

IVP LIMITED

79th Annual Report 2007-2008

REGISTERED OFFICE

Shashikant N. Redij Marg,
Ghorupdeo, Mumbai - 400 033.

FACTORIES

Shashikant N. Redij Marg,
Ghorupdeo, Mumbai - 400 033.
(Factory Closed)

Golmuri, Jamshedpur - 831 003.

37-B, Adityapur Industrial Area,
Jamshedpur - 831 019.
(Factory Closed)

28-B, Kumbalagudu, 1st Phase,
KIADB Industrial Area,
Bangalore - 560 074.

A-7/2, MIDC Area, Chikalhana,
Aurangabad - 431 210.
(Transferred/Sold)

D-19/D-20, MIDC Area,
Tarapur, Thane - 401 506.

DIRECTORS

A.R.J. ALLANA

Chairman
(upto 24.5.2007)

SHIRAZ A.R. ALLANA

Chairman
(from 25.5.2007)

A.B.K. DUBASH

(upto 1.6.2007)

B. MALLIK

Managing Director
(upto 31.3.2008)

M.S.I. LAKDAWALA

Whole time Director
and Company
Secretary

S.N. BHATRI

S.B. JIJINA

T.K. GOWRISHANKAR

R.R. KUMAR

BANKERS

Bank of India, Mumbai.

Union Bank of India, Mumbai.

Bombay Mercantile Co-operative
Bank Limited, Mumbai.

Vijaya Bank, Mumbai.

AUDITORS

A.F. Ferguson & Co., Mumbai.

Registrar & Share Transfer Agents

Sharepro Services (India) Pvt. Ltd.

Satam Estate, 3rd Floor, Above Bank of Baroda
Cardinal Gracious Road, Chakala,
Andheri (East), Mumbai - 400 099.

2007-2008

The Annual General Meeting will be held at 3.30 p.m. (S.T.)
on Thursday, the 31st July, 2008 at M.C. Ghia Hall,
Bhogilal Hargovindas Building, 2nd Floor,
18/20, Kaikhushru Dubash Marg,
Mumbai - 400 001.

Members are requested to bring their copies of the Annual Report along with them to the Annual General Meeting as the practice of distributing copies of the Report at the Meeting has been discontinued.

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
2. Proxies, in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
3. The Register of Members and Transfer Books of the Company will remain closed from Monday, 21st July, 2008 to Saturday 26th July, 2008.
4. The Dividend as recommended by the Board, if approved at the meeting will be paid to those members whose names appear on the Company's Register of Members on 26th July, 2008. In respect of shares in electronic form, the dividend will be payable on the basis of beneficial ownership as per details furnished by National Securities Depository Limited and Central Depository Services (India) Limited for this purpose.
5. An explanatory statement pursuant to section 173 (2) of the Companies Act, 1956 setting out the material facts in respect of the special business under item No 5 is annexed hereto.
6. In terms of section 205 A and 205 C of the Companies Act, 1956, any dividend, remaining unpaid for a period of seven years from the due date of payment is required to be transferred to the "Investor Education and Protection Fund " (IEPF) set up by the Central Government. Members who have not encashed their dividend warrants for the year 2001-02 or thereafter are requested to claim the same.

Information in respect of such unclaimed dividend when due for transfer to the said fund is given below :-

Dividend Series	Financial Year Ended	Date of Declaration of Dividend	Last Date for Claiming unpaid Dividend	Due Date for transfer to IEP fund.
85th	31.03.2002	12.08.2002	11.08.2009	10.09.2009
86th	31.03.2003	12.08.2003	11.08.2010	10.09.2010
87th	31.03.2004	27.07.2004	26.07.2011	25.08.2011
88th	31.03.2005	29.07.2005	28.07.2012	27.08.2012
89th	31.03.2006	30.08.2006	29.08.2013	28.09.2013

7. Members holding shares in Demat form are requested to bring the details of their Depository Identity (DP ID) numbers and their Client ID numbers for easy identification at the meeting.

DIRECTORS' REPORT

To
The Members

Your Directors have pleasure in presenting to you the 79th Annual Report of the Company and the Audited Statement of Accounts for the year ended 31st March, 2008.

	(Rupees in lakhs)	(Rupees in lakhs)
I. FINANCIAL RESULTS :	<u>2007-2008</u>	<u>2006-2007</u>
Gross Sales and other income	5833	5498
Gross Profit before depreciation & exceptional item	329	12
Less : Depreciation	129	154
Tax Provision (Adjustments)	(26)	(9)
Profit(Loss) after depreciation and tax but before exceptional item	226	(133)
Less : (Add) exceptional item	(141)	450
Profit (Loss)after exceptional item	367	(583)
Add : Opening balance of Profit and Loss Account	-	382
PROFIT (LOSS) BEFORE APPROPRIATIONS	367	(201)
APPROPRIATIONS :		
Proposed Dividend	103	-
Corporate Dividend Tax	18	-
Transfer to General Reserve	-	-
Balance in Profit & Loss Account/(Loss) Transferred to Reserve	246	(201)
	367	(201)

II. PERFORMANCE FOR THE YEAR :

During the year the Company achieved a turnover of Rs. 58.33 Crores, as against Rs 54.98 Crores during the previous year. The turnover for the year includes other income of Rs. 2.02 Crores, interalia, on account of net gain on sale of certain lands and other fixed assets as also other miscellaneous income (Refer schedule 'I' to the Profit & loss Account.)

Exceptional item for the year represents net gain of Rs. 176 Lakhs on slump sale of Company's Industrial Ceramics Division and payment of legal dues of Rs.35 Lakhs on account of closure of Company's Adityapur Factory; Rs. 450 Lakhs for the previous year represents payment of legal dues to the workers on account of Company's Reay Road Factory that was closed last year.

The reduction in turnover on account of closure of the Company's Reay Road Factory and the sale of Ceramics Division was compensated by increase in the turnover of Foundry Chemicals Division. During the year the Company made a profit of Rs. 367 Lacs, in comparison to the loss of Rs. 583 Lacs in the previous year.

Keeping in mind the overall performance of the Company for the year the Directors have recommended a tax free dividend at the rate of 10% or Rs. 1/- per share for the year.

III. INSURANCE :

All fixed assets of the Company are adequately insured.

X. LABOUR RELATIONS :

Labour Relations continued to be satisfactory during the year.

XI. AUDITORS :

The Company has received a notice, under section 224(2)(b) from the retiring Auditors.. M/s. A. F. Ferguson & Co., of their unwillingness to be re-appointed. The Board of Directors have recommended appointment of M/s. B. S. Mehta & Co, a reputed firm of Chartered Accountants, as the Auditors. Certificate from the proposed Auditors has been received to the effect that their appointment, if made, would be within the limits prescribed under Section 224(1B) of the Companies Act, 1956.

