

BHORUKA ALUMINIUM LIMITED



PROFILING THE FUTURE
IN ALUMINIUM

- ◇ EXTRUSIONS
- ◇ ANODISING
- ◇ POWDER COATING
- ◇ FABRICATION



BHORUKA
THE ALUMINIUM ARCADE

29TH ANNUAL REPORT
2008-09



New Extrusion Press

Board of Directors

Shri S. Krishna Kumar
Shri R.K.Agarwal
Shri Rajat Agarwal
Dr. M.K. Panduranga Setty
Dr. B.L. Amla
Shri. R.V. Raghavan
Shri Prabir Chakravarti

Chairman
Managing Director
Executive Director

Chief Executive Officer

Shri R.K.Jain

Company Secretary

Shri K. Chandra Sekhar

Bankers

State Bank of India

Statutory Auditors

M/s. R.S Agarwala & Co.,
Chartered Accountants
Bangalore

**Registered Office &
Works**

1, KRS Road
Metagalli
Mysore – 570 016.

Listed at

Bombay Stock Exchange Limited
Mumbai

**Registrars &
Share Transfer Agents**

M/s Karvy Computershare Private Limited
17-244, Vittal Rao Nagar,
Madhapur,
Hyderabad – 500 081.

Twenty Ninth Annual General Meeting

**Date :
Friday, 24th July, 2009**

**Venue :
Golden Landmark Resort,
45/A, KRS Road, Metagalli, Mysore - 570 016**

Contents	Page No.
Notice	1
Directors' Report	8
Management Discussion and Analysis	14
Corporate Governance Report	16
Auditors' Report	26
Balance Sheet	30
Profit and Loss Account	31
Schedules to Accounts	32
Cash Flow Statement	43
General Business Profile	44
Proxy Form and Attendance slip	45

NOTICE

Notice is hereby given that the Twenty Ninth Annual General Meeting of the Members of the Company will be held on Friday, the 24th July, 2009 at 11.30 a.m, at Golden Landmark Resort, # 45/A, KRS Road, Metagalli, Mysore 570 016, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as on 31st March, 2009 and the Profit and Loss Account for the year ended as on that date together with the report of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of Dr. M.K. Panduranga Setty, who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditors and authorise the Board to fix their remuneration.

SPECIAL BUSINESS

4. APPOINTMENT OF SHRI S. KRISHNA KUMAR, AS DIRECTOR

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **ORDINARY RESOLUTION**

“RESOLVED THAT Shri S. Krishna Kumar, who was appointed as an Additional Director of the Company and who holds office upto the date of this Annual General Meeting, pursuant to Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 257 of the Companies Act, 1956 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

5. APPOINTMENT OF SHRI R.V.RAGHAVAN, AS DIRECTOR

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **ORDINARY RESOLUTION**

“RESOLVED THAT Shri R.V. Raghavan, who was appointed as an Additional Director of the Company and who holds office upto the date of this Annual General Meeting, pursuant to Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 257 of the Companies Act, 1956 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

6. AMENDMENT TO ARTICLES OF ASSOCIATION

To consider and, if thought fit, to pass with or without modification(s) the following resolution as **SPECIAL RESOLUTION**

“RESOLVED THAT Pursuant to Section 31 and other applicable provisions, if any, of the Companies Act, 1956, existing Article 15 of the Articles of Association of the Company be amended as follows;

Article 15

The Directors for the time being of the Company (except the Managing Director or Whole-time Director) shall each be paid a sitting fee of such sum as may be decided by the Board from time to time not exceeding the amount as permissible under the Company Law or any other enactments, for attending each meeting of the Board or of any committee of the Board attended by them in addition to reimbursement of all travelling and halting expenses including incidental expenses, if any, incurred by them in attending and returning from such meetings of the Board or of any Committee of the Board or of General Meetings of the Company”.

“RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorised to take all such steps and to do all such acts, deeds and things as may be necessary from time to time for giving effect to the above resolution and matters incidental thereto.”

