



**SVC  
SUPERCHEM  
LIMITED**

**ANNUAL REPORT  
2008-2009**

## SVC SUPERCHEM LIMITED

### *BOARD OF DIRECTORS*

Mr. Suresh V. Chaturvedi - Director

Mr. I. G. Mehrotra - Director

Dr. P. P. Shastri - Nominee Director - UTI

Mr. Jaffar Imam - Director

Mr. A. R. Sekar - Nominee Director - GIC

Mr. G. S. Dahotre - Director

Mr. G. S. Tiwari - Wholetime Director

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### *AUDITORS*

M/s. B. M. Chaturvedi & Co., Chartered Accountants, Mumbai.

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### *BANKERS*

Bank of India

State Bank of India

Central Bank of India

The Jammu & Kashmir Bank Ltd.

IndusInd Bank Limited

Dena Bank

State Bank of Travancore

State Bank of Bikaner & Jaipur

Canara Bank

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### *REGISTERED OFFICE*

Phiroze Mansion, 2nd Floor, 4 Steven's Street, Apollo Bunder,  
Colaba, Mumbai - 400 039.

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### *PLANT*

Chhata - Barsana Road, Chhata, Dist. Mathura ( U. P. )

**NOTICE**

NOTICE is hereby given that the Eighteenth Annual General Meeting of the Members of SVC Superchem Limited will be held on Saturday 26<sup>th</sup> September, 2009 at 11.00 a.m. at Indian Merchants' Chamber, Walchand Hirachand Hall, 4<sup>th</sup> Floor, LNM IMC Bldg., Churchgate, Mumbai- 400 020 to transact the following business: -

**ORDINARY BUSINESS: -**

1. To receive, consider and adopt the audited Statement of Accounts for the financial year ended 31<sup>st</sup> March, 2009 and the Balance Sheet as at that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. G. S. Dahotre, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. I. G. Mehrotra, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. B. M. Chaturvedi & Co., Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

By Order of the Board of Directors  
For SVC SUPERCHEM LIMITED

G. S. TIWARI  
Wholtime Director

Registered Office:  
Phiroze Mansion, 2<sup>nd</sup> Floor,  
4 Steven's Street, Apollo Bunder,  
Colaba, Mumbai 400 039.

Place : Mumbai  
Dated : 23<sup>rd</sup> July, 2009

**NOTES :**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
3. The Register of Members and the Share Transfer Books of the Company shall remain closed from 6<sup>th</sup> September, 2009 to 26<sup>th</sup> September, 2009 (both days inclusive).
4. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays and Sundays between 11.00 a.m. and 3.00 p.m. upto the date of the Annual General Meeting.
5. The Members/ Proxies are requested to bring their attendance slip duly filled along with the copy of Annual Report to the

Meeting.

6. Members are requested to notify to the Company any change in their addresses specifying full address in block letters with pin code of the post office and their Folio No.
7. Non-Resident members are requested to submit their mandate, if not already submitted.
8. Shareholders seeking any information with regard to Accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready.
9. Members who hold the shares in dematerialized form are requested to write their client ID and DP ID and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.
10. In case of joint holders, attendance the meeting, only such joint-holder who is higher in the order of names will be entitled to vote.
11. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

By Order of the Board of Directors  
For SVC SUPERCHEM LIMITED

G. S. TIWARI  
Wholtime Director

Registered Office:  
Phiroze Mansion, 2<sup>nd</sup> Floor,  
4 Steven's Street, Apollo Bunder,  
Colaba, Mumbai 400 039.