XII. DIRECTORS' RESPONSIBILITY STATEMENT :

Pursuant to sub-section (2AA) of section 217 of the Companies Act, 1956, the Board of Directors of the Company hereby state and confirm to the best of their knowledge that:

- i. In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, and that there are no material departures;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. The Directors have taken proper and sufficient care to the best of their knowledge and ability 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 and,
- iv The Directors have prepared the annual accounts on a going concern basis.

XIII. APPOINTMENT OF COST AUDITORS :

Henceforth there will be no cost audit in view of closure of manufacturing operations of Refined Oil and Vanaspati at the Reay Road Plant. The Company has informed the Ministry of Law, Justice and Company Affairs (Department of Company affairs) Cost Audit Branch, New Delhi accordingly.

XIV. STATUTORY INFORMATION :

Information in accordance with sub-section (2A) of Section 217 of the Companies Act, 1956, read with Companies (Particulars of Employees), Rules 1975, and forming part of the Directors' Report is given in Annexure 1 to this Report. The employee listed in Annexure 1 is neither a relative of any Director of the Company nor holds (by himself or along with his spouse and dependent children) more than two percent of the equity shares of the Company.

Information setting out the particulars of Energy, Technology Absorption, Foreign Exchange earnings and outgo pursuant to 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, is given in the Annexure II forming part of the Report.

XV. ACKNOWLEDGEMENTS :

Your Directors place on record their appreciation of the continuous support received from Financial Institutions/ Banks, Central/State Government Departments. The Directors would also like to record their appreciation for the devotion shown by the employees of the Company at all levels.

Dated : 3rd June, 2008
Registered Office :
Shashikant N. Redij Marg,
Ghorupdeo,
Mumbai - 400 033.

By order of the Board of Directors.

SHIRAZ A.R. Allana
Chairman

3. Future Plan of Action:

Focus will continue on product and process development in existing lines of activities and in the newly identified products in new Binder System Alkyd and Phenolic Resins. Work will continue in the direction of import substitution and reduced cost of energy.

4. Expenditure on R&D :

The total expenditure during the year was Rs. 3.81 lakhs.

TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION :

- 1 Development of Eco friendly Cold Box Resin for Automotive Foundries.
2. Development of very high strength Shell Resin specifically for water jacket application in Automotive Castings.
3. New development in Alkaline Phenolic Ester Cure Binder with very high reclaimability.
4. New Aluminate Silicate Coatings for Automotive Castings.
5. Development of different types of Furan Resin for Cast Iron and Steel Foundries.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO :

Particulars with regards to foreign exchange earnings and outgo appear in Schedule 'L' item (13 & 14) of the Accounts.

CORPORATE GOVERNANCE REPORT

The detailed report on Corporate Governance as prescribed by SEBI and incorporated in clause 49 of Listing Agreement is set out below :

A. MANDATORY REQUIREMENTS

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE :

The Company's philosophy on Corporate Governance is aimed at enabling the Company in the efficient conduct of its business in a judicious manner. The Company firmly believes in the values of transparency, professionalism and accountability.

The Company believes that its systems and actions must aim to enhance its corporate performance and maximisation of shareholders value in the long term.

2. BOARD OF DIRECTORS : COMPOSITION AND CATEGORY

The strength of the Board was nine Directors at the beginning and seven at the end of the year comprising of 2 whole time Directors (WTD) and balance Non Executive Directors (NED). The majority of the Directors including the Chairman consist of NED with sufficient number of independent Directors.

During the year, five Board Meetings were held on :

25th May, 2007 31st July, 2007 31st October, 2007
30th January 2008 12th March, 2008

The Composition and category of directors and the attendance at the Board Meetings held during the year and the last Annual General Meeting as well as directorship in other Companies, Membership / Chairmanship of the Board Committees are given below :

Sr. No.	Name of Director	Category of Directorship	No. of Board Meetings attended	Attendance at last AGM	No. of Directorship in other Companies(*)	No. of Committees Membership/ Chairmanship
1.	Mr. A.R.J. Allana Chairman upto 24.05.2007	Promoter - Non Executive	—	No	—	—
2.	Mr. A.B.K. Dubash upto 1.06.2007	Independent - Non Executive	1	No	1	1
3.	Mr. B. Mallik Managing Director	Executive	5	Yes	1	—
4.	Mr. M.S.I. Lakdawala Secretary Director	Executive	5	Yes	—	—
5.	Mr. S.N. Bhatri	Independent -Non Executive	5	Yes	7	—
6.	Mr. S.B. Jijina	Independent -Non Executive	4	No	—	—
7.	Mr. Shiraz A.R. Allana	Promoter - Non Executive	5	Yes	—	—
8.	Mr. T.K. Gowrishankar	Independent -Non Executive	4	Yes	7	—
9.	Mr. R.R. Kumar	Independent -Non Executive	5	Yes	7	7 (Chairman of 4)

(*) Excludes Directorship in Private Companies, membership of Managing Committees of various Chambers / bodies and companies under section 25 of the Companies Act, 1956.

COMPANY'S CODE OF CONDUCT

The Company believes that a Code of Conduct is an important management tool in the form of a written document that explains the values and principles that the Company follows in carrying out its business activity that covers the Board of Directors, Senior Management, customers, suppliers, shareholders and the citizens.

TERMS OF REFERENCE

The terms of reference specified by the Board to the Committee are as contained under Clause 49 of the Listing Agreement as well as in Section 292A of the Companies Act, 1956 in general and in particular to review the Company's accounting policies, internal control and for the discharge of its functions to do all acts and exercise all powers as may be deemed necessary by the Committee including the visiting of operations and/or seeking information and explanation from key operating and administrative personnel.

4. REMUNERATION TO DIRECTORS :

The details of the remuneration paid to all the Directors during the year 2007-08 are given below :

Name of Director	Salary and Perquisites (Rs.)	Commission (Rs).	Total (Rs.)	Notice Period
Mr. A. R. J. Allana	-	-	-	
Mr. A. B. K. Dubash	-	-	-	
Mr. B. Mallik	19,87,200	-	19,87,200	3 Months
Mr.M.S.I.Lakdawala	6,86,625	-	6,86,625	3 Months
Mr. S.N. Bhatri	-	-	-	
Mr. S. B. Jijina	-	-	-	
Mr . Shiraz A. R. Allana	-	-	-	
Mr.T.K.Gowrishankar	-	-	-	
Mr R.R.Kumar	-	-	-	-

Except for the dividend on ordinary shares, if any, held by the directors, relatives, no other payments have been made or transactions of a pecuniary nature entered into by the Company with the non-executive directors.

REMUNERATION POLICY

Payment of remuneration to Managing and Whole-time Directors is governed by the respective Agreements executed between them and the Company. The Board and the Shareholders approve these Agreements.

In view of the eligible profits of the Company during the year being inadequate none of the Directors are paid any commission .