7. RE-APPOINTMENT OF SHRI R.K. AGGARWAL, AS MANAGING DIRECTOR

To consider and, if thought fit, to pass with or without modification(s) the following resolution as **SPECIAL RESOLUTION**

“RESOLVED THAT pursuant to the provisions of Section 269, 198, 274, 309 and 310 read with Schedule XIII to the Companies Act, 1956 and other applicable provisions, if any, (including any statutory modification, or re-enactment thereof for the time being in force), consent of the Company be and is hereby accorded for re-appointment of Shri R.K. Aggarwal, as Managing Director of the Company for a period of 3 years effective from 1st May, 2009 to 30th April, 2012 on the following terms and conditions set out here-in-below:

I. REMUNERATION:

- Basic Salary** : Rs. 1,25,000/- (Rupees One Lakhs Twenty Five Thousand only) per month.
- Perquisites** : Perquisites shall be restricted upto Rs. 15,00,000/- (Rupees Fifteen Lakhs only) per annum. Unless the context otherwise requires, perquisites are classified into following three categories:-
- Category A**
- a. Rent free residential furnished accommodation;
 - b. Provision for Gas, Electricity and Water charges;
 - c. Reimbursement of medical expenses incurred for self and family upto 5% of basic salary;
 - d. Leave Travel Allowance:
For self, spouse and dependent children once in a year incurred in accordance with the Rules of the Company.
 - e. Club Fee:
Club membership fees subject to a maximum of two clubs. This will not include admission and life membership fees.
 - f. Personal Accident Insurance & Mediclaim insurance policy:
Premium not exceeding Rs. 20,000/- per annum.

Category 'B' : Company's contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income-tax Act, 1961. Gratuity payable shall not exceed half a month's salary for each completed year of service.

Category 'C' : Company maintained car with chauffeur and telephone at residence for business use will not be considered as perquisites;

II. COMMISSION:

In case of adequate profits, the Managing Director be paid as commission, the difference between the remuneration paid as above and 5% of the net profits calculated pursuant to Sections 349 and 350 of the Companies Act, 1956".

"RESOLVED FURTHER that the Board of Directors of the Company be and are hereby authorised to amend, vary, alter, enhance or widen the scope of remuneration and perquisites, to the extent specified in schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 as amended from time to time".

"RESOLVED FURTHER that for the purpose of giving effect to this resolution, any one Director of the Company be and is hereby authorised to do all acts, deeds, and things as may be necessary in their absolute discretion deem expedient, proper or desirable and to settle any question, difficulty or doubt that may arise and to sign and execute all necessary documents, applications, returns and writings in this regard".

By order of the Board

Place : Bangalore
Date : 27th May, 2009

K. Chandra Sekhar
Company Secretary

NOTES:

- 1. ANY MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. The instrument appointing the proxy should be deposited at the Registered Office of the company not less than forty-eight hours before the commencement of the meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Monday the 20th July, 2009 to Friday the 24th July, 2009 (both days inclusive).
4. The Company's shares have already been admitted for dematerialisation with National Securities Depository Limited (NSDL) and Central Depository Services(India) Limited (CDSL). The Members are requested to convert their physical holding into demat. Members opting to convert their physical holdings into demat form can send their share certificates to Registrars and Share Transfer Agents, **M/s. Karvy Computershare Private Limited, 17-244 Vittal Rao Nagar, Madhapur, Hyderabad – 500 081 through their Depository Participant (DP).**

Annual Report 2008-09

5. Any change in particulars including address, bank mandate and nomination of shares held in demat form, should be notified only to their respective Depository Participants where the members are maintaining their demat account. **However, any change in particulars in respect of shares held in physical form should be sent to the Company's Registrars and Share Transfer Agents as indicated above.**
6. The Shareholders, who have not claimed the dividend declared for the year 2007-08 are requested to claim the same by corresponding either with the Company Secretary or sending their query to karvy at mailmanager@karvy.com quoting the Unit name as "Bhoruka Aluminium Limited".
7. As per the SEBI circular MRD/DoP/Cir- 05/2009 dated 20th May, 2009 all the shareholders holding shares in physical form are required to submit the self attested PAN card copy to the Registrars and Share Transfer Agents. Hence, Shareholders holding physical share certificates are requested to submit their self attested copy of the PAN CARD to Company's Registrars and Share Transfer Agents.
8. Members are requested to avail the nomination facility.
9. The brief profile of the Directors proposed to be appointed/re-appointed is given in the Corporate Governance Report.