Place : Mumbai  
Dated : 23<sup>rd</sup> July, 2009

**INFORMATION REQUIRED TO BE FURNISHED UNDER CLAUSE 49 OF THE LISTING AGREEMENT:-**

A	Name Age Qualifications Expertise	Mr. G. S. Dahotre 74 Years B.Com, CAIB A Veteran Banker with a distinguished career in Banking spanning over three decades. He retired as the Chairman and Managing Director of Bank of India and was also the Chairman of Dena Bank.
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<b>Other Directorships:</b>		
Sr. No.	Name of the Company	Committee Board
Nil		Nil Nil

B	Name Age Qualifications	Mr. I. G. Mehrotra 68 Years Master of Commerce, Allahabad. He has more than 4 decades of experience in administrative, Managerial, Marketing, underwriting, investments and managing portfolio of LIC of India, etc.
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<b>Other Directorships:</b>		
Sr. No.	Name of the Company	Committee Board
1.	West End Investments Private Limited	Nil Director

## DIRECTORS' REPORT

### TO THE MEMBERS

Your Directors present the Eighteenth Annual Report together with the Audited Statement of Accounts of the Company for the financial year ended 31<sup>st</sup> March, 2009.

### ACCOUNTS

As the Company's plant is closed due to financial constraint, the Company had no manufacturing, trading or service activities for the financial year ended 31<sup>st</sup> March, 2009 and as such no Profit & Loss Account has been prepared for the above financial year and all the expenditure incurred has been shown as project / other expenses to be capitalised at a later date.

### PROJECT

SVC Superchem Limited's Purified Terephthalic Acid (PTA) plant is located at Chhata near Mathura, Uttar Pradesh. The plant has a capacity of producing 120,000 MTPA of PTA. Most of the lenders have approached DRT for recovery. However, certain bankers and financial institutions have assigned their claim to certain Asset Reconstruction Company and to foreign bank. The Allahabad High Court has directed the Company to approach Debt Recovery Tribunal for challenging above assignment and claiming relief, if any. Thereafter the Company approached Hon'able Bombay High Court which has allowed ASREC to take appropriate action under securitization Act. Subsequently, the Company has received the notice from PICUP for taking over the assets of the company vide its letter dated 16th February, 2009 under section 29 of the State Financial Corporation Act, 1951 to take over the physical possession of PTA plant at Chhata, Dist. Mathura, Uttar Pradesh. In order to protect the interest of the shareholders, stake holders, employees and the national assets worth Crores of investment, the Company has approached the Hon'able Allahabad High Court. The Hon'able Allahabad High Court, has granted temporary stay by preventing PICUP from taking over the physical possession of assets of the Company, till the next date of hearing / final order.

### FIXED DEPOSITS

Your Company has not accepted any deposit within the meaning of Section 58A of the Companies Act, 1956 and rules made thereunder.

### STATUTORY DUES

The statutory dues as mentioned by the Auditors' in their Report could not be paid on due date due to paucity of

funds, but as on date of signing of the Balance Sheet, the Company has deposited all its statutory dues except as pointed out by the Auditors in Point IX of the Auditors Report.

### PERSONNEL

There is no employee covered pursuant to Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended, hence, no particulars are given.

### DIRECTORS' RESPONSIBILITY STATEMENT

As required u/s 217 (2AA) of the Companies Act, 1956, the Directors confirm;

- I. That in the preparation of the annual accounts, the applicable accounting standards had been followed alongwith proper explanation relating to material departure.
- II. That the Directors had selected such accounting policies and applied them consistently except for the non-provision of interest on all secured loans as mentioned in Note No. B-19 of Schedule H forming part of the Balance Sheet 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 at the end of the financial year.
- III. That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- IV. That the Directors have prepared the annual accounts on a going concern basis.

### DIRECTORS

Dr. P. P. Shastri was nominated on Board in place of Shri R. K. Biswal w.e.f. 23<sup>rd</sup> April, 2008. The Board wishes to place on record its deep gratitude for the valued services rendered by Shri R. K. Biswal to the company during his tenure as Nominee Director.

Shri G. S. Dahotre and Shri I.G. Mehrotra, Directors of the company retires by rotation at the ensuing Annual General Meeting and being eligible offers themselves for the re-appointment.

