE DURING THE YEAR UNDER REVIEW

This year also the plant has continuously suffered from inadequate working capital thereby impairing its performance.

SORBITOL DIVISION

The Sorbital plant was put back into service with effect from 01-10-2006 and the Company produced 1,796 MTs during the financial year ended 31st March, 2007 and achieved 21% of the plant capacity. As the Company settled OTS with all the banks/financial institutions and also receiving funds from the investor, management is hoping to achieve more than 50% of the Plant capacity by the end financial year 2007-08, which enhances the cash profit of the Company. The Company also considering the expansion plans of the existing plant.

STARCH DIVISION

The performance of this plant is same when compared to previous year, and there is still scope for improvement, if the market conditions are more conducive and there is enough working capital. The Company crushed 28,831 MTs maize as against 31,331 MTs maize during the previous year. However, because of the market conditions and the satisfactory operations the cash profit increased to Rs.81.6 lakhs against last year cash profit of Rs.38.32 lakhs without considering financial charges. The Company is also considering expansion plans of the existing plant once the funds are available.

EXPORTS

The Company did not carryout any exports during the year since the prices in international markets continue to be un-remunerative.

OUTLOOK FOR THE FINANCIAL YEAR 2007-08

It is gratifying to say that the products of this Company are well accepted in the market and are being patronized by the major clients. The Company is hopeful of achieving 90% of the installed capacity. Management is looking to increase the plant capacity of Starch Plant as the Sorbitol plant is brought back into the operations. However, the Company has achieved breakeven capacities during this year under review and geared up for earning cash profits in the years to come.

The maize crop during the year in the state is good and bumper harvest is expected. With this scenario we are hopeful of achieving higher operational levels in the current financial year.

As BIFR approved the rehabilitation package by allowing the investor to subscribe the equity shares of the Company subject to certain conditions, the Company is in a position to improve the performance of both the Starch and Sorbitol plants to their maximum capacity with sufficient working capital.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

a. Industry Structure and Developments.

Sorbitol and Starch industries in India are very much fragmented and scattered through out India. In case of Sorbitol at present only four major players are there in South India. When it comes to Starch, nearly 50% of Indian Starch production comes from Gujarat where four major Starch Factories are located.

This year also demand for Sorbitol is fluctuating. Presently the prices are encouraging. However, when it comes to Starch, since 60% of starch goes for food based industry, the demand is not even throughout the year. Further the industry is also suffering from excess capacity and can be compensated only when the demand picks up continuously.

b. Opportunities and threats.

The company does not see any opportunities but has been facing the threat of import of Sorbitol.

c. Out look

The outlook for the company's products is reasonably good but the management feels that the company can achieve better results as the Company is getting funds from the investor for working capital and capital expansion plans.

d. Risks and Concerns.

Sorbitol and Starch being agro based industries there is no risk of product obsolescence or steep fall in demand by way of product substitution. Therefore your directors do not foresee any major risks and concerns, except as discussed else where in this report, in the near future.

e. Internal Control Systems and their adequacy:

The company has developed adequate internal control and reporting systems and is well placed.

f. Human Resources / Industrial Relations :

The company employs about 230 people both in Sorbitol and Starch divisions including Head Office. The Company enjoys very cordial relations with the staff, workers and with workers union. The industrial relations continued to be cordial during the year under review.

CAUTIONARY STATEMENT:

Statements in this "Management Discussion & Analysis" may be considered to be "forward looking statements" only. Actual results could differ materially from those expressed or implied within the meaning of applicable securities laws or regulations.

LISTING OF SECURITIES

- (a) The Company's Shares are listed with The Hyderabad Stock Exchange Limited, 6-3-654, Adjacent to Erramanjil Bus Stop, Somajiguda, - 500 029 and The Stock Exchange, Mumbai Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 023.
- (b) The Company paid Listing fees for the year 2007-08 to Bombay Stock Exchange Limited. However, Annual Listing Fees for the year 2002-03 to till date has not been paid to the Hyderabad Stock Exchange.

Members are aware that the trading in the Company's equity shares were suspended by the Mumbai Stock Exchange. However, the management has taken initiative to revoke the suspension in trading of equity shares. The Chairman along with the Management Team represented the Company before the Listing Committee of the Mumbai Stock Exchange. The Listing Committee advised that the Company should approach after completion of the OTS and after strengthening the financial position of the Company. As the Company settled all the dues with all the financial institutions and banks and also improving the earning capacity and financial strength, Management once again will approach the Listing Committee to remove the suspension on trading of equity shares. Management is of the opinion that the Bombay stock Exchange will soon allow the trading of equity shares of the Company.

REFERENCE TO BIFR:

Members are aware that the net worth of the Company had been completely eroded and the Company was registered as sick industrial Company vide No. 263/2000 with Hon'ble BIFR.

Hon'ble BIFR approved the rehabilitation package filed with it and passed an interim order directing and allowing the Investor to subscribe the equity shares of the Company and also allowed the conversion of share application money already brought in by the promoters to equity shares subject to such other conditions. Now, the Company has become financially strengthened with the funds provided by the promoters and investor, the Management is devising expansion plans for both Sorbitol and Starch Plants. The Management is hoping that the Company will earn good cash profits in the years to come.

DIRECTORS

Sri T.V. Sandeep Kumar Reddy who retires by rotation at the ensuing Annual General Meeting is eligible for reappointment and offered himself for reappointment. During the year Sri J. N. Karamchetti was appointed as Additional Director in the Board Meeting held on 30th October, 2006. Sri. Parth Dashrathlal Gandhi and Sri Jayendra N. Shah were appointed as Additional Directors in the Board Meeting held on 31st July 2007. The Board of directors recommend their appointment as Directors liable to retire by rotation at the ensuing Annual General Meeting.

APPOINTMENT OF AUDITORS

M/s. C.B.Mouli & Associates, Chartered Accountants, Hyderabad retire as Auditors of your Company at the conclusion of this Annual General Meeting and are eligible for reappointment. They have signified their willingness to accept re-appointment and have further confirmed their eligibility under Section 224 (1-B) of the Companies Act, 1956. The Board recommends their re-appointment.

INDUSTRIAL RELATIONS

The industrial relations continued to be peaceful during the year.

AUDITORS REPORT

With regard to point 7 of Annexure to Auditors' Report pertaining to Internal Audit system, since the Company is a sick company, the company not appointed Internal Auditor, however, the management took all possible steps to have internal checks and internal controls on the affairs of the Company.

With regard to Point 9 (a) pertaining to default in deposit of amounts to Provident Fund, Employees' State Insurance is due to lacks of funds. However, there were no outstanding dues to PF and Statutory authorities except for the month of July, 2007 as on date.

With regard to Point 9 (b) pertaining to undisputed dues to Sales Tax and Service Tax is also due to working capital constraints. The Company will pay the dues once the funds are available.

With regard to Point 9 (c) pertaining to dues to Customs duty the same is Self explanatory.

With regard to Point 11 pertaining default in repayment of dues to financial institutions and banks the same is Self explanatory.

COST AUDITORS

The Board of directors appointed Sri S.P.SARMA Cost Accountant, Plot No.83, Hasthinapuram (south) Hyderabad – 500 079, A.P. as cost auditors for the financial year 2006-07.

CONSERVATION OF ENERGY, TECHNOLOGICAL ABSORPTION, FOREIGN EXCHANGE EARNINGS, ETC.

The information required under Section 217 (1) (e) of the Companies Act 1956, read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 with respect to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings/ Outgo is appended hereto and forms part of this report as Annexure – A.

CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement, a report on Corporate Governance, a certificate from the auditors of the company, certificate of the Chairman regarding adoption of Code of Conduct and certificate by the Chairman and Vice president (Operations) in respect of financial reporting is given in the Annexure – B, Annexure – C, Annexure - D and Annexure – E respectively which forms part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT

According to Section 217 (2AA) of the Companies Act, 1956 your directors state:

- (i) That in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanations relating to material departures;
- (ii) That the directors have selected such Accounting Policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2007 and of the profit or loss of the company for the year ended on that date;

- (iii) That your directors have taken proper and sufficient care for the maintenance of adequate Accounting Records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities:
- (iv) That your directors have prepared the Annual Accounts on a going concern basis.

PUBLIC DEPOSITS

The Company has not accepted any deposits from the public as per Section 58A of the Companies Act, 1956 during the year under review.

PARTICULARS OF EMPLOYEES

There are no employees in the Company who are drawing prescribed salary under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended from time to time.