By order of the Board

Place : Bangalore
Date : 27th May, 2009

K. Chandra Sekhar
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF THE COMPANIES ACT, 1956

ITEM NO. 4

The Board of Directors of the Company at their meeting held on 21st July, 2008, appointed Shri S. Krishna Kumar as an Additional Director of the Company pursuant to Section 260 of the Companies Act, 1956 to hold office upto the date of this Annual General Meeting.

The Company has received a notice in writing from a member along with requisite deposit of Rs. 500/- proposing the candidature of Shri S. Krishna Kumar, for the office of Director of the Company pursuant to Section 257 of the Companies Act, 1956.

Accordingly, the Board recommends the resolution for your approval.

Except Shri S. Krishna Kumar, none of the other directors are concerned or interested in the proposed resolution.

ITEM NO. 5

The Board of Directors of the Company at their meeting held on 21st July, 2008, appointed Shri R.V. Raghavan as an Additional Director of the Company pursuant to Section 260 of the Companies Act, 1956 to hold office upto the date of this Annual General Meeting.

The Company has received a notice in writing from a member along with requisite deposit of Rs. 500/- proposing the candidature of Shri R.V. Raghavan, for the office of Director of the Company pursuant to Section 257 of the Companies Act, 1956.

Accordingly, the Board recommends the resolution for your approval.

Except Shri R.V. Raghavan, none of the other directors are concerned or interested in the proposed resolution.

ITEM NO. 6

As per Article 15 of Articles of Association of the Company, the Non-Executive Directors of the Company are being paid sitting fee of Rs. 2,000/- for attending each meeting of the Board or Committee of the Board thereof. Section 310 of the Companies Act, 1956 allows maximum amount of sitting fees payable upto Rs. 20,000/- for each meeting of the Board or Committee thereof.

As per the present Articles of Association (AOA), any revision in the sitting fees payable to Non-Executive Directors requires amendment to Articles of Association. Hence, it is proposed to amend Article 15 of the Articles of the Association of the Company authorising the Board to revise the sitting fees payable to Non-Executive Directors from time to time, within the permissible limits under the provisions of the Companies Act, 1956.

Company's Memorandum and Articles of Association is open for inspection to all the members at the Registered Office of the Company on any working day between 11.00 a.m to 1.00 p.m, till the date of ensuing Annual General Meeting.

The Board recommends the above resolution for your approval.

None of the Directors are concerned or interested in the proposed resolution except to the extent of their sitting fees.

ITEM NO. 7

The Board of Directors of your Company at their meeting held on 21st March, 2009 have, on the recommendation of the Remuneration Committee of the Board and subject to approval of the Members at the ensuing Annual General Meeting, re-appointed Shri R.K. Aggarwal as Managing Director of the Company with effect from 1st May, 2009 for a period of 3 years.

The information as required under Schedule XIII to the Companies Act, 1956 is as under :-

I. GENERAL INFORMATION :

1. Nature of Industry: - Non Ferrous - Manufacture of Aluminium Extrusion;
2. Date of commencement of commercial operation - The Company started its commercial activities in the year 1981-82;
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus - **N.A.**
4. Financial Performance : (Rs. In Lakhs)

Particulars	Financial Year		
	2008-09	2007-08	2006-07
Turnover	12,907.06	16,790.72	13,377.34
Profit before tax	(405.78)	703.47	305.22
Profit After Tax	(375.24)	452.32	214.42

5. Export performance and net foreign exchange collaborations – Exports during year 2008-09 was Rs. 183.65 Lakhs;
6. Foreign investments or collaborators, if any: -Not Applicable-

II. INFORMATION ABOUT THE APPOINTEE :

1. Background Details – Shri R.K. Aggarwal, is a Commerce Graduate and MBA from Texas University, Austin, USA.
2. Past remuneration: Upto Rs. 2,50,000/- per month;
3. Job profile and his suitability - Subject to the superintendence, direction and control of the Board, the day to day management and administrative affairs of the Company is vested with the Managing Director.
4. Remuneration proposed - as set out in the resolution for the item # 7. The remuneration payable to him has also been approved by the Remuneration Committee.
5. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with reference to the country of his origin):

Shri R.K. Aggarwal is the core founder of the Company and has vast experience in Aluminium Extrusion Industry for almost three decades. Considering his vast experience and the

responsibilities shouldered by him, the aforesaid remuneration package is commensurate with remuneration package paid to managerial position in other Companies.