## CORPORATE GOVERNANCE

The Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance, in terms of Clause 49 to the Listing Agreements with Stock Exchange, are complied with. A separate report on Corporate Governance is being incorporated as a part of the Annual Report along with a certificate from the Auditors of the Company regarding Compliance of the conditions of Corporate Governance which is annexed to the Directors' Report.

## SECRETARIAL AUDIT

As directed by the Securities and Exchange Board of India (SEBI), Secretarial Audit is being carried out at the specified periodicity by the practicing Company Secretary. The findings of the Secretarial Audit are regularly taken at the Board Meeting, besides submitting it to the Stock Exchange.

## CODE OF CONDUCT

The Board has adopted the Code of Ethics and Business for the Non-Executive Directors as also for the employees including Whole-time Director and other Members of Senior Management. The said code has been communicated to all the Directors and Members of the Senior Management.

## CEO / CFO CERTIFICATION

As per Sub-clause VIII of Clause 49 of the Listing Agreement, the Company has obtained the CEO / CFO Certification taken on record at the Board meeting held on 23<sup>rd</sup> July, 2009 for the financial year ended 31<sup>st</sup> March, 2009.

## INSIDER TRADING

As directed by the Securities and Exchange Board of India (SEBI), your Company has adopted the Code of Insider Trading. The disclosures obtained under the code are submitted to the Bombay Stock Exchange, Mumbai from time to time. The Company regularly follows the system of Share Trading Window mechanism as per the Insider Regulation.

## AUDITORS

M/s B. M. Chaturvedi & Co., Chartered Accountants, the Company's Auditors, retire at the conclusion of the ensuing Annual General Meeting. They have given their consent to act as Auditors of the Company if re-appointed and have confirmed that their appointment, if made, would be within the prescribed limits under Section 224 (1B) of the Companies Act, 1956.

The comment by the Auditors in their report are self-explanatory and, in the opinion of the Board, do not require any further clarification.

## CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

Your Company has taken sufficient care in the technical design of your PTA plant to optimize the energy consumption to the maximum. After achieving commercial production, based on our actual experience, improvements to the process and technology will be made through our Technical Services and R & D Departments towards further optimization.

## FOREIGN EXCHANGE EARNINGS & OUTGO

The Company has not utilized any foreign exchange and has not earned any foreign exchange during the financial year ended 31<sup>st</sup> March, 2009.

## DEMATERIALISATION OF SHARES

As part of its efforts to provide better investor services, your Company has admitted its equity in the Depository System of the National Securities Depositories Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) since 7.3.2000 and 23.3.2000 respectively and has offered investors the facility to hold the shares in electronic form and enter into script less trades. Your Company has always paid utmost attention to improve investor's relationship. As on 30<sup>th</sup> June, 2009, approx. 74.37 % of the total shares of the Company has already been dematerialised.

## ACKNOWLEDGEMENT

Your Directors would like to place on record their sincere thanks for the co-operation and support received from various agencies of the Central and State Governments, all Shareholders and Creditors.

Your Directors also take this opportunity to place on record their appreciation of the dedication and sense of commitment shown by the officers and employees at all levels.

For and on behalf of the Board For and on behalf of the Board

Suresh V. Chaturvedi  
Promoter Director

G.S. Tiwari  
Wholetime Director

Place : Mumbai.

Date : 23<sup>rd</sup> July, 2009.

## REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

### INDUSTRY STRUCTURE AND DEVELOPMENTS:

During the past few years substantial investments have been made in new capacities in emerging economies like China, India and the Middle East. While growth in China and India are driven by local demand, the Middle East region is expected to emerge as a production hub due to availability of cheap feedstock like ethane, propane and condensate.

### OUTLOOK

Most of the new PTA plants are being commissioned in China. However, 95% of imported PTA in China is mainly from Asian region, China is expected to continue to import 5-6 million tonnes of PTA annually over the next two years. Worldwide around 65 % of PTA goes into polyester fibre, 27 % to PET bottles resin and the remaining 8 % to film and other plastic end uses.