ACKNOWLEDGMENTS

Your Directors would like to place on record their sincere appreciation and gratitude to all Financial Institutions, Company's Bankers, Shareholders, Government Agencies, Suppliers, Customers and all the Employees of the Company for their co-operation and support during the year.

By Order of the Board

Date : 23-08-2007 Place : Hyderabad Sd/-**T.V. Sandeep Kumar Reddy** Chairman

ANNEXURE - 'A' TO DIRECTORS' REPORT

Disclosure of Particulars with respect to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo as required under the **Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988** and forming part of the report of Board of Directors for the year ended 31st March 2007.

FORM 'A'

FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY.

S.N	0.	POWER FUEL CONSUMPTION	2006-2007	2005-2006
1.	ELE	CTRICITY		
	a)	Purchased units (nos.)	70,79,916.00	69,27,600.00
		Total cost (Rs.in lakhs)	244.36	251.31
		Rate / Unit (Rs)	3.45	3.63
	b)	Own Generation		
		Through Diesel Generator		
		Units(KWH)	7,400	8,896
		Units/Per Litre of – Diesel Oil (KWH)	1.92	1.55
		Cost/unit (Rs./KWH)	25.38	21.05
2.	HU	SK		
		Qty(Mts)	10,110.29	9,165.31
		Total Cost (Rs. In lakhs)	159.86	147.32
		Average cost per Kg (Rs)	1.58	1.61
3.	DIE	SEL OIL		
		Qty (K.ltrs)	5.58	7.95
		Total Cost (Rs. In Lakhs)	2.72	2.59
		Average cost per Ltr(Rs)	48.80	32.57
FOF	REIGN	EXCHANGE EARNINGS (Rs.in lakhs)	NIL	NIL
EXP	ENDI	TURE IN FOREIGN CURRENCY (Rs.in lakhs)		
	a.	Travelling Expenses & Subscription	NIL	NIL
	b.	Capital Goods	NIL	NIL
	c.	Raw Materials	NIL	NIL
			By Order of t	he Board
Date Place		3-08-2007 yderabad	-Sd T.V. Sandeep K Chairm	umar Reddy

ANNEXURE – B TO DIRECTORS' REPORT CORPORATE GOVERNANCE REPORT FOR THE YEAR 2006-07

(As per Clause 49 of the listing Agreement entered into with the Stock Exchanges)

1. Corporate Governance Philosophy

The Company is a firm believer in core values of Corporate Governance Code. The Company fully understands the rights of its shareholders to have intimation on the performance of the Company and considers itself a trusty of its shareholders. The Company is committed to good corporate governance, adherence to Statutory and regulatory prescriptions, care for environment and social responsibility.

The Company has adopted a Code of Conduct for members of the Board and Senior Management, who have affirmed in writing their adherence to the Code.

2. Board of Directors

(a) Composition:

The Board of Directors consists of Four directors – a Chairman and three Non-Executive independent directors.

Board of Directors

Sri T.V.Sandeep Kumar Reddy Sri P. Maruthi Babu Sri T.G.Pandya Sri J. N. Karamchetti Chairman & Promoter Director Non Executive & Independent Director Non Executive & Independent Director Non Executive & Independent Director

The following table shows the composition of directors and their attendance at the board meetings held on the dates below mentioned and the last Annual General Meeting was held on 27th September 2006.

Name Category		Board Meetings	Attendance at the last	No. of Other held in other	Director-ships r Companies
		Attended	AGM	Public	Private
Sri. T.V.Sandeep Kumar Reddy	Promoter-Chairman	4	No	8	13
Sri T.G.Pandya	Non -Executive/ Independent Director	4	Yes	NIL	NIL
Sri. P. Maruthi Babu	Non-Executive/ Independent Director	4	Yes	1	4
Sri. J.N. Karamchetti	Non-Executive/ Independent Director	2	N.A.	NIL	NIL

(b) Board Meetings held during the year 2006-2007:

The Board meets at least once in a quarter to consider among other business, the quarterly performance of the Company and financial results. During the financial year 2006-2007 the Board held six meetings as follows:

- S.No Date of Board Meeting
- 1. 15th May , 2006
- 2. 29th June 2006
- 3. 29th July, 2006
- 4. 23rd September, 2006
- 5. 30th October, 2006
- 6. 25th January, 2007

(c) Details of Directors seeking appointment /re-appointment as required vide clause 49 of the listing agreement

As per the requirements of the Listing Agreement with Stock Exchanges on Corporate Governance, the information about the Directors proposed to be Appointed / re-appointed in given as under.

Sri T.V. Sandeep Kumar Reddy retires by rotation in this Annual General Meeting and being eligible offers himself for reappointment.

A brief resume about the Directors:

Sri. T. V. Sandeep Kumar Reddy:

Sri. T. V. Sandeep Kumar Reddy aged about 40 years has done Masters in Construction Engineering and Management from University of Michigan at Ann Arbor, USA and also holds a Bachelor Degree in Civil Engineering from Purdue University.

Sri. J.N. Karamchetti:

Sri. J.N. Karamchetti did his Bachelor engineering in the year 1970 from College of Engineering, Kakinada, Andhra Pradesh. Latter on he did his Masters in IIT Kharagpur in the year 1973. He is also a member of Indian Institute of Plant Engineers and Institution of Engineers (India). He has a very rich experience in all fields of Engineering and in Steel, Energy, Rubber and Starch sectors. He is also very familiar for giving guest lecturers and presenting technical papers in various seminars and workshops especially in the filed of Energy.

Sri. Parth D. Gandhi:

Sri Parth D. Gandhi is a graduate of the University of Bombay (BS degree, with honors, in Electrical and Computer Engineering) and Michigan State University (MBA). Mr. Gandhi is a Managing Director at Navigator Capital Advisors. Navigator Capital Advisors is an advisory firm providing capital, consulting and investment services. Prior to that Mr. Gandhi was a Senior Manager in the Strategy & Transformation practice of Cap Gemini Ernst and Young where he led several engagements in CRM Strategy and corporate strategy development for Fortune 500 firms. Mr. Gandhi serves on the board of H2Gen Inc, Business India Publications Limited, Business India Exhibitions Limited, Navigator Capital Advisor Private Limited, Aon Research Private Limited and is a board observer at Reva Electric Car Company.

Sri. Jayendra N. Shah:

Sri Jayendra N. Shah is a Fellow of the Institute of Chartered Accountants (FCA), India and also did B.A. (Economics) from Bombay University, India. He is a senior partner with N. A. Shah Associates, a multidisciplinary chartered accountancy and professional services firm based in Mumbai , India for 24 years. He has Extensive experience in financial advisory, due diligence, mergers and acquisitions, corporate restructurings, negotiations and internal audits for Companies and Investment Funds. He also has strong experience in transaction advisory, negotiations and cross-border transactions and established track-record of extracting value from stressed and distressed companies.

3 Audit Committee

The Audit Committee constituted by the Board of Directors consists of two Non-Executive independent directors and one Non –independent director, namely:

Shri P. Maruthi Babu	Chairman of the committee
Shri T.V.Sandeep Kumar Reddy	Member
Shri T.G.Pandya	Member

The Constitution of Audit Committee also meets with the requirements of Section 292A of the Companies Act, 1956

The responsibilities of the Audit Committee are as defined under the code of Corporate Governance and include reviewing of internal Audit Reports, discussing with Statutory Auditors on their observations with regard to the books of Account, review of internal control measures etc,

The Audit Committee meetings were held five times during the financial year 2006-2007 on 29th June, 2006, 29th July, 2006, 23rd September, 2006, 30th October, 2006 and 25th January, 2007 and all the members of the Audit Committee attended the above said meetings.

4. Remuneration Committee

The Company does not have any remuneration committee. Since the Company is incurring continuous losses, no remuneration is paid to the directors except the sitting fees for the board meetings attended.

5. Share Transfer Committee

The Company has a Share Transfer Committee comprises of Sri T.V.Sandeep Kumar Reddy and Sri P. Maruthi Babu.

The Committee is looking after the matters of transfer and transmission of shares and issue of duplicate share certificates. The Committee has been meeting at regular interval.

6. Annual General Meetings

The Annual General Meetings of the Company (AGM) has been held at the following places during the last three years.

Year	Venue	Day and Date	Time
2003-2004	K.L.N. PRASAD AUDITORIUM FAPCCI Building, Federation House, Red Hills, Hyderabad – 500 004	Wednesday 29th September, 2004	11.00 A.M
2004- 2005	DO	Tuesday 27 th September, 2005	11.00 A.M
2005-2006	DO	Wednesday 27 th September, 2006	11.00A.M

3 Special Resolutions were placed before the members at the Extraordinary General Meeting held on 16th June, 2007 and the same were approved. There were no resolutions requiring approval through Postal Ballot.