6. Pecuniary relationship directly or indirectly with the company, or relationship with managerial personnel, if any -

Shri R.K. Aggarwal is related to Shri Rajat Agarwal, Executive Director of the Company. Excepting this and the remuneration proposed as above, Shri R.K. Aggarwal does not have any other pecuniary relationship or interest with the Company.

III. OTHER INFORMATION :

- 1 Reasons for loss or inadequate profits:

Due to uneconomic conditions and global melt down, the company's profitability has been affected adversely.

- 2 Steps taken or proposed to be taken for improvements:

The Company has taken various measures to curtail its operational costs in an effective way and market its products in different Sectors.

- 3) Expected increase in productivity and profits in measurable terms:

Profitability is expected during the financial year 2009-10 once the economic conditions improve.

The Board recommends this resolution for your approval.

None of the Directors except Shri R.K. Aggarwal and Shri Rajat Agarwal are concerned or interested in the proposed resolution.

By order of the Board

Place : Bangalore
Date : 27th May, 2009

K. Chandra Sekhar
Company Secretary

Directors' Report

The Board of Directors of your company hereby present the Twenty Ninth Annual Report together with the audited statement of accounts for the year ended 31st March, 2009.

1. Financial Results:

(Rs.)

Particulars	For the year ended	
	31 March, 2009	31 March, 2008
Sales income	1,290,706,310	1,679,072,004
Profit before interest, depreciation & tax	64,810,968	170,815,393
Financial charges	89,482,333	87,787,137
Depreciation	15,906,671	12,680,575
Profit/(Loss) before tax	(40,578,036)	70,347,681
Provision for taxation		
- Current	-	20,384,400
- Deferred (Net)	(3,672,666)	3,262,018
- Fringe Benefit Tax	618,468	1,469,505
Profit/(Loss) after tax	(37,523,838)	45,231,758
Add/(Less):Balance brought forward from previous year	34,887,305	16,023,678
Profit/(Loss) available for appropriation	(2,636,533)	61,255,436
Proposed dividend	-	5,443,080
Tax on proposed dividend	-	925,051
Transfer to General reserve	-	20,000,000
Income-tax of earlier year	2,276,005	-
Balance carried to Balance Sheet	(4,912,538)	34,887,305

2. Operations:

The year witnessed a major change in the economic environment. The Indian economy is in the midst of a slowdown after a long spell of growth. The year was marked by high volatility in input costs and interest and currency exchange rates and also in customer demand, more particularly during the later part of the year, leading to pressure on margins and working capital. Demand from the real estate, constructions and automotive sectors was affected. Being faced with low demand, developers slowed down their projects and defaulted on their payments, which made matters worse for the aluminium extrusion industry.

During the year turnover was lower by 23% in view of the low demand, fall in aluminium prices and, competitive price pressure. There was a steep decline in aluminium prices, particularly in later part of the year of almost 60%. The incidence of metal purchased at higher cost could not be passed on due to abrupt decrease in aluminium prices and sluggish market conditions. Due to this, the company incurred a net loss of Rs. 375.24 lakhs as compared to net profit of Rs 452.32 lakhs in the previous year.

In the present challenging environment, we have taken measures to remain competitive, focusing on efficiency and finding innovative ways to remain customer- friendly. Our focus is on providing total solutions. We believe that the economic situation will change soon and our

focus is clearly on creating close customer partnerships to offset some of these adverse conditions. Your Company continued its aggressive strategy in marketing of its products and has taken several initiatives to improve services and distribution levels by launching a number of new products and solutions.

3. Prospects:

Despite the current state of Indian economy, the expected drop in country's GDP growth rate to 7% for the current year, ongoing slowdown; need to create infrastructure and a very low per capita aluminium consumption will maintain growth in the sector. Aluminium due to its versatility and inherent qualities find use in several industries and with newer applications, increase in population, the outlook for the sector remains positive, immediately on revival of economy and industrial climate.