### OPPORTUNITIES & THREATS

The petrochemical industry is an integral part of energy value chain that offers a wide range of products to meet material needs of virtually every sector. Global polyester demand has grown by an average of 6.7% per year. In the last few years, petrochemical industry has been affected by high crude prices. During the past few years substantial investments have been made in new capacities in emerging economies like China, India and the Middle East.

With the passage of time, inspite of regular maintenance by the Company and in absence of any operation since then, slowly the corrosion is taking place in the plant due to climatic and cyclonic conditions in the area. Most of the lenders have approached DRT for recovery. However, certain bankers and financial institutions have assigned their claim to certain Asset Reconstruction Company and to foreign bank. The Allahabad High Court has directed the Company to approach Debt Recovery Tribunal for challenging above assignment and claiming relief, if any. Thereafter the Company approached

Hon'able Bombay High Court which has allowed ASREC to take appropriate action under securitization Act. Subsequent, the Company has received the notice from PICUP for taking over the assets of the company vide its letter dated 16th February, 2009 under section 29 of the State Financial Corporation Act, 1951 to take over the physical possession of PTA plant at Chhata, Dist. Mathura, Uttar Pradesh. In order to protect the interest of the shareholders, stake holders, employees and the national assets worth Crores of investment, the Company has approached the Hon'able Allahabad High Court. The Hon'able Allahabad High Court has granted temporary stay by preventing PICUP from taking over the physical assets of the Company.

### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established an appropriate system of internal control to ensure that there exist a proper control over all the transactions and that all its assets are properly safeguarded and not exposed to risk arising out of unauthorized use or disposal.

### MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED.

Relation with the employees remained cordial in general throughout the year. As on 31<sup>st</sup> March, 2009 employee strength has been reduced to bear minimum requirement in view of non-operation of the plant.

For and on behalf of the Board For and on behalf of the Board

Suresh V. Chaturvedi  
Promoter Director

G.S. Tiwari  
Wholetime Director

Place : Mumbai.

Date : 23<sup>rd</sup> July, 2009.

**ANNEXURE- I TO DIRECTOR'S REPORT  
REPORT ON CORPORATE GOVERNANCE**

The Company has complied fully with all the mandatory requirements of Corporate Governance in all material aspects pursuant to Clause 49 of the Listing Agreement, a Report on Corporate Governance for the financial year ended 31<sup>st</sup> March, 2009 is given below:-

**1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:**

The Company firmly believes in transparency in its dealings and lays emphasis on integrity and regulatory compliance, which aims to maximize employee and shareholder value. The salient features of the philosophy on Company's Corporate Governance hinges upon transparency and ethical practices in professional working environment conducive to optimal performance with focus on achieving shareholder's long term value growth through Service, Values & Commitment. As shareholders across the globe evince keen interest in the practice and performance of Companies,

During the period under report, 6 Board Meetings were held on 24<sup>th</sup> April, 2008, 29<sup>th</sup> July, 2008, 29<sup>th</sup> September, 2008, 25<sup>th</sup> October, 2008, 28<sup>th</sup> January, 2009 and 24<sup>th</sup> April 2009.

Name of the Directors	Category of Directorship	No. of Board Meetings attended	Attendance at the last AGM	Other Directorship	Membership / Chairmanship of Committees of Board
Mr. Suresh V. Chaturvedi	Promoter Director, Non Independent, Non-Executive	5 / 6	Present	5	Chairman of Finance and Share Transfer & Grievance Committee
Mr. G. S. Dahotre	Independent Non-Executive	6 / 6	Present	Nil	Member of Share Transfer Grievance, Remuneration & Chairman of Project Management & Audit Committee.
Mr. Jaffar Imam	Non-Independent Non-Executive	6 / 6	Present	Nil	Member of Finance, Remuneration and Share Transfer & Grievance Committee
Mr. I. G. Mehrotra	Independent Non-Executive	5 / 6	Present	1	Member of Remuneration Committee
Mr. A. R. Shekar	Independent Non-Executive	3 / 6	Absent	5	---
Dr. P. P. Shastri*	Nom. of GIC Independent Non-Executive	5 / 6	Present	1	Member of Audit & Project Management Committee
Mr. G. S. Tiwari	Nom. of UTI Wholtime Director	6 / 6	Present	Nil	---