7. Disclosures

a) Means of Communication

The quarterly, half-yearly Unaudited Financial Results and the Annual Audited Financial Results are published in leading News Papers namely Business Standard and Andhra Prabha.

b) Management's Discussion and Analysis Report

The Management's Discussion and Analysis Report forms part of Annual Report and Covered in the Directors' Report.

c) Disclosures on materially significant related party transactions:

The necessary disclosures regarding the transaction with related parties are given in the Notes to the Accounts.

d) Risk Management

Business risk evaluation and management is an ongoing process within the organization.

e) Compliance certificate of the Auditors

Certificate of the Statutory Auditors has been obtained on the compliance of the conditions of Corporate Governance in terms of Clause 49 of the Listing Agreement of the Stock Exchanges and the same is annexed as Annexure - C. Declaration by Chairman of the Company on Code of Conduct is annexed as Annexure – D.

General Shareholder's information **f**)

Annual General Meeting i)

Date	:	Thursday, 27 th September 2007
Time	:	3.00 P.M.
Venue	:	Surana Udyog Auditorium, "FAPCCI" Building, Federation House, H.No: 11-6-841, Red Hills, Hyderabad – 500 004.

ii) Financial Calendar

Annual General Meeting Unaudited results for the	September, 2007
- Quarter ending 30th June, 2007	July, 2007
- Quarter ending 30 th September, 2007	October, 2007
- Quarter ending 31st December, 2007	January, 2008
iii) Date of Book closure	21 st September 2007 to 27 th September 2007
iv) Dividend	No dividend was recommended

iv) Dividend

v) Listing on Stock Exchanges:

- The Hyderabad Stock Exchange Limited. 1. 6-3-654, adjacent to Erramanjali Bus Stop, Somajiguda, Hyderabad - 500 029.
- 2. Bombay Stock Exchange Limited, P J Towers, Dalal Street, Mumbai - 400 001.

vii) Dematerialization of Shares and liquidity

vi) Registrar and Transfer Agent

The Company has appointed M/s Venture Capital Corporate Investments Limited 6-2-913/914, 3rd Floor, Progressive towers, Khairatabad, Hyderabad as Registrar and Transfer Agent for both physical and Demat shares of the company. Shareholders are requested to send their shares for transfer or for Demat either to the company or RTA.

,		1)
ISIN No	:	INE 052 E 01015.
Depository Connectivity	:	CDSIL

S.No	Category	Shar	Shareholders		% of Holding
5.10	Calegory	Nos.	%	(In Rs.)	/o or molaling
1.	upto – 5000	19,885	93.73	3,05,90,400	21.10
2.	5001 - 10,000	950	4.48	75,28,000	5.19
3.	10,001 - 20,000	257	1.21	37,77,000	2.60
4.	20,001 - 30,000	53	0.25	13,46,000	0.93
5.	30,001 - 40,000	15	0.07	5,13,000	0.35
6.	40,001 - 50,000	19	0.09	9,34,000	0.64
7.	50,001 -1,00,000	18	0.08	14,58,000	1.01
8.	1,00,001 & Above	19	0.09	9,88,53,600	68.17
		21,216	100.00	145,000,000	100.00

viii) Distribution of Shareholding as on 31st March, 2007

ix) Shareholding Pattern Equity Shares of Rs.10/- each

Shareholders	As on 31 st March, 2007		As on 31 st March, 2006		
	No. of shares	%	No. of shares	%	
Promoters	80,99,990	55.86	80,99,990	55.86	
Financial institutions and Banks	15,19,300	10.48	15,19,300	10.48	
Private Corporate Bodies	86,800	0.60	98,500	0.68	
Indian Public	38,05,810	26.26	37,72,710	26.02	
NRI/OCB	9,88,100	6.81	10,09,500	6.96	
Total	1,45,00,000	100.00	1,45,00,000	100.00	

x) Outstanding GDRs/ADRs/Warrants or any Convertible instruments

The Company does not have above instruments.

xi) Plant Location

NH-9, Nandikandi Village, Sadasivapet Mandal Medak District, Andhra Pradesh – 502 306.

xii) Address for Correspondence

Secretarial Department, Gayatri Starchkem Limited, 6-3-1091/C/A/1, Lovely Mansion, Rajbhavan Road, Somajiguda Hyderabad – 500 082.

Members are requested to quote their registered folio number / DP ID number, Customer ID number in all the correspondence with the Company. Members are advised to deliver the share certificates along with necessary documents for physical transfer as well as demat purpose at the above address or at the RTA office.

ANNEXURE C TO DIRECTORS' REPORT CERTIFICATE

Auditors' Certificate on compliance of conditions of Corporate Governance as per clause 49 of the Listing Agreement with the Stock Exchanges.

To The Members of GAYATRI STARCHKEM LIMITED

We have examined the compliance of conditions of Corporate Governance by Gayatri Starchkem Limited ('the Company") for the year ended 31^{st} March, 2007 as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examinations has been limited to a review of the procedure and implementations thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreements.

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

For **C.B.Mouli & Associates** Chartered Accountants

Place : Hyderabad Date : 23-08-2007 Sd/-**K. Nageswara Rao** Partner

ANNEXURE D OF DIRECTORS' REPORT DECLARATION BY CHAIRMAN OF THE COMPANY ON CODE OF CONDUCT

As per the Revised Clause 49 of the Listing Agreement of the Stock Exchanges the Board shall lay down a code of conduct for all board members and senior management of the Company. The code of conduct shall be posted on the website of the Company and all the Board members and senior management personnel shall affirm compliance with the code on annual basis. The Annual report of the Company shall contain a declaration to this effect signed by Chairman of the Company.

I hereby declare that:

- 1. Code of Conduct adopted by the Company was circulated to the members of the Board and senior management of the Company.
- 2. All the members of the Board and senior management of the Company have confirmed the compliance with the Code of Conduct.

Place : Hyderabad Date : 23-08-2007 For Gayatri Starchkem Limited Sd/-**T. V. Sandeep Kumar Reddy** Chairman

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ANNEXURE - E TO DIRECTORS' REPORT

To The Board of Directors, Gayatri Starchkem Limited,

We have certify that :

- a) We have reviewed financial statements and the cash flow statement for the financial year ended March, 2007 and to t he 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 Company'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 Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such 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 further certify that :
 - i) there have been no significant changes in internal control during this year.
 - ii) there have been no significant changes in accounting policies during this year.
 - iii) there have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having a significant role in the Company's internal control system.

For Gayatri Starchkem Limited

Sd/-**C.V. Rayudu** Vice President (Operations) Sd/-T. V. Sandeep Kumar Reddy Chairman

Place : Hyderabad Date : 23-08-2007

AUDITORS' REPORT

To The Members, **GAYATRI STARCHKEM LIMITED,** Hyderabad.

We have audited the attached Balance Sheet of **GAYATRI STARCHKEM LIMITED**, Hyderabad as at 31st March, 2007, the Profit and Loss Account and the Cash Flow Statement for the year ended on that date both annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing 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.

- 1. As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the 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.
- 2. Further to our comments in the Annexure referred to in paragraph 1 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 company so far as appears from our examination of those books.
 - c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet and Profit & Loss Account comply with accounting standards referred to in Section 211(3C) of the Companies Act, 1956.
 - e) On the basis of written representations received from the directors, as on 31st March,2007, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March 2007 from being appointed as a Director in terms of clause(g) of sub section (1) of Section 274 of the Companies Act, 1956.
 - f) In our opinion and to the best of our information and according to explanations given to us, the said accounts give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:
 - i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2007;
 - ii) in the case of the Profit and Loss Account, of the Loss of the Company for year ended on that date and
 - iii) in the case of Cash Flow Statement , of the Cash Flows of the company for the year ended on that date.

for **C.B.Mouli & Associates**

Chartered Accountants

Place : Hyderabad Date : 30.06.2007 Sd/-K. Nageswara Rao Partner Membership No. 22282

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ANNEXURE TO THE AUDITORS' REPORT

(Referred to in paragraph 1 of our report of even date)

- 1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) As explained to us the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - (c) In our opinion, the Company has not disposed off substantial part of fixed assets during the year and the going concern status of the company is not affected.
- 2. (a) As explained to us, inventories have been physically verified during the year by the management. In our opinion the frequency of verification is reasonable.
 - (b) In our opinion, and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) In our opinion the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- 3 (a) The Company had taken loans from companies covered in the register maintained u/s.301 of the Companies Act, 1956. The maximum amount involved during the Year was Rs. 4206.85 lakhs and the year end balances of loans taken from such parties were Rs. 4206.85 lakhs. The Company has not granted any loans to companies, firms or other parties listed in the register maintained u/s. 301 of the Companies Act, 1956
 - (b) In our opinion, the rate of interest and other terms & conditions on which loans have been taken from companies, firms or other parties listed in the register maintained u\s 301 of the Companies Act, 1956 are not prima facie, prejudicial to the interest to the company.
- 4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control system.
- 5. (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to Sec 301 of the Act have been entered in the register required to be maintained under that section and
 - (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- 6. The Company has not accepted any deposits from the public within the meaning of Sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under.