The ongoing expansion for increase in capacity was completed during the year. With enhanced capacity and anodising & powder coating facilities, the company has an edge to offer competitive and customised products to its customers.

In keeping with times, your Company has changed its logo to reflect innovative ideas and values. The new logo signifies energy and passion, and continued customer satisfaction.

4. Dividend:

In view of the adverse economic conditions that were prevalent during the year globally, company's operations were affected. Hence, Directors regret their inability to recommend any dividend.

5. Corporate Governance:

Pursuant to Clause 49 of the Listing Agreement, a report on Corporate Governance along with the Auditors' Certificate regarding the compliance of the mandatory requirements and also Management Discussion and Analysis are given as annexure to this report.

6. Dematerialisation of Securities:

Company's securities have been admitted for Dematerialisation with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Over 81.72% shares of your Company have already been dematerialised as on 31st March, 2009.

7. 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 that:

- i. in the preparation of the Annual Accounts, the applicable accounting standards have been followed;
- ii. the Directors have selected such accounting policies and applied them consistently and made judgement 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 Loss of the company for that period;
- iii. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956;
- iv. the Directors have prepared the annual accounts on a going concern basis;

8. Directors:

In accordance with the provisions of the Companies Act, 1956, and Articles of Association of the Company, Dr. M.K. Panduranga Setty, Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

During the year, Shri S. Krishna Kumar, a former member of the Indian Administrative Service and Shri R.V. Raghavan, a Graduate and Fellow of the Institute of Chartered Accountants of England & Wales, and of India, have been appointed as Additional Directors of the Company.

Shri M. Sreenivasa Rao, Chairman, retired from the Board and the Audit Committee with effect from 22.07.2008. The Board has placed on record its appreciation of the valuable contribution made by him to the Company.

9. Auditors:

M/s. R.S. Agarwala & Co., Chartered Accountants, retires at the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment and they have indicated their willingness to act as such, under Section 224(1)(B) of the Companies Act, 1956.

10. Auditors' Observation:

Refer para 11 of Annexure to Auditors' Report:

Management reply:

The default in repayment of dues to the Bank during the later part of the year was due to adverse economic conditions affecting demand and liquidity. To tide over the situation, the Company has made an application to the Bank for reschedulement of the loan.

11. Cost Auditors:

Pursuant to the provisions of Section 233B of the Companies Act, 1956 and on recommendation of the Audit Committee, Shri K. Gururaja Rao, Practising Cost Accountant, has been appointed as Cost Auditor of the Company to conduct cost audit of books of account.

12. Particulars of Employees U/S 217 (2A) of the Companies Act, 1956:

The information as required under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended, is annexed hereto and forms part of this report.

13. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings/Outgo u/s 217(1) (e) of the Companies Act, 1956:

The particulars as required under Section 217 (1) (e) of the Companies Act, 1956, relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings / Outgo are given in a separate statement attached hereto and forming part of this report.

14. Personnel:

The relationship with employees continued to be cordial throughout the year.

15. Acknowledgements:

Your Directors take this opportunity to convey their sincere thanks for the timely assistance and co-operation received from State Bank of India and various departments of Central and State Governments, Suppliers and Customers. Your Directors also wish to place on record their appreciation for the services rendered by the officers, staff and workers of the Company at all levels for their dedicated efforts.

For and on behalf of the Board

Place: Bangalore
Date: 27th May, 2009

R.K. Aggarwal
Managing Director

Dr. B.L.Amla
Director

ANNEXURE TO THE DIRECTORS' REPORT:

Particulars required under the Companies (Disclosure of Particulars in the report of Board of Directors') Rules, 1988.

FORM A

CONSERVATION OF ENERGY:

a. Energy conservation Measures taken:

- i. Capacitor bank added in plant-I & III to improve the power factor.
- ii. Mini cooling tower stopped and cooling water was provided from Main tower saving power cost.
- iii. Rating of many motors reduced to save energy.

b. Additional Investment Proposals:

It is proposed to invest Rs. 12 Lakhs in energy management software system, which will conserve further energy.