\*Dr. P. P. Shastri was nominated by UTI in place of Shri R.K. Biswal w.e.f. 23<sup>rd</sup> April, 2008.

**3. AUDIT SUB COMMITTEE:**

The Company has a qualified and independent Audit Sub-committee comprising of three Non-Executive Independent Directors. The Terms of Reference of the Committee are in consonance with provisions of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement.

During the period ended 30<sup>th</sup> June, 2009, 5 meetings of the Audit

Corporate Governance has emerged on the centre stage. The Company is committed to good governance practices that create long term sustainable shareholder value.

**2. BOARD OF DIRECTORS**

a) Composition : [ as on 30<sup>th</sup> June, 2009 ]

The strength of the Board is seven Directors. The Board comprises of Executive, Non-Executive and Nominee Directors as under:

- (i) 3 Non-Executive Directors,
- (ii) 2 Nominee Directors,
- (iii) 1 Executive Director and
- (iv) 1 Promoter Director.

The Non-Executive Directors bring independent judgments in the Board's deliberations and decisions.

b) Attendance of each Director at the Board Meeting / AGM and other Directorships/Memberships of Committees:

Sub Committee were held, on 24<sup>th</sup> April, 2008, 29<sup>th</sup> July, 2008, 25<sup>th</sup> October, 2008, 28<sup>th</sup> January, 2009, and 24<sup>th</sup> April, 2009. The attendance of each member of the Committee at the meeting is as under:-

Name of Directors	Status	No. of meetings attended
Mr. G. S. Dahotre	Independent, Non-Executive	5 / 5
Mr. I. G. Mehrotra	Independent, Non-Executive	4 / 5
Dr. P. P. Shastri	UTI - Nominee Director	4 / 5

**4. INVESTORS / SHAREHOLDERS' GRIEVANCE COMMITTEE**

The Company has a three member Investors / Shareholders Grievance Committee of the Board of Directors to specifically look into the redressal of grievances of the investors. The Committee deals with grievances relating to transfer of shares, non - receipt of Balances Sheet or dividend, complaint letters received from Stock Exchanges, SEBI etc. The Board of Directors has delegated power of approving transfer / duplicate / name deletion / transmission of shares to a Share Transfer Committee. During the period ended 30<sup>th</sup> June, 2009, the Committee met 21 times. The details of the members and their attendance are as follows :

Name of Directors	No. of meetings attended
Mr. Suresh V. Chaturvedi	21 / 21
Mr. G. S. Dahotre	01 / 21
Mr. Jaffar Imam	21 / 21

**5. REMUNERATION COMMITTEE**

The Remuneration Committee of the Company consists of Mr. Jaffar Imam- Director, Mr. I.G. Mehrotra - Director and Mr. G. S. Dahotre- Director. The Committee last met on 29<sup>th</sup> July, 2008 to approve the remuneration payable to Mr. G. S. Tiwari on his reappointment as wholtime director by the Board of Directors. All the three members were present for the meeting.

**6. FINANCE COMMITTEE**

The Finance Committee of the Board deals with special matters relating to finance and banking of the Company. During the period ended 30<sup>th</sup> June, 2008 the Committee did not meet. The existing members of the Committee are Mr. Suresh V. Chaturvedi, Mr. G. S. Dahotre and Mr. Jaffar Imam. The Finance Committee has been dissolved, vide Board Resolution dated 24<sup>th</sup> April, 2009. All the power and function of the Finance Committee shall now, vest with Board.