7. In our opinion, the Company has no internal audit system commensurate with the size and nature of its business.

8. We have broadly reviewed the books of accounts maintained by the company where, pursuant to the Rules made by the Central Government of India, the maintenance of cost records has been prescribed under clause (d) of sub-section of (1) of Section 209 of the Companies Act, 1956 and are of the opinion that prima-face the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

- 9. (a) In our opinion and according to the information and explanations given to us, the Company is not regular in depositing the provident fund, employees' state insurance dues with the appropriate authorities. The arrears of provident fund and employee state insurance are amounting to Rs. 22,00,430/- at the year end.
 - (b) According to the information and explanations given to us, there are no undisputed dues of wealth tax/ service tax/customs duty/ excise duty/cess were outstanding as at 31st March 2007 for a period of more than six months from the date they became payable **except the following :**
 - (a) sales tax amounting to Rs.15,96,291/-
 - (b) service tax amounting to Rs.86,267/-
 - (c) According to the information and explanations given to us, there are dues of custom duty to the extent of Rs.652.63 lakhs which have not been deposited on account of dispute.
- 10. The company has accumulated losses in excess of its networth as at 31st March, 2007. The company has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
- 11. In our opinion and according to the information and explanations given to us, though the Company has defaulted in repayment of dues to financial institutions and banks it is under the scheme of the OTS(One Time Settlement) and the majority of these loans have been settled.
- 12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13. In our opinion, the Company is not a chit fund or a Nidhi mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company.
- 14. The Company has maintained proper records of transactions and contracts in respect of purchase of shares and timely entries have been made therein. All shares have been held by the Company in its own name.
- 15. In our opinion and according to the information and explanations given to us, the Company has not given guarantees for loans taken by others from financial institutions and banks.
- 16. The Company has not taken any term loans during the year under report.
- 17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the company, we report that no funds raised on short-term basis have been used for long-term investment.
- 18. According to the information and explanations given to us, the Company has not made preferential allotment of shares to promoters covered in the register maintained under Section 301 of the Act during the year.
- 19. The Company has not issued any debentures during the year.
- 20. The Company has not raised any money by way of public issue during the year.
- 21. In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our Audit.

for **C.B.Mouli & Associates** Chartered Accountants

Sd/-K. Nageswara Rao Partner Membership No. 22282

Place : Hyderabad Date : 30.06.2007

BALANCE SHEE	ET AS AT	31st I	MARCH,	2007
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	PARTICULARS	SCH	As At 31st March 2007 Rs.	As At 31st March 2006 Rs.
I.	SOURCE OF FUNDS			
	SHAREHOLDERS' FUNDS			
	Share Capital	1	14,50,00,000	14,50,00,000
	Share Application Money	2	10,40,00,000	10,40,00,000
	Reserves & Surplus LOAN FUNDS:	Z	10,00,000	10,00,000
	Secured Loans	3	14,08,37,152	44,82,16,261
	Unsecured Loans	4	42,42,74,366	31,40,55,704
	TOTAL		81,51,11,518	1,01,22,71,965
TT				
II 1	APPLICATION OF FUNDS FIXED ASSETS			
T	Gross Block	5	58,96,71,540	58,87,58,817
	Less:Depreciation	0	26,23,22,296	23,48,75,431
	Net Block		32,73,49,244	35,38,83,386
2	INVESTMENTS	6	21,540	3,40,900
3	CURRENT ASSETS, LOANS AND ADVANCES		21,010	0,10,900
	Inventories	7	2,30,51,340	1,37,99,043
	Sundry Debtors	8	2,89,14,952	1,55,45,678
	Cash and Bank Balances	9	1,41,30,537	18,71,004
	Deposits	10	50,30,568	39,51,180
	Loans and Advances	11	13,82,920	50,69,952
			7,25,10,317	4,02,36,857
4	LESS: CURRENT LIABILITIES AND PROVISIONS	12	9,16,82,740	7,68,09,880
	NET CURRENT ASSETS		(1,91,72,423)	(3,65,73,023)
5	(a) Miscellaneous expenditure to the extent not written off or adjusted		_	_
	(b) Profit and Loss Account		50,69,13,157	69,46,20,702
	TOTAL		81,51,11,518	1,01,22,71,965

Scendule 1 to 21 and Notes to accounts form an integral part of Balance Sheet and P & L Account

As per our report of even date For & On behalf of the Board For C.B.Mouli & Associates Chartered Accountants Sd/-Sd/-Sd/-Sd/-K. Nageswar Rao K.S.V.S. Sastry P. Maruthi Babu T.V. Sandeep Kumar Reddy Partner Company Secretary Director Chairman Place : Hyderabad Date : 30.06.2007

Year Ended Year Ended PARTICULARS SCH 31st March 2007 31st March 2006 Rs. Rs. **INCOME** Ι Sales 13 33,04,24,424 27,90,57,632 Other Income 14 1,21,15,701 13,61,215 Increase/(Decrease) in Stock 28,21,691 (54, 568)15 TOTAL 28,03,64,279 34,53,61,816 **II EXPENDITURE** Raw Materials Consumed 16 20,25,46,527 18,34,96,581 Manufacturing Expenses 17 5,95,61,931 4,97,95,918 Administrative Expenses 18 4,49,89,370 2,44,07,545 Selling and distrubution Expenses 19 1,71,73,808 1,41,90,703 Taxes and Duties 42,25,104 1,10,35,825 **Financial Charges** 20 84,44,794 3,00,84,942 Misc. Expenditure written off 5,80,384 Depreciation 2,74,46,865 2,75,36,318 TOTAL 37,11,99,120 33,43,17,495 Net Profit / (Loss) for the year (2,58,37,304)(5.39.53.216)Add/Less: Extraordinary Items. 21 21,36,81,508 26,58,28,677 Profit/(Loss) After Extraordinary items 18,78,44,204 21,18,75,461 Less: Provision for Fringe Benefit Tax 1.79.250 1.36.659 Profit/(Loss) After Tax 18,77,07,545 21,16,96,211 Add: Loss brought forward from Previous year (69,46,20,702) (90, 63, 16, 913)Surplus/(deficit) carried to Balance Sheet (50, 69, 13, 157)(69, 46, 20, 702)

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PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH, 2007

Scendule 1 to 21 and Notes to accounts form an integral part of Balance Sheet and P & L Account

As per our report of even date For & On behalf of the Board For C.B.Mouli & Associates Chartered Accountants Sd/-Sd/-Sd/-Sd/-P. Maruthi Babu K. Nageswar Rao K.S.V.S. Sastry T.V. Sandeep Kumar Reddy Partner Company Secretary Director Chairman Place : Hyderabad Date : 30.06.2007

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2007

	PARTICULARS	Year Ended 31st March 2007 Rs.	Year Ended 31st March 2006 Rs.
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit\(Loss)before tax and after Extra extraordinary items	18,78,44,204	21,18,75,461
	Adjustments for:		
	Depreciation	2,74,46,865	2,75,36,318
	Prov.for Investments Diminution	3,19,360	_
	Interest Expenses	80,32,674	2,97,20,579
	- Term liabilities and Working Capital loans of Banks/FIs Written off under OTS.	(21,36,81,508)	(26,58,28,677)
	Operating Profit (Loss) before working	99,61,595	33,03,681
	capital changes		, ,
	Adjustments for:		
	Misc.Expenditure	_	5,80,384
	Trade and other receivables	(1,07,61,630)	33,84,443
	Inventories	(92,52,297)	41,36,677
	Trade Payables	148,72,860	(1,13,57,470)
	Prior Period Adj(Gratuity and Leave Encashment)	(18,85,459)	
	Cash generarated from operations	29,35,069	47,715
	Interest paid	(14,82,674)	(21,76,600)
	Direct Taxes paid - FBT	(1,36,659)	(1,79,250)
	Net Cashflow From Operating Activities	13,15,736	(23,08,135)
В	CASH FROM INVESTING ACTIVITIES		
	Purchase of Fixed assets	(9,12,723)	(45,48,065)
	Sale of Fixed Assets	_	—
	Acquisition of companies	_	—
	Purchase of investments	_	—
	Sale of investments	_	—
	Interest Received	_	—
	Central Subsidy Received	_	_
	Net Cash used in investing activities	(9,12,723)	(45,48,065)