POWER AND FUEL CONSUMPTION:

Particulars	Current year 2008-09	Previous year 2007-08
1. Electricity:		
a. Purchased:		
Karnataka Power Transmission Corporation Ltd. Units(KWH)	4,791,770	2,693,370
Total Amount (Rs.) (Inclusive of Demand Charges & Surcharge)	25,473,437	15,205,791
Rate per Unit (Rs.)	5.32	5.64
b. Own Generation:		
i. Through Diesel generation Units(KWH)	443,037	303,658
Unit per litre of Diesel Oil	3.37	3.40
Cost per Unit (Rs.)	11.03	10.26
ii. Through Stream Turbine/Generator	-Nil-	-Nil-
c. Others – purchased (KWH)	4,125,000	7,037,850
Rate per Unit (Rs.)	4.10	4.09
2. Coal (Specify quality & Where used)	-Nil-	-Nil-
3. Furnace Oil		
Quantity (Kgs)	546,553	913,861
Total Amount (Rs.)	15,048,085	20,094,844
Average rate (per Kg.) (Rs.)	27.53	21.99
4. Others – Internal Generation	-Nil-	-Nil-
Consumption per unit of Production		
Products – Aluminium Extrusion		
Production (M.Tons)	6,246	8,379
Electricity units/M. T.	1,498	1,198
Furnace Oil Kgs/MT	87.51	109.06
Coal (Specify quality)	-Nil-	-Nil-
Others (Specify)	-Nil-	-Nil-

FORM B**FORM FOR DISCLOSURE OF PARTICULARS IN RESPECT OF TECHNOLOGY ABSORPTION:****a. RESEARCH AND DEVELOPMENT (R & D)**

1. Specific areas in which R & D carried out by the Company:
Introduction of new products and finishing colours
2. Benefits derived as a result : Increased competitiveness
3. Future plan of action:
Efforts are put forth on continuous basis to improve R & D activity for achieving product quality, productivity and yield.
4. Expenditure on R & D

	Current year 2008-2009	Previous year 2007-2008
a. Capital	-	-
b. Recurring	-	-

b. TECHNOLOGY ABSORPTION, ADOPTION & INNOVATION:

1. Efforts in brief made towards technology absorption, adoption and innovation: -Not applicable-
2. Benefits derived as a result of the above: -Not applicable-
3. In case Imported Technology (Imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished -Not Applicable-

FORM C**FOREIGN EXCHANGE EARNINGS AND OUTGO:**

(Rs.)

Particulars	Current Year 2008-09	Previous Year 2007-08
a. Foreign Exchange Earnings:		
1) Export of Goods (F. O. B)	18,365,199	17,967,131
2) Others	769,100	-Nil-
Total	19,134,299	17,967,131
b. Foreign Exchange Outgo:		
1. Finished goods	14,166,116	20,008,489
2. Raw Material	249,264,877	45,016,009
3. Stores & Spares	8,603,410	7,797,590
4. Travel	5,168,355	5,339,623
5. Interest on FCNR (B)	12,486,143	13,753,590
6. Capital Equipment	85,417,540	10,662,218
7. Others	731,138	1,653,280
Total	375,837,579	104,230,799

Particulars of employees as required u/s. 217(2A)

The Information as per Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 are as follows.

Name of the employee	Age years	Designation	Gross remuneration (Rs.)	Qualifications	Exp. years	Date of Commencement of employment	Particulars of last employment	
							Employer	Post last held
Shri R.K. Aggarwal	53	Managing Director	2,600,770	B.Com, MBA	29	Since 1979	-N.A-	
Shri R.K. Jain	49	Chief Executive Officer	4,460,600	B.Com, FCA	25	Since 1999	Nezone Tubes Ltd.	Chief Executive

Notes:

1. The appointments are contractual. Other terms and conditions are as per the Company Rules.
2. Remuneration includes, salary, allowances, medical benefits, and company's contribution to Provident fund and monetary value of perquisites at cost to the Company.