SHAREHOLDERS :**5. DISCLOSURE REGARDING APPOINTMENT OR RE-APPOINTMENT OF DIRECTORS.**

In accordance with the Articles of Association of the Company , at every Annual General Meeting of the Company one third of the retiring Directors are liable to retire by rotation. Thus, Mr. S B Jijina and Mr. R.R. Kumar retire at the Annual General Meeting of the Company and being eligible, offer themselves for re-appointment.

Mr. M.S.I.Lakdawala is being reappointed as Whole-time Director and Company Secretary for a further term of three years as described at item 5 of the Notice and in the Explanatory Statement

A brief resume of the above directors is as follows:

Mr. S. B. Jijina, is on the Board of the Company since June 2001. He is an Arts and Law Graduate from the University of Mumbai. He is practicing as an Advocate and Solicitor for last 28 years. He is a Partner of M/s. Mulla & Mulla & Craigie Blunt & Caroe, one of the leading firms of Solicitors and Advocates. He is a Director of General Film Distributors Pvt.Ltd., Sodexho India Private Limited and Sodexho Pass Services India Private Limited. He is also a trustee of Garib Zarhostiona Rehetan Fund.

7. GENERAL BODY MEETINGS :

The last three Annual General Meetings were held as under :

Financial Year	Date	Time	Venue
2006-2007	31.07.2007	3.30 p.m.	M.C. Ghia Hall, Bhogilal, Hargovindas Building, 2nd Floor, 18/20, Kaikhushru Dubash Marg, Mumbai - 400 001.
2005-2006	30.08.2006	3.30 p.m.	As Above
2004-2005	29.07.2005	3.30 p.m.	As Above

Result for postal ballot, taken for sale of Company's Industrial Ceramic Division, was declared at the last Annual General Meeting.

8. DISCLOSURES :

- a. Disclosure on materially significant Related Party transactions i.e. transactions of the Company of material nature, with its Promoters, the Directors or the Management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large.**

The Company does not have Related Party transactions, which may have potential conflict with the interests of the Company at large.

- b. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.**

The Company has complied with the requirement of the Regulatory Authorities on capital markets and no penalties/strictures have been imposed against it during the last three years.

9. MEANS OF COMMUNICATION :

- (i) The Quarterly, Half Yearly and Annual results are forthwith communicated to all the Stock Exchanges with whom the Company has listing arrangements as soon as they are approved and taken on record by the Board of Directors of the Company. Further, the results are published in the leading newspapers on the day following the date of the Board Meeting. The results are also published on SEBI EDIFAR website and Company's website ivpindia.com. The intimation about the Board Meeting for approval of the periodical results, Notice of book closure and Notice of General Meetings are also published in two newspapers, one English and one Marathi, circulating in Mumbai.
- (ii) The Management Discussion and Analysis Report forms part of the Annual Report, which is posted to the shareholders of the Company.

10. GENERAL SHAREHOLDERS INFORMATION :

AGM Date & Time :	31st July, 2008 at 3.30 p.m.
Venue :	M.C. Ghia Hall, Bhogilal, Hargovindas Building, 2nd Floor, 18/20, Kaikhushru Dubash Marg, Mumbai - 400 001.
Financial Calendar	1st April to 31st March.
Date of Book Closure	21st July to 26th July, 2008 (Both days inclusive).
Listing on Stock Exchange (s)	The Stock Exchange, Mumbai (BSE). The National Stock Exchange of India Limited (NSE).
Stock Code - Physical	7580
ISIN Number for NSDL & CDSL	INE043C01018

Distribution of Shareholding as on 31st March, 2008

No. of Equity Share held	No. of shareholders	% of Share holder	No. of Shares held	% of share holding
Upto 500	3687	83.473	534072	5.172
501-1000	299	6.769	238521	2.310
1001-2000	213	4.822	320131	3.100
2001- 3000	62	1.404	157593	1.526
3001-4000	23	0.521	80752	0.782
4001-5000	21	0.475	96060	0.930
5001-10000	29	0.657	211180	2.045
10001 and above	83	1.879	8687954	84.135
Total	4417	100	10326263	100

Shareholding Pattern as on 31st March, 2008.

Category	No. of Shares	% of share holding
Promoters	7693237	74.50
Banks, Financial Insitutions, Insurance companies and Mutual Fund Government Company	304881	2.95
Public	2328145	22.55
Total	10326263	100

Dematerialisation of Share	Till 31 st March, 2008, 10066367 (97.48%) Equity shares have been dematerialised
Plant Locations	The Company is having factories at : Shashikant N. Redij Marg, Ghorupdeo, Mumbai-400 033.(Closed) Golmuri, Jamshedpur-831 003 37-B Aditypur Industrial Area, Jamshedpur-831019.(Closed) 28-B, Kumbalagudu, 1 st Phase, KIADB Industrial Area, Bangalore – 560 074. A- 7/2 MIDC Area, Chikalhana, Aurangabad-431210. (Transferred under slump sale) D-19/ D-20, MIDC Area, Tarapur, Thane-401 506.
Address for Correspondence	Shareholders correspondence should be addressed to: Sharepro Services, Satam Estate, 3 rd Floor, Above Bank of Baroda, Cardinal Gracious Road, Chakala Andheri (E), Mumbai – 400 099. Phone : 022 - 67720300, 67720312 Fax : 022 - 28375646. Email: sharepro@vsnl.com Investors may also write to: Secretarial Department IVP Limited Sidhwa House, N.A. Sawant Marg Sasoon Dock, Colaba, Mumbai – 400 005. Phone : 022 - 65777259 Fax : 022 - 22821649, 22875703 Email: siddique.lakdawala@ivpindia.com

B. NON-MANDATORY REQUIREMENTS**Chairman of the Board**

Whether Chairman of the Board is entitled to maintain a Chairman's office at the Company's expenses and also allowed reimbursement of expenses incurred in performance of his duties.

No

Remuneration Committee

Yes

Shareholders Rights

As the Company's quarterly and half yearly results are published in English newspapers having circulation all over India and in a Marathi newspaper widely circulated in Maharashtra, they are not sent to each household of the shareholders of the Company. The audited results are communicated to the shareholders through Annual Report . Company's Quarterly Results and Shareholding Pattern are also available on EDIFAR Website.

AUDITORS' CERTIFICATE

Auditor's certificate to the members of IVP Ltd. on compliance of the conditions of corporate governance for the year ended 31st March 2008, under clause 49 of the listing agreements with relevant stock exchanges.

We have examined the compliance of the conditions of corporate governance by IVP Limited for the year ended March 31, 2008, as stipulated in clause 49 of the listing agreements of the said company with relevant stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the company for ensuring compliance of the conditions of corporate governance. 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 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.