Year Ended Year Ended 31st March 2007 31st March 2006 PARTICULARS Rs. Rs. C CASH FLOW FROM FINANCING ACTIVITIES Conversion of Debentures into Equity Shares Conversion of Unsecured Loans into Equity Shares 11,02,18,662 6,96,07,374 Proceeds from long term borrowings Repayment of finance /lease liabilities (9, 83, 62, 142)(6, 34, 50, 000)NET CASH USED IN FINANCING ACTIVITIES 1,18,56,520 61,57,374 Net increase in cash and cash equivalents 1,22,59,533 (6, 98, 826)Cash and Cash equivalents as at 01.04.2006 18,71,004 25,69,830 Cash and Cash equivalents as at 31.03.2007 1,41,30,537 18,71,004 (Closing balance)

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As per our report of even date For C.B.Mouli & Associates Chartered Accountants For & On behalf of the Board

Sd/-Sd/-Sd/-Sd/-K. Nageswar RaoK.S.V.S. SastryP. Maruthi BabuT.V. Sandeep Kumar ReddyPartnerCompany SecretaryDirectorChairman

Place : Hyderabad Date : 30.06.2007

GAYATRI STARCHKEM LIMITED

SCHEDULES FORMING PART OF ACCOUNTS

PARTICULARS	As At 31st March 2007 Rs.	As At 31st March 2006 Rs.
SCHEDULE 1		
SHARE CAPITAL		
Authorised Capital 3,00,00,000 Equity Shares of Rs.10 each	30,00,00,000	30,00,00,000
Issued,Subscribed & paid up		
1,45,00,000 Equity shares of Rs.10 each fully paid up	14,50,00,000	14,50,00,000
	14,50,00,000	14,50,00,000
SCHEDULE 2 RESERVES AND SURPLUS		
Central Subsidy	10,00,000	10,00,000
	10,00,000	10,00,000
SCHEDULE 3 SECURED LOANS A Term Loans Life Insurance Corp.of India		1,41,00,000
Canara Bank (Sorbitol Project)	_	20,55,396
Corporation Bank	—	16,71,421
United India Insurance Co. Ltd Oriental Insurance Co.Ltd	 38,00,000	38,00,000 38,00,000
Industrial Inv.Bank of India	3,00,00,000	3,00,00,000
Canara Bank (Starch project)	_	7,14,25,962
	3,38,00,000	12,68,52,779
B Working capital facilities		
from Scheduled Banks C Interest Accrued and Due on Term Loans	— 10 70 97 159	4,47,10,403
C Interest Accrued and Due on Term Loans	10,70,37,152	27,66,53,079
	14,08,37,152	44,82,16,261
SCHEDULE 4 UNSECURED LOANS		
From Directors and Promoter shareholders	32,49,19,895	21,56,43,373
From Others	9,91,69,348	9,81,69,348
	42,40,89,243	31,38,12,721
Deferred Payment Credits	1,85,123	2,42,983
	42,42,74,366	31,40,55,704

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SCHEDULE - 5 FIXED ASSETS

		9	GROSS BLOCK		DE	DEPRECIATION		NET BLOCK	LOCK
S. No.	PARTICULARS	AS AT 31-Mar-06 Rs.	Additions during the Year Rs.	AS AT 31-Mar-07 Rs.	AS AT 31-Mar-06 Rs.	F.T.Y.ENDED 31-Mar-07 Rs	AS AT 31-Mar-07 Rs.	AS AT 31-Mar-07 Rs.	AS AT 31-Mar-06 Rs.
	Land	1,10,61,986	1	1,10,61,986	1	1	I	1,10,61,986	1,10,61,986
2	Buildings	14,95,43,283	30,730	14,95,74,013	4,13,66,346	49,94,808	4,63,61,154	10,32,12,859	10,81,76,937
ŝ	Plant and Machinery	41,50,95,777	3,15,824	41,54,11,601	18,56,08,277	2,19,26,118	20,75,34,395	20,78,77,206	22,94,87,500
4	Computers	23,42,871	39,300	23,82,171	23,26,651	21,970	23,48,621	33,550	16,220
5	Office Equipment	19,67,288	1,20,296	20,87,584	948,808	94,663	10,43,471	10,44,113	10,18,480
9	Furniture & Fittings	25,54,685	Ι	25,54,685	16,63,225	1,61,712	18,24,937	7,29,748	8,91,460
7	Air Conditioners	3,65,357	17,000	3,82,357	1,61,462	18,096	1,79,558	2,02,799	2,03,895
8	Vehicles	35,18,572	Ι	35,18,572	28,00,662	2,29,498	30,30,160	4,88,412	7,17,910
	Total Capital work in progress	58,64,49,819 23,08,998	5,23,150 3,89,573	58,69,72,969 26,98,571	23,48,75,431 —	2,74,46,865 _	26,23,22,296 	32,46,50,673 26,98,571	35,15,74,388 23,08,998
	Grand Total	58,87,58,817	9,12,723	58,96,71,540	23,48,75,431	2,74,46,865	26,23,22,296	32,73,49,244	35,38,83,386
	Previous year	58,42,10,752	45,48,065	58,87,58,817	20,73,39,113	2,75,36,318	23,48,75,431	35,38,83,386	37,68,71,639
]									