AUDITORS' CERTIFICATION ON CORPORATE GOVERNANCE

We have examined the compliance of the conditions of Corporate Governance by Bhoruka Aluminium Limited for the year ended 31st March, 2009, as stipulated under Clause 49 of Listing Agreement of the said Company entered with the Stock Exchange.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the 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.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

On the basis of records maintained by the Company, we state that during the year ended 31st March, 2009 no Investors' Grievances were pending for a period exceeding one month.

We further 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 R.S. Agarwala & Co.,
Chartered Accountants

M. Gandhi
Partner

Membership No. 22958

Place: Bangalore
Date : 27th May, 2009

MANAGEMENT DISCUSSION AND ANALYSIS

A. INDUSTRY STRUCTURE:

The year was extremely challenging with unparalleled and unprecedented volatility in commodity and financial markets. Falling property prices, hardening of interest rates impacted the construction and real estate sector, with consumers refrained from buying. The Government has announced various financial stimuli to revive growth. Interest rates have progressively been lowered and liquidity infused to spur demand, but it may take a while to notice any perceptible improvements. Against this backdrop, the company could sale 6358 MT during the year ended 31st March, 2009 as against 8404 MT in the previous year. In this challenging year, the company focused on areas such as; prompt customer service, quality and timely delivery.

The Indian economy, however, is relatively strong. Once confidence is restored, economic activity in India will rebound quickly. With, adequate manufacturing and finishing capacities, latest technology and capacity built-up in last year, excellent brand, the outlook for the company remains bright. Considering increase in population, need for significant upgradation of country's infrastructure, increasing living standards, opportunities for export, the management is optimistic of profitable growth in coming years. Globally, there is a shift of manufacturing towards Asia; aluminium extrusion is no exception, particularly against raising power and other manufacturing costs in Western countries.

B. OPPORTUNITIES:

India with 5th largest bauxite reserves in the world is one of the lowest consuming countries. A per-capita consumption of metal at 1 Kg is dismally low when compared against 30 Kgs in most of the developed countries. This offers a tremendous scope for growth, driven by sectors such as, automobiles, consumer durables, electronics, railways and constructions with new innovative designs and applications developed regularly. Aluminium extrusions, with its many inherent qualities like strength to weight ratio, versatility, corrosion resistance, aesthetic etc., score over other metals. Increase in population and disposable incomes will maintain growth of 8 – 10% in this industry.

C. THREATS

Fluctuation in aluminium prices and in foreign currency exchange rates, coupled with control of supply of aluminium by few large suppliers in the domestic market are some of the threats. These suppliers thriving on unwarranted import tariff, adjust the domestic prices frequently, causing hardship to consumers. On the other hand, reduced customs tariff offers scope of dumping of aluminum extrusions by neighbouring countries.

D. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The company has internal control system commensurate with its size and nature of business, to ensure that all assets are safeguarded and protected against unauthorised

use and that all transactions are authorised, recorded and correctly reported. The internal control systems are supplemented by clearly defined levels of authority, policy, guidelines and procedures.

E. DISCUSSION ON FINANCIAL PERFORMANCE:

Net turnover for the year ended 31st March, 2009 stood at Rs.116.49 Crores as compared with Rs 148.48 crores in the previous year, primarily on account of a sharp decline in demand, subsequent to the global slowdown. The year ended with a net loss of Rs 375.24 lakhs as against a profit of Rs 452.32 lakhs in the previous year. Fierce competition in the market and lack of price advantage for quality and reliable products led to reduction in volumes and price realisations, affecting profits.

There was a steep decline of approximately 60% in aluminium prices, in later part of the year. Incidence of metal cost purchased at higher prices could not be passed on due to sudden decrease in metal prices, demand and stiff competition.

F. INDUSTRIAL RELATIONS, HUMAN RESOURCES / TRAINING:

The company has always valued its workforce as their biggest asset. The company has a pool of competitive, dedicated and enthusiastic personnel which is the driving force behind its accelerated growth. The company's policies and practices ensure a favourable working environment with innovation and motivation. The company has always put great emphasis on training and honing the skills of staff at various levels.

As in the past the industrial relations continued to remain cordial at all levels, during the year.