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

For A.F. Ferguson & Co.
Chartered Accountants

A.C. Khanna
Partner

Place : Mumbai
Date : 3rd June, 2008

Membership No. 17814

STATISTICS CAPITAL ACCOUNTS						Earnings	Gross Dividend	Net Worth Per Equity Share
Share Capital	Reserves and Surplus	Borrowing	Gross Block	Cumulative Depreciation	Net Block			
Rs.in Lakhs	Rs.In Lakhs	Rs.In Lakhs	Rs.In Lakhs	Rs.In Lakhs	Rs.In Lakhs	%	%	%
9.87	-	-	6.19	-	6.19	-	-	96
11.00	1.78	-	9.08	2.20	6.88	7.4	5.0	103
12.10	1.16	-	11.31	5.30	6.01	13.3	10.00	110
12.10	6.44	-	12.54	8.50	4.04	32.1	17.0	153
18.15	7.46	8.94	22.13	16.50	5.63	14.5	10.0	141
21.17	3.95	-	25.37	20.00	5.37	9.5	5.0	119
21.17	7.77	-	27.91	21.27	6.64	25.7	17.0	137
21.17	8.85	-	28.47	21.90	6.57	22.0	17.0	142
21.17	10.08	-	28.97	22.59	6.38	27.5	17.0	152
24.20	10.08	-	31.87	23.37	8.50	23.3	15.0	142
24.20	12.45	-	32.94	24.63	8.31	25.8	16.0	151
24.20	18.94	-	41.07	26.60	14.47	46.8	20.0	178
29.04	18.09	5.15	44.60	29.38	15.22	20.2	16.0	163
29.04	17.95	10.48	48.93	32.20	16.73	12.5	13.0	162
29.04	19.72	25.08	58.80	35.01	23.79	21.1	15.0	168
29.04	23.26	13.13	62.33	37.95	24.38	28.1	16.0	180
29.04	28.16	35.73	72.52	41.35	31.17	33.8	17.0	197
29.04	29.06	70.74	86.83	48.14	38.69	20.0	17.0	200
29.04	33.41	82.00	91.04	53.08	37.96	31.8	17.0	215
40.66	27.71	92.14	102.62	58.82	43.80	31.6	17.0	168
40.66	30.80	72.96	110.65	65.54	45.11	22.6	15.0	176
40.66	34.19	51.39	115.70	72.41	43.29	28.3	20.0	184
50.82	39.67	125.75	146.12	86.92	59.20	55.8	25.0	178
50.82	96.86	136.41	213.84	75.86	137.98	137.5	25.0	291
50.82	128.32	294.69	278.14	97.76	180.38	87.1	25.0	353
101.64	109.01	302.51	311.82	112.26	199.56	46.5	15.0	207
101.64	146.14	374.61	352.88	130.00	222.88	56.6	20.0	244
101.64	182.16	468.69	433.89	144.87	289.02	55.5	20.0	279
135.52	233.17	544.55	520.87	150.48	370.39	46.1	18.0	272
135.52	234.56	564.22	545.96	182.84	363.12	19.0	18.0	273
135.52	561.54	674.74	873.42	233.40	640.02	33.3	18.0	514
203.28	570.62	1001.16	1031.90	288.61	743.29	58.1	14.0	381
203.28	635.84	1176.84	1103.84	339.16	764.68	61.9	15.0	413
229.47	758.69	1285.99	1266.19	412.99	835.20	66.0	20.0	431
229.47	1356.12	2104.67	2137.30	493.50	1643.80	104.9	30.0	692
458.95	1257.56	2083.91	2342.87	607.68	1735.19	49.30	15.0	374
458.95	1417.81	2178.46	2532.12	741.78	1790.34	55.71	15.0	409
688.42	1334.52	2325.87	2709.73	895.11	1814.62	40.09	15.0	294
688.42	1472.87	2551.36	2664.10	1002.74	1661.36	42.65	17.0	314
688.42	1654.57	2641.02	2766.67	941.64	1825.02	50.22	20.0	340
688.42	1790.72	3383.80	2805.59	1034.96	1770.63	43.58	20.0	360
688.42	2093.02	4075.60	2928.93	1148.45	1780.48	67.77	20.0	404
1032.63	2212.54	2986.59	3148.37	1270.85	1877.52	65.04	16.0	314
1032.63	2794.22	4058.44	3528.65	1395.88	2132.77	80.87	20.00	371
1032.63	3764.58	2740.95	3842.88	1543.72	2299.16	124.23	25.00	465
1032.63	4259.95	3277.45	4256.44	1686.36	2570.08	78.03	25.00	513
1032.63	4315.55	3713.62	4385.27	1775.63	2609.64	23.60	15.00	518
1032.63	4070.19	1337.72	4426.17	1936.11	2490.06	35.90	18.00	494
1032.63	4446.71	1114.50	4494.09	2093.31	2400.78	62.90	22.00	530
1032.63	4899.52	2857.49	4551.76	2256.73	2295.03	64.10	22.00	574
1032.63	4784.50	1764.84	4532.31	2419.72	2112.59	15.70	22.00	563
1032.63	4034.64	741.31	4641.89	2585.89	2056.00	(59.70)	10.00	491
1032.63	3436.55	588.99	4785.86	2747.84	2038.02	(56.50)	-	433
1032.63	3616.32	-	3476.35	1899.53	1576.82	35.50	10.00	450

Brackets Indicate Negative Figures

**ANNEXURE REFERRED TO IN PARAGRAPH 3 OF THE REPORT OF THE AUDITORS TO
THE MEMBERS OF IVP LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2008**

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- (c) Although, all the fixed assets of the industrial ceramics division has been disposed of, amongst others, during the year, on a slump sale basis, in our opinion and according to the information and explanations given to us, the ability of the company to continue as a going concern is not affected.
- (ii) (a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) The company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records were not material.
- (iii) (a) According to the information and explanations given to us, the company has not granted any loans to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. In view of the foregoing, the question of reporting on clauses 4(iii)(b), 4(iii)(c) and 4(iii)(d) of the Companies (Auditor's Report) Order, 2003 (hereinafter referred to as the said Order) does not arise.
- (b) According to the information and explanations given to us, the company has not taken any loans from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. In view of the foregoing, the question of reporting on clauses 4(iii)(f) and 4(iii)(g) of the said Order does not arise.
- (iv) 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 with regard to purchases of inventory, fixed assets and with regard to sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.
- (v) (a) According to the information and explanations given to us, we are of the opinion that there are no particulars of contracts or arrangements that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- (b) In view of the foregoing, the question of reporting on clause 4(v)(b) of the said Order does not arise.
- (vi) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public. As informed to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal.
- (vii) In our opinion, the company has an internal audit system commensurate with its size and the nature of its business.
- (viii) According to the information and explanations given to us, in view of the discontinuance of manufacturing operations of Vanaspati and refined oil, we have relied on the contention of the company that the question of maintaining such accounts and records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 does not arise.
- (ix) (a) According to the records of the company, the company has generally been regular in depositing with the appropriate authorities, undisputed statutory dues including provident fund, employees state insurance, investor education and protection fund, income-tax, sales tax, wealth-tax, service tax, customs duty, excise duty, cess and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, wealth-tax, service tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31st March, 2008, for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues of income-tax, wealth-tax, service tax, sales tax, customs duty, excise duty and cess which have not been deposited on account of any dispute, except as stated below:

- (x) The company does not have any accumulated losses at the end of the financial year. The company has not incurred cash losses during the financial year covered by our audit but has incurred cash losses in the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to banks. The company has not taken any loans from financial institutions nor has it issued any debentures.
- (xii) According to the information and explanations given to us, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4(xiii) of the said Order are not applicable to the company.
- (xiv) The company is not dealing or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the said Order are not applicable to the company.
- (xv) The company has not given any guarantees for loans taken by others from banks or financial institutions, hence the question of reporting under the provisions of clause 4(xv) of the said Order does not arise.
- (xvi) The company has not obtained any term loans. Accordingly, the question of reporting on its application does not arise.
- (xvii) 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.
- (xviii) The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the question of reporting on whether the price at which such shares have been issued is prejudicial to the interest of the company does not arise.
- (xix) The company has not issued any debentures. Accordingly, the question of creating a security or charge for debenture does not arise.
- (xx) The company has not raised any money by public issues during the year. Accordingly, the question of disclosure of end use of such monies does not arise.
- (xxi) 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 A. F. FERGUSON & CO.
Chartered Accountants

A. C. KHANNA
Partner
Membership No. 17814

Mumbai : 3rd June, 2008

Profit & Loss Account for the year ended 31st March, 2008

	Schedule	2007-2008		2006-2007	
		Rupees	Rupees	Rupees	Rupees
INCOME :					
Sales (Gross)		651,225,160		629,964,618	
Less : Excise duty		93,773,446		87,396,562	
Sales (Net)		557,451,714		542,568,056	
Other Income	'I'	20,274,622		7,224,642	
			577,726,336		549,792,698
EXPENDITURE :					
Manufacturing & other expenses	'J'	544,969,834		547,213,110	
Interest (Net)	'K'	(87,623)		1,414,359	
			544,882,211		548,627,469
Profit before depreciation			32,844,125		1,165,229
Depreciation	'E'	13,989,771		16,858,833	
Less: Transferred from Revaluation Reserve		1,116,775		1,474,143	
			12,872,996		15,384,690
Profit/(Loss) before taxation and exceptional items			19,971,129		(14,219,461)
Add/(Less) : Exceptional items (see note 3(iii) on Schedule 'L')			14,133,088		(44,965,601)
Profit/(Loss) after exceptional items before taxation			34,104,217		(59,185,062)
Profit from continuing operations before taxation			49,273,913		17,474,577
Provision for taxation :					
- Current tax		4,600,000		-	
- Deferred tax		(7,578,607)		(866,487)	
- Fringe benefit tax		600,000		575,000	
Excess provision for tax in respect of earlier years written back		(200,070)		(558,888)	
			(2,578,677)		(850,375)
Profit after taxation from continuing operations [A]			51,852,590		18,324,952
Loss from discontinued operations (net) [B] (See note 3(ii) on Schedule 'L')			(15,169,696)		(76,659,639)
Profit/(Loss) after taxation [A+B]			36,682,894		(58,334,687)
Add : Opening balance of Profit and Loss Account			-		38,188,784
Profit/(Loss) available for appropriation			36,682,894		(20,145,903)
Less: Appropriation :					
Proposed dividend		10,326,263		-	
Corporate dividend tax thereon		1,754,948		-	
			12,081,211		-
Balance carried to Balance Sheet			24,601,683		(20,145,903)

Notes to the Accounts	'L'	Rupees	Rupees
Basic / Diluted earnings per equity share		3.55	(5.65)
Nominal value per equity share (see Note 17 on Schedule 'L')		10	10
Per our report attached to the balance sheet For A. F. FERGUSON & CO., <i>Chartered Accountants,</i> A. C. KHANNA Partner Mumbai : 3rd June, 2008		SHIRAZ A.R. ALLANA S. B. JIJINA S. N. BHATRI T. K. GOWRISHANKAR R. R. KUMAR M.S.I. LAKDAWALA Mumbai : 3rd June, 2008	Chairman Directors Secretary Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2008 (contd.)

	2007-2008	2006-2007
	Rupees	Rupees
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from borrowings	-	50,000,000
Repayment of borrowings	(37,504,000)	(72,130,000)
Increase/(Decrease) in cash credits, demand loans and short term loans	(18,576,756)	6,642,079
Dividend paid	(54,396)	(10,279,359)
Corporate dividend tax thereon	-	(1,448,258)
Interest paid	(3,162,728)	(4,391,055)
Net cash used in financing activities (C)	(59,297,880)	(31,606,593)
Net decrease in cash and cash equivalents (A+B+C)	(5,365,348)	(17,247,053)
Cash and cash equivalents as at the commencement of the financial year		
Cash on hand	149,200	107,533
Balances with scheduled banks on current accounts, margin accounts and fixed deposit accounts	34,496,496	51,785,216
	34,645,696	51,892,749
Cash and cash equivalents as at the end of the financial year		
Cash on hand	86,764	149,200
Balances with scheduled banks on current accounts, margin accounts and fixed deposit accounts	29,193,584	34,496,496
	29,280,348	34,645,696
Net decrease as disclosed above	(5,365,348)	(17,247,053)

- Notes :
- 1 Cash flow in respect of ordinary activities attributable to discontinued operation : (see note 3 on Schedule 'L')
Operating activities - Rs.29,122,780 [Previous Year - Rs. 87,930,603]
Investing activities - Rs.22,494,772 [Previous Year - Rs.(1,607,494)]
Financing activities - Rs.(39,815,375) [Previous Year - Rs. 37,500,000]
 - 2 Figures in brackets represent outflows/deductions.
 - 3 Previous year's figures have been regrouped where necessary.