S.S.Organics Ltd 10 3,000 30,000 26,900 26,900 Sri Lakhsmi Engg.Ltd 10 1,000 26,900 26,900 26,900 Less: Prov.for Diminution 3,40,900 3,40,900 3,40,90 3,40,900 TOTAL 21,540 3,40,900 3,40,90 Market value of quoted shares Rs.21,540.00 (Previous year Rs.0.00) SCHEDULE 7 SCHEDULE 7 TNVENTORIES 30,26,867 27,25,6 (As Valued and certified by the Management) Raw Material 1,15,74,861 54,45,4 Stores and Spares 30,26,867 27,25,6 27,25,6 Work In Process 35,29,728 52,21,3 1,37,99,0 SCHEDULE 8 SUNDRY DEBTORS 1,37,99,0 1,37,99,0 Others 2,89,14,952 95,46,8 2,89,14,952 95,46,8 Debts Considered good) Outstanding for a period exceeding 6 months - 1,29,1 0,55,45,6 Less: Prov.for doubtful Debts 65,26,793 58,69,6 - - - SCHEDULE 9 CASH AND BANK BALANCES 2,89,14,952 1,55,45,6 - - -	PARTICULARS			Year Ended 31st March 2007 Rs.	Year Ended 31st March 2006 Rs.
Face No.of Value shares East, West Travel & Trade links 10 7.100 2,84,000 2.84,00 S.S.Organics Ltd 10 3,000 30,000 30,0 Sri Lakhsmi Engg, Ltd 10 1,000 26,900 26,9 Less: Prov. for Diminution 3,40,900 3,40,90 3,40,90 TOTAL 21,540 3,40,90 - Market value of quoted shares Rs.21,540.00 (Previous year Rs.0.00) SCHEDULE 7 INVENTORIES 30,26,867 27,25,6 Work In Process 35,29,728 52,21,3 Finished Goods 49,19,884 4,06,6 2,30,51,340 1,37,99,0 SCHEDULE 8 2,89,14,952 58,69,6 SUNDRY DEBTORS 2,89,14,952 58,69,6 Unsecured and considered good) - 1,29,1 Outers 2,89,14,952 58,69,6 Debts Considered bad & doubtful 65,26,793 - Cash on Hand 6,06,850 2,70,7 Balances with Scheduled Ban	INVESTMENTS (LONG TERM)				
Value shares East,West Travel & Trade links 10 7,100 2,84,000 2,84,00 S.S.Organics Ltd 10 1,000 26,900 26,90 Sri Lakhsmi Engg,Ltd 10 1,000 26,900 26,90 Less: Prov.for Diminution 3,19,360 TOTAL 21,540 3,40,90 Market value of quoted shares Rs.21,540.00 (Previous year Rs.0.00) SCHEDULE 7 SCHEDULE 7 NVENTORIES (As Valued and certified by the Management) Raw Material 1,15,74,861 54,45,4 Raw Material 1,026,867 27.25,6 Work In Process 35,29,728 52,21,3 SUNDRY DEBTORS 1,29,1 <td< th=""><th>Irade (Quoted)-Fully paid shares (at c</th><th></th><th>No.of</th><th></th><th></th></td<>	Irade (Quoted)-Fully paid shares (at c		No.of		
Less: Prov.for Diminution 3,19,360 TOTAL 21,540 3,40,9 Market value of quoted shares Rs.21,540.00 (Previous year Rs.0.00) 21,540 3,40,9 SCHEDULE 7 INVENTORIES (As Valued and certified by the Management) Raw Material 1,15,74,861 54,45,4 Stores and Spares 30,26,867 27,25,6 Work In Process 35,29,728 52,21,3 Finished Goods 49,19,884 4,06,6 2,30,51,340 1,37,99,0 SCHEDULE 8 SUNDRY DEBTORS (Unsecured and considered good) Outstanding for a period exceeding 6 months Others - 1,29,1 Others 2,89,14,952 95,46,8 Debts Considered bad & doubtful 65,26,793 58,69,6 SCHEDULE 9 3,54,41,745 1,55,45,6 Cash on Hand Balances with Scheduled Banks 6,06,850 2,70,7 Balances with Scheduled Banks - 2,87,2 - in current account 1,35,23,687 13,13,0 - Margin Money Deposit accounts - 2,87,2	S.S.Organics Ltd	Value 10 10	shares 7,100 3,000	30,000	2,84,000 30,000 26,900
Market value of quoted shares Rs.21,540.00 (Previous year Rs.0.00) Image: Construct of the state of th	Less: Prov.for Diminution				3,40,900
(Previous year Rs.0.00) SCHEDULE 7 INVENTORIES (As Valued and certified by the Management) Raw Material 1,15,74,861 54,45,4 Stores and Spares 30,26,867 27,25,6 Work In Process 35,29,728 52,21,3 Finished Goods 49,19,884 4,06,6 2,30,51,340 1,37,99,0 SCHEDULE 8 2,30,51,340 1,37,99,0 SCHEDULE 8 2,89,14,952 95,46,8 Outstanding for a period exceeding 6 months - 1,29,1 Others 2,89,14,952 95,46,8 Debts Considered bad & doubtful 65,26,793 58,69,6 3,54,41,745 1,55,45,6 - Less: Prov.for doubtful Debts 65,26,793 - SCHEDULE 9 - 2,89,14,952 1,55,45,6 Cash on Hand 6,06,850 2,70,7 Balances with Scheduled Banks - 1,35,23,687 13,13,0 - 0.48,72 - 2,87,2 - 0.49,72 - 2,87,2	TOTAL			21,540	3,40,900
INVENTORIES (As Valued and certified by the Management) Raw Material 1,15,74,861 54,45,4 Stores and Spares 30,26,867 27,25,6 Work In Process 35,29,728 52,21,3 Finished Goods 49,19,884 4,06,6 2,30,51,340 1,37,99,0 SCHEDULE 8 2,30,51,340 1,37,99,0 SCHEDULE 8 (Unsecured and considered good) 1,37,99,0 Others 2,89,14,952 95,46,8 Debts Considered bad & doubtful 65,26,793 58,69,6 Schedult 1 65,26,793 58,69,6 Less: Prov.for doubtful Debts 65,26,793 - Cash on Hand 6,06,850 2,70,7 Balances with Scheduled Banks - 1,35,23,687 13,13,0 - in current account - 2,87,2 - - Margin Money Deposit accounts - 2,87,2		5.21,540.00)		
SUNDRY DEBTORS(Unsecured and considered good)Outstanding for a period exceeding 6 monthsOthersDebts Considered bad & doubtful65,26,79358,69,63,54,41,7451,55,45,6Less: Prov.for doubtful Debts65,26,7932,89,14,9521,55,45,62,89,14,9522,89,14,9521,55,45,6SCHEDULE 9CASH AND BANK BALANCESCash on HandBalances with Scheduled Banks- in current account1,35,23,68713,13,0- Margin Money Deposit accounts-2,87,2	INVENTORIES (As Valued and certified by the Manag Raw Material Stores and Spares Work In Process	gement)		30,26,867 35,29,728 49,19,884	54,45,481 27,25,642 52,21,319 4,06,601 1,37,99,043
(Unsecured and considered good) — 1,29,1 Others 2,89,14,952 95,46,8 Debts Considered bad & doubtful 65,26,793 58,69,6 Less: Prov.for doubtful Debts 65,26,793 - SCHEDULE 9 65,26,793 - Cash on Hand 6,06,850 2,70,7 Balances with Scheduled Banks - 1,35,23,687 13,13,0 - 2,87,2 - 2,87,2					
Less: Prov.for doubtful Debts 65,26,793 - 2,89,14,952 1,55,45,6 SCHEDULE 9 1,55,45,6 Cash AND BANK BALANCES 6,06,850 Cash on Hand 6,06,850 Balances with Scheduled Banks 1,35,23,687 - in current account 1,35,23,687 - Margin Money Deposit accounts -	(Unsecured and considered good) Outstanding for a period exceeding Others	ng 6 month	IS		1,29,164 95,46,873 58,69,641
SCHEDULE 9 CASH AND BANK BALANCES Cash on Hand Balances with Scheduled Banks - in current account - Margin Money Deposit accounts - in current account - Margin Money Deposit accounts	Less: Prov.for doubtful Debts				1,55,45,678
CASH AND BANK BALANCES Cash on Hand Balances with Scheduled Banks - in current account6,06,850 1,35,23,6872,70,7 13,13,0 2,87,2- Margin Money Deposit accounts1,35,23,687 - 2,87,213,13,0 2,87,2				2,89,14,952	1,55,45,678
CASH AND BANK BALANCES Cash on Hand Balances with Scheduled Banks - in current account6,06,850 1,35,23,6872,70,7 13,13,0 2,87,2- Margin Money Deposit accounts1,35,23,687 - 2,87,213,13,0 2,87,2	SCHEDULE 9				
- in current account 1,35,23,687 13,13,0 - Margin Money Deposit accounts - 2,87,2	CASH AND BANK BALANCES Cash on Hand			6,06,850	2,70,770
	- in current account	s		1,35,23,687 —	13,13,029 2,87,205
1.41.30.537 18.71.0				1,41,30,537	18,71,004

GAYATRI STARCHKEM LIMITED

As At 31st March 2007 Rs.	As At 31st March 2006 Rs.
42,21,026	33,29,841
	5,68,649
7,50,893	52,690
55,40,568	39,51,180
5,10,000	_
50,30,568	39,51,180
51,66,230 37,83,310	50,69,952 —
13,82,920	50,69,952
57,000 70,59,082 6,58,80,587 46,13,422 1,40,72,649	57,000 1,16,66,912 4,79,97,507 81,56,590 89,31,871 7,68,09,880
	31st March 2007 Rs. 42,21,026 5,68,649 7,50,893 55,40,568 5,10,000 50,30,568 51,66,230 37,83,310 13,82,920 57,000 70,59,082 6,58,80,587 46,13,422

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PARTICULARS	Year Ended 31st March 2007 Rs.	Year Ended 31st March 2006 Rs.
SCHEDULE 13		
SALES		
Sales - Local	33,04,24,424	27,90,57,632
	33,04,24,424	27,90,57,632
SCHEDULE 14		
OTHER INCOME		
Interest on Bank deposits(TDS-Rs.NIL ,Pr.Yr.Rs.1,518.)	_	7,228
Interest others(TDS-Rs.43,016/-,Pr.Yr.Rs.13,313/-)	2,05,718	2,27,785
Miscellaneous Income	35,59,761	11,26,202
Miscellaneous Credit Balances W.off	83,50,222	—
	1,21,15,701	13,61,215
SCHEDULE 15 INCREASE/(DECREASE) IN CLOSING STOCKS OF FG & WIP		
Opening Stock	56,27,920	56,82,488
Closing stock	84,49,611	56,27,920
	28,21,691	(54,568)
SCHEDULE 16		
RAWMATERIALS CONSUMED		
Starch	10,79,839	—
Maize	19,43,31,489	17,85,88,003
Others	71,35,199	49,08,578
	20,25,46,527	18,34,96,581
SCHEDULE 17		
MANUFACTURING EXPENSES		
Power and Fuel	4,61,55,594	4,01,35,009
Repairs & Maintenance	1,04,64,270	70,12,296
Material Handling Charges	29,42,067	26,48,613
	5,95,61,931	4,97,95,918