**7. PROJECT MANAGEMENT COMMITTEE**

The Project Management Committee monitors the day-to-day progress of the project. During the period ended 30<sup>th</sup> June, 2009 the Committee met 5 times, on 24<sup>th</sup> April, 2008, 29<sup>th</sup> July, 2008, 25<sup>th</sup> October, 2008, 28<sup>th</sup> January, 2009 and 24<sup>th</sup> April, 2009. The details of the members and their attendance are as follows:

Name of Directors	No. of meetings attended
Mr. G. S. Dahotre	5 / 5
Mr. I. G. Mehrotra	4 / 5
Dr. P. P. Shastri	4 / 5

The Project Management Committee has been dissolved, vide Board Resolution dated 24<sup>th</sup> April, 2009. All the power and function of the Project Management Committee shall now vest with Board.

**8. GENERAL BODY MEETINGS**

The last three Annual General Meetings of the Company were held at Indian Merchant Chambers (IMC), IMC Bldg., Churchgate, Mumbai - 400 020 as under :

Year	Location	Date & Time
2004-2005	IMC	18.09.2006 11.00 a.m.
2006-2007	IMC	26.09.2007 11.00 a.m.
2007-2008	IMC	29.09.2008 11.00 a.m.

**9. REMUNERATION OF DIRECTORS**

- During the financial year ended 31<sup>st</sup> March, 2009, the remuneration paid to Mr. G. S. Tiwari as the Whole-time Director is Rs. 2,40,000.00 and perquisites Rs.2,82,959.00 (Subject to deduction of tax at Source).
- The details of sitting fees paid to Non-Executive Directors during the financial year ended 31<sup>st</sup> March, 2009 (excluding reimbursement of travel and other expenses) are given below :-

Names of Directors	Sitting fees
Shri Suresh V. Chaturvedi	4000
Shri Jaffar Imam	5000
Shri G. S. Dahotre	5000
Shri I. G. Mehrotra	5000
Shri A.R. Sekar - Nominee of GIC	3000
Dr. P.P. Shastri - Nominee of UTI	4000
<b>TOTAL</b>	<b>26000</b>

- The Company has paid Rs. 1,36,000.00 to Shri Jaffar Imam, Director towards Professional Charges during the financial year ended 31<sup>st</sup> March, 2009 subject to deduction of tax at source.

**10. DISCLOSURES**

- During the year, there were no transactions of material nature with the Directors or the Management or relatives of the Directors of the Company, Except as shown in schedule H to note no. B-20 regarding related party disclosures.
- There are no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

**11. MEANS OF COMMUNICATION**

- The Status of the Project is published in the leading newspapers every quarter.
- Annual Report is mailed to all the shareholders of the Company.

**12. GENERAL SHAREHOLDERS' INFORMATION :**

- Annual General Meeting
  - ◆ Date and time Saturday 26<sup>th</sup> September, 2009 at 11.00 a.m.
  - ◆ Venue Indian Merchants' Chamber, Walchand Hirachand Hall, 4<sup>th</sup> Floor, LNM IMC Bldg, Churchgate, Mumbai 400 020
- Book Closure dates 16<sup>th</sup> September, 2009 to 26<sup>th</sup> September, 2009 (both days inclusive)
- Listing of Equity Shares on Stock Exchange Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.
- Registrar and Transfer Agents M/s. Sharex Dynamic (India) Private Limited  
17 / B, Dena Bank Building, 2<sup>nd</sup> Floor, Horniman Circle, Fort, Mumbai 400 001.
- Stock Code 524488



**● Market Price Data**

Upto date Monthly High and Low of Company's Equity Shares at Bombay Stock Exchange, Mumbai.