Per our report attached to the balance sheet
For A. F. FERGUSON & CO.,
Chartered Accountants,

A.C. KHANNA
Partner

Mumbai : 3rd June, 2008

SHIRAZ A.R. ALLANA Chairman
S. B. JIJINA
S. N. BHATRI
T. K. GOWRISHANKAR Directors
R. R. KUMAR

M.S.I. LAKDAWALA Secretary Director
Mumbai : 3rd June, 2008

SCHEDULE 'C'

	<u>2007-2008</u>	<u>2006-2007</u>
	Rupees	Rupees
SECURED LOANS :		
I. FROM BANKS :		
a) Cash credits and demand loans Secured by hypothecation of whole of the current assets	-	12,568,034
b) Bank overdraft secured by way of a lien on bank's fixed deposit	-	5,191,037
TOTAL	<u>-</u>	<u>17,759,071</u>

SCHEDULE 'D'

	<u>2007-2008</u>	<u>2006-2007</u>
	Rupees	Rupees
UNSECURED LOANS :		
SHORT TERM LOANS :		
Intercompany deposit (on call basis)	-	37,500,000
Interest accrued and due (net of tax deducted at source)	-	1,435,923
	<u>-</u>	<u>38,935,923</u>
From SICOM Limited :		
Interest-free sales tax loan by way of deferral of sales tax liability	-	2,204,480
TOTAL	<u>-</u>	<u>41,140,403</u>

SCHEDULE 'F'

	<u>2007-2008</u>	<u>2006-2007</u>
INVESTMENTS :	Rupees	Rupees
1. TRADE INVESTMENTS [Long-term (at cost)]		
Unquoted : Shares		
2,500 Equity shares of Rs.10/- each fully paid-up in New India Co-operative Bank Limited	25,000	25,000
1,000 Equity shares of Rs.25/- each fully paid-up in The Shamrao Vithal Co-operative Bank Limited	25,000	25,000
333 Equity shares of Rs. 30/- each fully paid-up in The Bombay Mercantile Co-operative Bank Limited	9,990	9,990
Nil (2006-2007: 24,990) Equity shares of Rs.10/- each fully paid-up in IVP FELDA Palm International Pvt Limited	-	249,900
	<u>59,990</u>	<u>309,890</u>
2. OTHER INVESTMENTS [Long-term (at cost)]		
(a) Mutual Funds - (Unquoted)		
2777.600 Units of Rs. 10/- each fully paid-up in Principal Growth Fund (2006-2007: 4887.586 Units of Rs. 10/- each fully paid-up in Principal Focussed Advantage Fund) (switchover during the year)	50,000	50,000
(b) Investment properties: (Unquoted)		
Shares and debentures		
140 Equity Shares of Rs. 10/- each fully paid-up in Carmel Properties Pvt. Ltd.	1,400	1,400
1,725 Debentures of Rs. 100/- each fully paid-up in Carmel Properties Pvt. Ltd.	172,500	172,500
	<u>223,900</u>	<u>223,900</u>
	<u>TOTAL 283,890</u>	<u>533,790</u>
Aggregate amount of Quoted Investments	-	-
Aggregate amount of Unquoted Investments	283,890	533,790
	<u>TOTAL 283,890</u>	<u>533,790</u>

SCHEDULE 'H'

CURRENT LIABILITIES AND PROVISIONS:	2007-2008		2006-2007	
	Rupees	Rupees	Rupees	Rupees
A) CURRENT LIABILITIES :				
Sundry creditors :				
Due to Micro enterprises and Small enterprises (see note 16)		-	-	
Due to others	<u>46,002,060</u>		<u>52,629,465</u>	
		46,002,060		52,629,465
Security deposits		92,000		130,000
Advance payments for which goods are still to be supplied		687,435		1,023,137
Investor Education and Protection Fund shall be credited by the following amounts :				
Unclaimed dividend (net of tax)#	397,137		451,533	
Unclaimed fixed deposit	5,000		9,000	
Unclaimed interest on fixed deposit	<u>4,187</u>		<u>5,372</u>	
		465,905		465,905
VAT Payable		996,197		1,088,880
Other Liabilities		3,366,939		<u>3,500,000</u>
		51,550,955		58,837,387
B) PROVISIONS :				
Provision for compensated absences (see note 22)	2,351,230		2,001,266	
Provision for gratuity (see note 22)	95,551		977,658	
Proposed dividend	10,326,263		-	
Corporate dividend tax thereon	<u>1,754,948</u>		-	
		14,529,992		2,978,924
TOTAL		<u>66,080,947</u>		<u>61,816,311</u>

There is no amount due and outstanding to be credited to Investor Education and Protection Fund.

**Schedule forming part of the Profit and Loss Account for the year ended
31st March, 2008**

SCHEDULE 'I'

OTHER INCOME:	2007-2008		2006-2007	
	Rupees	Rupees	Rupees	Rupees
Dividend from long term investments :	19,724		5,000	
Profit on sale of long term investments		-	2,960	
Old credit balances written back	945,726		352,647	
Profit on sale of fixed assets (net)	10,497,347		9,973	
Recovery of bad debts	2,027,598		3,744,412	
Rebate on pre-payment of sales tax deferral loan	1,386,795		-	
Exchange gain (net)	764,406		-	
Miscellaneous	4,633,026		3,109,650	
		<u>20,274,622</u>		<u>7,224,642</u>

SCHEDULE 'J' (Contd.)

	2007-2008		2006-2007	
	Rupees	Rupees	Rupees	Rupees
	Brought Forward...	480,132,411		449,058,540
OTHER EXPENSES :				
Rent and service charges	2,447,979		2,228,841	
Less : recoveries	62,820		56,052	
	2,385,159		2,172,789	
Power and Fuel :				
Electric energy	7,271,244		7,394,719	
Fuel*	19,744,045		24,961,248	
	27,015,289		32,355,967	
Rates & taxes	1,075,386		1,490,665	
Water charges	1,461,959		1,331,943	
Surcharge on sales tax	-		1,800	
Excise duty	(1,839,590)		(919,928)	
Insurance	1,195,968		1,962,484	
	1,893,723		3,866,964	
Repairs and maintenance to :				
Plant and machinery	1,582,276		1,215,505	
Buildings	366,376		260,386	
Others	926,040		1,164,334	
	2,874,692		2,640,225	
Auditor's remuneration (excludes service tax)				
Audit fees	450,000		450,000	
Tax audit	150,000		150,000	
Company law matters	33,708		33,708	
Fees for other services	244,101		310,529	
Reimbursement of out-of-pocket expenses	12,688		4,316	
	890,497		948,553	
Provision for doubtful debts	2,501,470		-	
Bad debts written off	2,780,693		1,913,756	
Exchange loss	-		2,327	
Capital work in progress/ advances written off	11,116,343		-	
Miscellaneous expenses	15,664,178		15,964,446	
		67,122,044		59,865,027
	Carried Forward...	547,254,455		508,923,567
* after adjusting stocks transferred on slump sale basis				
Packing materials Rs. 15,272 (2006-2007 : Nil)				
Stores and spares Rs. 3,391,728 (2006-2007 : Nil)				
Fuel Rs. 646,707 (2006-2007 : Nil)				

NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31st MARCH, 2008 AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE

1. Significant Accounting Policies:

(a) Basis of accounting:

The financial statements are prepared under the historical cost convention except as stated in b(ii) below.

(b) Fixed Assets:

- (i) All fixed assets, except as stated in (ii) below, are stated at cost of acquisition or construction, including financing cost till such assets are put to use, less accumulated depreciation.
- (ii) Freehold land, factory buildings and plant and machinery at the company's Mumbai factory and the leasehold land, factory building, office buildings and plant and machinery at the company's Tarapur Factory, which were revalued as at 31st December, 1984 and 31st March, 1989 respectively, are stated at their revalued amounts less accumulated depreciation.