GAYATRI STARCHKEM LIMITED

PARTICULARS	Year Ended 31st March 2007 Rs.	Year Ended 31st March 2006 Rs.
SCHEDULE 18		
ADMINISTRATIVE EXPENSES	0.05.01.040	1 (7 04 000
Salaries & Wages	2,25,91,943	1,67,04,998
Insurance	12,47,869	14,32,872
Rent,Rates & Taxes	3,35,283	5,20,676
Listing Fee Vehicle Hire & Maintenance	52,448 9,01,022	2,24,938 7,90,694
Conveyance & Travelling	4,38,696	2,15,039
Directors sitting fee	28,000	16,000
Printing & Stationery	2,34,123	1,75,329
Post, Telephone & Telex	4,04,938	4,35,287
Miscellaneous Expenditure	33,27,554	22,64,787
Legal & Professional Charges	33,67,950	7,23,049
Subcription, Books & Periodicals	23,665	6,240
Staff Welfare	6,31,541	6,69,481
AGM expenses	1,64,876	1,28,155
Prov.for Bad & Doubtful Debts	65,26,793	—
Prov.for Bad & Doubtful Advances	37,83,309	—
Prov.for Diminution In Investments	3,19,360	—
Prov.for Doubtful Deposits	5,10,000	_
Statutory Auditors Fee	75 000	75 000
For Statutory Audit	75,000	75,000
For Tax Audit	25,000	25,000
	4,49,89,370	2,44,07,545
CHEDULE 19		
ELLING AND DISTRIBUTION EXPENSES		
Packing Material	97,63,933	61,72,742
Transportation	30,73,919	35,68,906
Commission & Discounts	43,35,956	44,49,055
	1,71,73,808	1,41,90,703
CHEDULE 20		
INANCE CHARGES		
Interest on Term Loans	65,50,000	2,29,62,415
Interest on Working Capital	-	67,06,563
Bank Charges	4,12,120	3,64,363
Interest Others	14,82,674	51,601
	84,44,794	3,00,84,942
 CHEDULE 21 RIOR PERIOD AND EXTRAORDINARY ITEMS Term liabilities and Working Capital loans of Banks/ Fls Written off under OTS. 	21,55,66,967	26,58,28,677
 Prov.for Gratuity of Earlier Years Prov.for Leave Encashment of Earlier Years 	(12,22,327) (6,63,132)	

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NOTES TO THE ACCOUNTS

- 1 SIGNIFICANT ACCOUNTING POLICIES
 - (a) **System of Accounting**: The financial statements are prepared under the historical cost convention and on an accrual basis.
 - (b) **Fixed Assets**: Fixed Assets are recorded at cost less depreciation. Cost includes all costs incidental to acquisition. Installation, commissioning and related preoperative expenses including interest paid on funds borrowed during construction period.
 - (c) Capital Work in Progress: Advances paid towards the acquisition of Fixed Assets and the direct expenses pertaining to the cost of the assets, not put to use before the year end are disclosed under Capital Work in progress.
 - (d) **Depreciation**: Depreciable assets are written off on straight line method in terms of Schedule XIV to the companies Act, 1956.
 - (e) **Inventory**: Raw material, Work in Process, and Stocks & Spares are valued at cost on FIFO basis while finished goods are valued at lower of cost or net realisable value inclusive of excise duty. By products are valued at net realisable value.
 - (f) **Investments :** Investments are valued at cost or market price whichever is lower.
 - (g) Foreign Currency Transactions: Foreign Exchange transactions are accounted at contract rates when covered by forward contracts or at the prevailing rates on the date of the transactions where such transactions are not covered by forward contracts, in such cases exchange fluctuations are accounted at the time of realisation/payment.
 - (h) Sales are inclusive of freight and Excise duty .
 - (i) Preliminary and Public Issue expenditure is amortised over a period of 10 years.
 - (j) Leave encashment and gratuity to the employees is accounted on accrual basis based on Actuarial valuation and not funded.
- 2 Term Loan from financial institutions are secured by a first charge on all the company's immovable properties, both present and future and company's movables (save and except book debts) including movable machinery, spares, tools and accessories present and future. and also guaranteed by Chairman and two of his family members in their personal capacity.

3 Contingent Liabilities: not provided for	As at 31.03.07 Rs. In lakhs	As at 31.03.06 Rs. In lakhs
Guarantee issued by Bankers (Net of Margin Deposits)	_	24.13
Claims against the company not acknowledged as debts	832.85	797.23

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- 4 Additional Information as required pursuant to para 3 & 4 of Part II of Schedule VI of the Companies Act, 1956.
 - a Particulars regarding Capacity In MTs

		31.	03.07	31.0	3.06
		Sorbitol	Starch	Sorbitol	Starch
		70%		70%	
i	Licenced Capacity	NA	NA	NA	NA
ii	Installed Capacity	8550	*45000	8550	*45000
iii	Actual Production				
	Sorbitol	1,796.56		_	
	Starch		14,738.00	1	8,429.10
	Starch Slurry (For Captive Consumption)		2,892.36		2,558.82
	Starch Byproducts		6,980.04 *	*	6,452.53
	Liquid Glucose		1,356.07		2,215.54

The Figures for installed capacity are as Certified by the Management and not verified by the Auditors this is being a technical matter.

- * In case of Starch installed capacity , the figures given are the Maize Crushing Capacity.
- ** In case of Starch By products the production figures given are on dry basis.

			31.03.07		31	1.03.06
			Qty	Rs.	Qty	Rs.
			in mt	In lakhs	in mt	in lakhs
b	Sto	ocks and Turnover				
	i	Opening Stock				
		Sorbitol	2.76	0.58	2.76	0.58
		Dextrose	_	_	61.09	2.13
		Liquid Glucose	7.80	0.87	—	—
		Starch	3.30	0.37	94.50	9.48
		Starch by products **	17.32	2.25	7.12	0.88
	ii	Sales				
		Sorbitol	1,629.35	528.40		_
		Dextrose	_	_	669.35	23.35
		Liquid Glucose	1,363.87	217.94	2,207.74	276.77
		Starch	14,719.60	2,100.58	18,520.30	2,016.20
		Starch by products **	6,967.47	457.32	6,442.33	474.26
	iii	Closing Stock				
		Sorbitol	169.97	41.50	2.76	0.58
		Dextrose	_	_		_
		Liquid Glucose	_	_	7.80	0.87
		Starch	21.70	3.26	3.30	0.37
		Starch by products **	29.89	4.43	17.32	2.25
	iv	Consumption of Raw Material				
		Starch	94.08	10.80	_	_
		Chemical & Others	_	71.35	_	49.09
		Maize	28,831.19	1,943.31	31,331.00	1,785.88

GAYATRI STARCHKEM LIMITED

		3	31.03.06	3	1.03.05
		Qty in mt	Rs. In lakhs	Qty in mt	Rs in lakhs
с	(i) C I F Value of Imports Raw Material Capital Goods	Ξ	=		
	(ii) Details of Imported & Indigenious Raw material consumed				
	Incorrected a	%	Rs. In lakhs	%	Rs. In lakhs
	Imported Indigenious	100.00	2,025.47	100.00	1,834.97
			2,025.47		1,834.97
d	Expenditure in Foreign currency (on payment basis)				
	Capital Goods		_		
	Raw Material Travelling & Subscription		_		_
e.	Earnings in Foreign Currency FOB Value of Exports		_		_
		For the year end 31.03.		For th	e year ended 31.03.06
Rer a. b.	nunration to Auditors Statutory Audit fee Tax Audit fee	75,000 25,000			75,000.00 25,000.00

7 The company has made an Earnest money deposit of Rs.5.00 lacs during 1993-94 with AP Co-operative marketing Federation Ltd(markfed) under a tender floated by them for supply of Di-ammonium Phosphate to M/s Godavari Fertilisers & Chemicals Ltd, who have failed to open Letter of Credit and forfeited the EMD. Company filed a suit for appointment of Arbitrator and prayed for recovery of EMD and cost of suit and the same is pending.Provision for this amount is made in the books of accounts.

6

8 Amount outstanding to SSI units at the end of the year is Rs.26.92 lakhs (previous year Rs.42.43 lakhs), of this the amount exceeding Rs.1,00,000/- and outstanding for more than 30 days is Rs.22.26 lakhs (previous year Rs. 37.48 lakhs).