Month(s)	High	Low
April, 2008	3.81	2.48
May, 2008	3.20	2.53
June, 2008	2.76	2.05
July, 2008	2.20	1.69
Aug., 2008	2.20	1.75
Sept., 2008	1.94	1.27
Oct., 2008	1.58	0.91
Nov., 2008	1.23	0.85
Dec., 2008	1.19	0.88
Jan., 2009	1.40	0.78
Feb., 2009	1.10	2.96
Mar., 2009	0.97	0.63
Apr., 2009	1.38	0.69
May, 2009	1.33	0.89
June, 2009	1.66	1.39

**● Shareholding Pattern as on 30<sup>th</sup> June, 2009.**

Category	No. of Shares held	% of Shareholding
Promoters	52477472	32.18
Associates	1989040	01.22
Mutual Funds & UTI	56450	00.03
Banks	600050	00.37
Corporate Bodies	37628000	23.07
Indian Public	68954908	42.28
NRIs / OCBs	1260580	00.77
Others	128846	00.08
<b>Total</b>	<b>163095352</b>	<b>100.00</b>

**● Distribution of Shareholdings as on 30<sup>th</sup> June, 2009.**

Share/Debtenture Holding of Nominal Value	Share/Debtenture Holders		Shares/Debtentures	
	Number	% to Total	No. of Shares	% to Total
Up to 1000	12103	13.46	968693	0.59
1001 to 2000	27789	30.89	5381915	3.30
2001 to 5000	35079	39.00	13608812	8.34
5001 to 10000	7646	08.50	6573710	4.03
10001 to 50000	5699	06.34	14485528	8.88
50001 to 100000	876	00.97	7091464	4.35
100001 to 1000000	685	00.76	18153023	11.13
1000001 & Above	70	00.08	96832207	59.38
<b>Total</b>	<b>89947</b>	<b>100 %</b>	<b>163095352</b>	<b>100 %</b>

**● Dematerialization of Shares and Liquidty**

The Company has signed Agreements with both the Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited and the Shares of the company are available

for dematerialisation and are being traded in dematerialised form by all investors w.e.f. 7.3.2000 and 23.3.2000. Shareholders of the Company are advised to avail the facility of electronic shares through dematerialisation of physical scrips by opening an account with any of the recognised Depository Participants.

● **Plant Location** : Chhata Barsana Road,  
: Chhata, Dist. Mathura, [U.P.]

**● Investor Correspondence.**

(i) For transfer/dematerialization of: M/s. Sharex Dynamic (India) shares, payment of dividend on : Private Limited shares, interest and redemption : 17 / B, Dena Bank Building, of debentures etc. : 2<sup>nd</sup> Floor, Horniman Circle, Fort, Mumbai 400 001

Note: Shareholders holding shares in electronic mode should address all correspondence to their respective Depository Participants.

(ii) Any query on Annual Report : Secretarial Department  
SVC Superchem Limited  
Phiroze Mansion, 2<sup>nd</sup> Floor,  
4, Steven's Street,  
Colaba, Mumbai 400 039

**AUDITORS' CERTIFICATE**
**TO THE MEMBERS OF SVC SUPERCHEM LIMITED**

We have examined the compliance of conditions of Corporate Governance procedures implemented by SVC Superchem Limited for the financial year ended 31<sup>st</sup> March, 2009 as stipulated in Clause 49 of the Listing Agreement of the said Company with Mumbai Stock Exchanges Limited.

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

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

On the basis of our review and according to the information and explanation given to us, the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreements with Bombay Stock Exchange Limited have been complied with, in all material respect by the company, and that no investor grievance(s) is / are pending for a period exceeding one month against the Company as per the records maintained by the Share Transfer and Shareholders Grievance Committee of the Board.

For B. M. Chaturvedi & Co.,  
Chartered Accountants

B. M. CHATURVEDI  
ICAL M.No. 17607

Place : Mumbai.  
Dated : 23<sup>rd</sup> July, 2009.