(c) Depreciation:

The company provides depreciation on the straight line method (SLM) for all assets at the rates specified in Schedule XIV to the Companies Act, 1956, except as stated below:

- (i) Leasehold land is amortised over the period of lease.
- (ii) Depreciation on buildings acquired upto 31st December, 1986 is provided at the rates followed at the time of acquisition as per circular No. 1/86 dated 21st May, 1986 issued by the Department of Company Affairs.

Depreciation on revalued assets includes an additional charge on account of revaluation. Depreciation on the revalued amount of the assets reduced by the depreciation that would have been charged but for revaluation amounting to Rs. 1,116,775 (2006-2007 Rs.1,474,143) has been transferred from revaluation reserve to the profit and loss account.

(d) Foreign currency transactions:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction. In respect of monetary items denominated in foreign currencies, exchange differences arising out of settlement/conversion at the closing rate are recognised in the profit and loss account.

(e) Investments:

Long-term investments are stated at cost. Provision for diminution is made to recognise a decline, other than temporary, in value of long term investments, where applicable. Current investments are stated at lower of cost and fair value.

(f) Revenue recognition :

Sales are accounted on despatch of products to customers.

(g) Inventories – stated at lower of cost and net realisable value wherein cost is determined as under:

- (i) Cost of stores and spare parts are arrived at on the weighted average method.
- (ii) Cost of raw materials, packing materials, including materials in transit, work-in-process and finished goods have been arrived at on the weighted average method of valuation, including manufacturing overheads where applicable.

(h) Employee benefits:

- (a) Short term employee benefits are recognised as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.
- (b) Long term benefits:

SCHEDULE 'L' (Contd.)

The amount of revenue and expenditure in respect of ordinary activities attributable to the discontinued operations of Vegetable Oil Segment and Plasticiser Segment are as under :

	2007-2008		2006-2007	
	Rupees	Rupees	Rupees	Rupees
Income :-				
Sales (Gross)	897,414		36,776,676	
Less : Excise Duty	-		401,103	
		897,414		36,375,573
Other Income		16,82,595		607,278
		2,580,009		36,982,851
Expenditure :-				
Manufacturing and other expenses	24,444,024		53,879,889	
Interest	879,452		1,435,923	
Depreciation	6,329,123		7,039,454	
		31,652,599		62,355,266
Loss from discontinued operations		(29,072,590)		(25,372,415)
Less : Exceptional item (see note (iii)below)		-		44,965,601
Loss from discontinued operations (A)		(29,072,590)		(70,338,016)

(ii) During the year, the Industrial Ceramics division located at Aurangabad has been sold on a slump sale basis. The amount of revenue and expenditure in respect of ordinary activities attributable to the discontinued operations of this division is as under:

	2007-2008		2006-2007	
	Rupees	Rupees	Rupees	Rupees
Income :-				
Sales (Gross)	19,201,559		41,260,639	
Less : Excise Duty	4,941,112		6,002,959	
		14,260,447		35,257,680
Other Income		3,066,264		851,867
		17,326,711		36,109,547
Expenditure :-				
Manufacturing and other expenses	18,274,359		37,716,980	
Depreciation	2,760,345		4,714,190	
		21,034,704		42,431,170
Loss from discontinued operations		(3,707,993)		(6,321,623)
Add : Exceptional item (see note (iii)below)		17,610,887		-
Profit/(Loss) from discontinued operations (B)		13,902,894		(6,321,623)
Loss from discontinued operations (net)...(A+B)		(15,169,696)		(76,659,639)

(iii) Exceptional items: Rs. 14,133,088 represents: (a) Rs. 17,610,887 in respect of profit on sale of net assets of Industrial Ceramics division, Aurangabad, on a slump sale basis; and (b) Rs. 3,477,799 paid as retrenchment compensation to workers of Foundry Chemicals factory at Adityapur (2006-2007: Rs.44,965,601 – see note 3(i) above).

SCHEDULE 'L' (Contd.)

8. (a) Capacities, production, stocks and sales of goods produced by the Company :										
Class of goods	Unit	Licensed/ Registered Capacity	Installed Capacity \$	Production	OPENING STOCK		CLOSING STOCK		SALES	
					Quantity	Value Rupees	Quantity#	Value# Rupees	Quantity+	Value Rupees
Vanaspati	Tonnes	100 per day	30,000	-	-	-	-	-	-	-
	Tonnes	(100 per day)	(30,000)	(211)	(32)	(1,413,711)	-	-	(243)	(10,355,525)
Vegetable Oils	Tonnes	Not applicable	110,000	-*	-	-	-	-	-	-
	Tonnes	(Not applicable)	(110,000)	(465)*&	(14)	(590,564)	-	-	(268)	(10,315,531)
Minor Chemicals	Tonnes	450	450	-	1	201,942	-	-	-	-
	Tonnes	(450)	(450)	-	(2)	(443,001)	(1)	(201,942)	(1)	(197,420)
Plasticisers	Tonnes	1,200	1,500	-	20	1,359,243	-	-	13	897,414
	Tonnes	(1,200)	(1,500)	(170)	(62)	(3,502,854)	(20)	(1,359,243)	(210)	(13,792,772)
Foundry Chemicals	Tonnes	25,500	21,900	8,470*	718	39,280,413	786	45,703,486	7,812@	631,126,187
	Tonnes	(25,500)	(21,900)	(8,402)*	(865)	(47,342,833)	(718)	(39,280,413)	(7,719)@	(551,729,883)
Industrial Ceramics	Tonnes	500	500	(**)	(**)	12,466,156	(**)	-	(**)	19,201,559
	Tonnes	(500)	(500)	(**)	(**)	(13,642,383)	(**)	(12,466,156)	(**)	(41,260,638)
High Alumina Powder	Tonnes	500	500	46*	-	-	-	-	-	-
	Tonnes	(500)	(500)	(118)*	-	-	-	-	-	-
By-products-Others	Tonnes	-	-	(**)	(**)	-	(**)	-	(**)	-
	Tonnes	-	-	(**)	(**)	(1,213,113)	(**)	-	(**)	(1,742,019)
TOTAL						53,307,754		45,703,486		651,225,160
						(68,148,459)		(53,307,754)		(629,393,788)

\$ As certified by the Director and accepted by the Auditors without verification, this being a technical matter.
* Includes following for captive consumption :
Vegetable Oils Tonnes - (211)
Foundry Chemicals Tonnes 547 (832)
High Alumina Powder Tonnes 46 (118)
& Includes products processed by third parties.
** Diverse quantitative Units.
+ After adjusting free replacements and sales returns.
After adjusting shortages, losses & obsolete stock.
@ Includes 6 (5) Mt Foundry Chemicals sold from written off stock.
Figures in brackets indicate corresponding figures for the previous year.