- 9 The Share Application money pending allotment consists of Rs. 1040.00 lakhs brought in by the Promoters, as per the means of finance approved by the financial institutions(FIs). The Shares shall be alloted to promoters after obtaining the necessary approvals from BIFR/SEBI.
- 10 Balances under Sundry Creditors, Debtors, Loans and Advances and Term Loans from banks and financial institutions are subject to confirmation.
- 11 The company has provided Gratuity and Leave encashment to employees on accrual basis amounting to Rs. 11.62 Lakhs for the current year as required under accounting standard issued by ICAI and the liability upto 31.03.2006 of Rs. 18.85 Lakhs has been debited to Prior Period Expenditure. So far the company has been accounting for these liabilities on cash basis.
- 12 As the Term Loan outstanding to Oriental Insurance Company Limited has been fully settled under OTS (One time Settlement) scheme without interest during 2007-08 and since No Dues certificate has also been received from the said Company, interest has not been provided during the current year (2006-07).

13 Segment Reporting Accounting Standard - 17

Segment Reporting as per Accounting Standard - 17, issued by the Institute of Chartered Accountants of India is as under.

SEGMENT INFORMATION FOR THE YEAR ENDED 31st MARCH 2007 INFORMATION ABOUT PRIMARY BUSINESS SEGMENTS

	Sorbitol	Starch	Dextrose and Liquid Glucose	Eliminations	Consolidated
Revenue External Revenue Intersegment Revenue Total Revenue	528.40 528.40	2557.90 281.64 2839.53	217.94 217.94	(281.64) (281.64)	3304.24 3304.24
Result Segment Result Un-allocated expenditure net of Un-allocated income Operating Profit Interest Expenses - Un Allocated Taxation For The Year - Fbt Profit After Taxation And Before Exceptional Items Exceptional Items-incomeand Expenditure (Segment) Exceptional Items-incomeand Expenditure(unallocated/Corporate) — Tax Credit Net Profit	(140.51)	(43.73)	(39.68)		(223.92) (15.51) (239.42) (18.95) (1.37) (259.74) 2136.82 —
Other Information Segment Assets Unallocated Corporate Assets Total Assets	3,024.42	2,833.31	12.00		5869.73 725.32 6595.05
Segment Liabilities Unallocated Corporated Liabilities Total Liabilities	1,408.37	_	_		1408.37 5159.57 6567.94
Capital Expenditure Depreciation Non-cash Exp. Other Than Depreciation	3.89 1,586.33 —	1.34 1,036.27 —	0.63		5.23 2,623.22 —

14 Related parties Transaction - Accounting Standard - 18

The company has obtained interest free un-secured loans from Director and Promoter Shareholders, the details of the amount due are given in schedule no.4.

15 Leases - Accounting Standard - 19

The company has not entered into with financial or operating Lease agreements during the year.

GAYATRI STARCHKEM LIMITED

16 Earning per Share - Accounting Standard - 20	Year Ended 31.03.2007	Year Ended 31.03.2006
Profit/(Loss) after Tax, excluding Extraordinary items (Rs.In Lakhs)	(258.37)	(539.53)
Nos of Paid Up Equity Shares (in Lakhs)	145.00	145.00
Basic and Diluted Earning per Share	(1.78)	(3.72)

17 Deferred Taxation - Accounting Standard - 22

Since the company has substantial carried forward loss and unabsorbed depreciation, also, in the absence of virtual certainty of having taxable income in future, no deferred tax asset has been recognised as envisaged in Accounting Standard-22(AS-22)on taxes on income issued by the Institute of Chartered Accountants of India (ICAI).

18 Impairment of Assets - Accounting Standard - 28

Based on the valuation report obtained by the management on fixed assets of the company, there are no impaired assets requiring provision as envisaged in Accounting Standard 28 issued by ICAI.

- 19 The extraordinary item of Rs.21,55,66,967/- under schedule no.22 represents the amount written off towards Canara Bank, corporation Bank, UII and LIC residual Term Ioan liability under One Time Settlement(OTS) scheme sanctioned and implemented by the respective financial institutions during the year. The scheme envisaged waiver of 50% of principle by Fin.Institutions and 100% of interest due. The company paid the entire liability to Canara Bank , corporation Bank UII and LIC during the year under OTS scheme.
- 20 In the absence of taxable income, no provision has been made for Income Tax. However provision for Fringe Benefit Tax has been made.
- 21 Previous year's figures have been regrouped /rearranged wherever considered necessary.
- 22 Figures have been rounded off to the nearest rupee.

As per our report of even date For C.B.Mouli & Associates Chartered Accountants

Sd/-**K. Nageswar Rao** Partner Sd/-K.S.V.S. Sastry Company Secretary Sd/-**P. Maruthi Babu** Director

For & On behalf of the Board

Sd/-**T.V. Sandeep Kumar Reddy** Chairman

Place : Hyderabad Date : 30.06.2007

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ADDITIONAL INFORMATION AS REQUIRED UNDER PART IV OF SCHEDULE VI OF THE COMAPNIES ACT,1956. FOR THE YEAR ENDED 31st MARCH, 2007

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I.	Registration Details					
	Registration No	:	13512	State Code	:	01
	Balance Sheet Date	:	31-Mar-07			
II	Capital raised during the year (Amt in Rs.Thousands)					
	Public Issue	:	NIL	Rights Issue	:	NIL
	Bonus issue	:	NIL	private placement	:	NIL
III	III Position of Mobilisation and Deployment of Funds					
	(Amt in Rs.Thousands)					
	Total Liabilities	:	8,15,112	Total Assets	:	8,15,112
	Source of funds					
	Paid-up Capital	:	1,45,000	Reserves & Surplus	:	1000
	Secured Loans	:	1,40,837	Unsecured Loans	:	4,24,274
	Application of Funds					
	Net Fixed Assets	:	3,27,349	Investments	:	22
	Net Current Assets	:	(19,172)	Misc.Expenditure	:	—
	Accumulated Loss	:	5,06,913			
IV	Performance of compa	ny (Amt	in Rs.Thousands)			
	Turnover	:	3,45,362	Total Expenditure	:	1,57,518
	Profit (Loss) Before Tax	:	(25,837)	Profit (Loss) After Tax	:	1,87,708
	Earning Per Share	:	(1.78)	Dividend @ %	:	NIL
v	Item Code No. (ITC CC	-	ipal products /serv	vices of companies (as per	mon	etary terms)
	Product Description					

D-GLUCITOL (SORBITOL)	2905.44
DEXTROSE	1702.29
STARCH	1103.00

6-3-1090/C/A/1, 1st Floor Lovely Man	TARCHKEM LIN nsion, Rajbhavan Road, Somjiguda & 66100333, E-mail: gayatristarch	, Hyderabad – 500 082.
ATT	ENDANCE SLIP	
SLIP DULY FILLED IN TO BE HAND	ed over at the entrance c	OF THE MEETING HALL
Regd Folio No:	No. of Shares held	
SHAREHOLDER'S NAME: Mr /Mrs/Miss (In Block Capitals)		
IN CASE OF PROXY NAME OF THE PROXY : Mr/ Mrs/Miss		
I Certify that I am a Registered Shareholder / Pro	oxy for the Registered Shareholder	of the Company.
I hereby record my presence at the 16 th Annual (September, 2007 at 11.00 A.M at "SURANA H.No. 11-6-841, Red Hills, Hyderabad - 5	A UDYOG AUDITORIUM, 'FAPO	
		Member's / Proxy's Signature
Notes: 1. Please bring this Attendance Slip who 2. Please do not bring with you any per		ompany
6-3-1090/C/A/1, 1 st Floor Lovely Ma	RARCHKEM LIN nsion, Rajbhavan Road, Somjiguda 66100333, E-mail: gayatristarch PROXY	a, Hyderabad – 500 082.
Regd Folio No:	No. of Shares held	1
I/We	of	
being a member / member(s) of the		
Sri / Smt		of
	or failing him / her Sri / Smt	
of as my / our proxy to attend and vote for me Company to be held on on Thursday, The 27		
Signed thisda	y of2007.	Affix
	Signature of the Sharehol	Ider/s Revenue Stamp
Note : The Proxy form duly completed m than 48 hours before the time for		Office of the Company not less

PRINTED MATTER BOOK - POST

If undelivered, please return to:



6-3-1090/C/A/1, 1st Floor, Lovely Mansion, Rajbhavan Road, Somajiguda, HYDERABAD – 500 082. Ph : 66100111 / 66100222, Fax : 66100333 E-mail: gayatristarchkem@yahoo.co.in

		16 th Annual General Meeting
Day	:	Thursday
Date	:	27 th September 2007
Time	:	3.00 Р.М.
Venue	:	"SURANA UDYOG AUDITORIUM", FAPCCI Building, Federation House, 11-6-841, Red Hills, Hyderabad – 500 004

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