(b) Purchases, stocks and sales of goods traded in by the company :									
Class of goods	Unit	PURCHASES		OPENING STOCK		CLOSING STOCK		SALES	
		Quantity	Value Rs.	Quantity	Value Rs.	Quantity	Value Rs.	Quantity+	Value Rs.
Edible Oils	Tonnes	-	-	-	-	-	-	-	-
	Tonnes	-	-	(14)	(455,058)	-	-	(14)	(570,830)

Figures in brackets indicate corresponding figures for the previous year.
+ After adjustment of free samples and Sales return.

SCHEDULE 'L' (Contd.)

15. The charge to the profit and loss account consequent to the write-down of inventories to its net realisable value is Rs. 244,634 (2006-2007 Rs. 1,579,360).

16. There are no amounts due to suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006. This information takes into account only those suppliers who have responded to the enquiries made by the Company. This has been relied upon by the auditors.

17. Values used in calculating earnings per share :

	As at 31st March, 2008 Rupees	As at 31st March, 2007 Rupees
Numerator :		
(Loss)/Profit for the year Basic / Diluted :	36,682,894	(58,334,687)
Denominator :		
Number of Equity Shares (No change during the year) Basic / Diluted :	10,326,263	10,326,263

18. (i) Break-up of Deferred Tax Liability

	As at 31st March, 2008 Rupees	As at 31st March, 2007 Rupees
Nature of timing difference :		
Provision for Depreciation	26,227,470	33,687,124

(ii) Break-up of Deferred Tax Assets

	As at 31st March, 2008 Rupees	As at 31st March, 2007 Rupees
Nature of timing difference :		
Provision for excise duty	405,323	405,323
Provision for bonus to employees	33,990	33,990
Provision for leave encashment	799,183	680,230
Other items	9,141	9,141
	1,247,637	1,128,684
Deferred Tax Liability (Net)	24,979,833	32,558,440

19. Segment Information :

Primary Segments - Business Segments

	Continuing Operations		Discontinued Operations			Total Amount Rupees
	Foundry Chemicals Rupees	Others Rupees	Vegetable Oil Rupees	Plasticisers Rupees	Ceramics Rupees	
A Segment Revenue	542,293,853 (470,909,163)	- (25,640)	- (22,220,754)	897,414 (14,154,819)	14,260,447 (35,257,680)	557,451,714 (542,568,056)
B Segment Results	54,767,240* (31,947,229)	-459,223 (-305,252)	-27,381,165 (-68,494,292)*	-1,691,425 (-1,843,724)	13,902,894* (-6,321,623)	39,138,321 (-45,017,662)
Less: Unallocated Corporate expenses						14,564,296 (15,155,941)
Less: Interest (net)						-967,075 (-21,564)
Unallocable Income						8,563,117 (966,977)

SCHEDULE 'L' (Contd.)

20. Related Party Disclosures :				Amount of transaction	
Sr. No.	Names of Related Party	Description of Relationship	Nature of Transaction	2007-2008 Rupees	2006-2007 Rupees
1)	Mr. B. Mallik	Key Management Personnel	Remuneration	1,987,200	1,984,520
			Dividend on Shares	-	17,385
		Relatives	Dividend on Shares	-	339
2)	Mr. M.S.I. Lakdawala	Key Management Personnel	Remuneration	686,625	682,292
3)	IVP Felda Palm International Pvt Ltd.	Joint Venture Company (upto 30-01-2008)	None	-	-
21. Derivative Instruments :				2007-2008	2006-2007
(i)	The following are the outstanding Forward Exchange Contracts entered into by the company :			\$ 44,139 (Buy)	-
(ii)	The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below :				
(a)	Amounts receivable in foreign currency on account of export of goods			Nil -	\$ 1,890 Rs. 81,194
(b)	Amounts payable in foreign currency on account of import of goods			\$ 121,400 Rs. 4,859,078	\$ 60,000 2,631,000
22. Employee benefits :					
Effective April 1, 2007 the Company has adopted revised Accounting Standard 15 'Employee Benefits'. Pursuant to the adoption, no adjustment was required to be made to general reserve as there is no impact of revised AS-15.					
(a) Defined Contribution Plan					
Contribution to defined contribution plan, recognised in the statement of profit and loss account under Payments to and provision for employees, in Schedule J for the year are as under:					
				(Amount in Rs)	
Employer's contribution to Provident Fund				889,612	
Employer's contribution to Family Pension Fund				1,024,244	
(b) Defined Benefit Plan					
Gratuity and long term compensated absences - As per actuarial valuation as on 31 st March, 2008					
				Gratuity (Funded) Rs.	Compensated absences (Unfunded) Rs.
I	Reconciliation of opening and closing balances of Defined Benefit obligation				
	Present value of Defined Benefit obligation as at March 31, 2007			8,645,706	2,001,266
	Interest Cost			540,948	143,678
	Current Service Cost			566,474	223,212
	Benefits paid			(5,696,163)	(857,015)
	Net Actuarial (Gain)/Loss			3,266,062	840,089
	Present Value of Defined Benefit obligation as at March 31, 2008			7,323,027	2,351,230

IVP LIMITED

Registered Office : Shashikant N. Redij Marg, Ghorupdeo, Mumbai - 400 033.

DPID No.		L.F. No.	
Client ID No.		No. of Shares held	

ATTENDANCE SLIP

I/We hereby record my/our presence at the Seventy Ninth Annual General Meeting of the Company held at the M.C. Ghia Hall, Bhogilal Hargovindas Building, 2nd Floor, 18/20, Kaikhushru Dubash Marg, Mumbai - 400 001 on Thursday 31st July, 2008 at 3.30 p.m.

NAME OF THE SHAREHOLDER (IN BLOCK LETTERS)	
SIGNATURE OF THE SHAREHOLDER	
NAME OF THE PROXY (IN BLOCK LETTERS)	
SIGNATURE OF THE PROXY	

Notes :

1. You are requested to sign and hand over this slip at the entrance of the Meeting Venue.
2. This attendance is valid only in case shares are held on date of meeting.

----- TEAR HERE -----

IVP LIMITED

Registered Office : Shashikant N. Redij Marg, Ghorupdeo, Mumbai - 400 033.

DPID NO.		L.F. NO.	
Client ID No.		No. of Shares held	

FORM OF PROXY

I/We _____ of _____
 in the district of _____ being a member / members of **IVP LIMITED**
 hereby appoint _____ of _____
 in the district of _____ or failing him _____
 of _____ in the district of _____ as my/our proxy to vote for me/us
 on my/our behalf at the Seventy Ninth Annual General Meeting of the Company to be held on 31st July, 2008 and at
 any adjournment thereof.

Signed this _____ day of _____ 2008.

Please Affix 30 paisa Revenue Stamp

Notes :

1. The Proxy Form signed across revenue stamp should reach the Company's Registered Office atleast 48 hours before the scheduled time of meeting.
2. The Company reserve the right to ask for identification of the Proxy.
3. A Proxy need not be a member.

TEAR HERE ✂