CORPORATE GOVERNANCE REPORT

1) COMPANY'S PHILOSOPHY

Bhoruka Aluminium Limited's philosophy envisages transparency, integrity and accountability of the management team. The Company is continued to focus in its efforts for protecting the interest of stakeholders.

2) BOARD OF DIRECTORS

In line with the Company's policy of increasing the independence of the Board, during the year, the Company has inducted two independent Directors namely, Shri S. Krishna Kumar, a retired IAS and Shri R.V. Raghavan, FCA, from England & Wales and of India, as Directors on the Board. As on 31st March, 2009 the Board consists of seven Directors, out of which five are independent Directors. The Chairman is also non-executive and independent Director.

a) Board Composition

Sl.No.	Name of the Director	Category
1	Shri S. Krishna Kumar	Non-Executive Chairman (w.e.f. 01.08.2008)
2	Dr. M.K. Panduranga Setty	Non-Executive Director
3	Dr. B.L. Amla	Non-Executive Director
4	Shri Prabir Chakravarti	Non-Executive Director
5	Shri R.V. Raghavan	Non-Executive Director (w.e.f. 22.07.2008)
6	Shri R.K. Aggarwal	Managing Director
7	Shri Rajat Agarwal	Executive Director

b) During the financial year six meetings of the Board of Directors were held viz. on 9th May, 2008, 3rd June, 2008, 21st July, 2008, 20th October, 2008, 24th January, 2009 and 21st March, 2009.

c) Number of Board Meetings held and the attendance of each Director at the Board Meetings, last Annual General Meeting and number of other Directorship and Chairmanship/ Membership of Committee of each Director in various companies are as under:

Sl. No.	Name of the Director	No. of Meetings held	Attendance Particulars		No. of other Directorships (excluding Directorship in Pvt Company)	Committee Membership held in other Companies	
			Board Meetings	Last AGM		As Member	As Chairman
1.	Shri S. Krishna Kumar (w.e.f 1.08.2008)	3	3	-N.A-	1	1	-Nil-
2.	Dr. M.K. Panduranga Setty	6	6	Yes	4	1	-Nil-
3.	Dr. B.L. Amla	6	6	Yes	1	-Nil-	-Nil-
4.	Shri Prabir Chakravarti	6	5	Yes	9	6	-Nil-
5.	Shri R.V. Raghavan (w.e.f. 22.07.2008)	3	3	-N.A-	3	3	-Nil-
6.	Shri R.K. Aggarwal	6	6	Yes	2	-Nil-	-Nil-
7.	Shri Rajat Agarwal	6	6	Yes	-Nil-	- Nil-	-Nil-
8.	Shri M. Sreenivasa Rao (retired w.e.f. 22.07.2008)	3	2	Yes	-N.A-	-N.A-	-N.A-

d) Re-appointment of Director

At the ensuing Annual General Meeting, Dr. M.K. Panduranga Setty, Director, retires by rotation and being eligible, offers himself for re-appointment.

The Brief particulars of the Directors proposed to be appointed/re-appointed are as follows;

i. Dr. M.K. Panduranga Setty

Dr. M.K. Panduranga Setty, aged 76 years is a reputed Industrialist and a well known Educationist. He is the President of Rashtreeya Sikshana Samiti Trust, Bangalore for well over 35 years. The trust runs 23 institutions from K.G. to Post Graduation, including R.V. College of Engineering, Bangalore. He is the past president of FKCCI, Indo American Chamber of Commerce, Institute for Social and Economic Change, AIMO, Bangalore Management Association and many others. He has served on many Government of India and Karnataka Government bodies and committees. He was conferred Karnataka Rajyotsava Award, and he was also conferred with Honorary Doctorate in Literature by Avinashilingam University for Women and Mangalore University. He was a former Director of Rotary International.

Directorships

1. Krishna Plastic Industries Limited
2. The Mysore Vegetable Oil Products Limited
3. Mysore Snack Food Limited
4. D.S.Kulkarni Developers Limited

Audit Committee Member

D.S. Kulkarni Developers Limited

ii. Shri S. Krishna Kumar

Shri S. Krishna Kumar, aged 63 years, holds Master's Degrees in Physics from the Bangalore University and Public Administration from the Harvard University. He was a member of the Indian Administrative Service (IAS) from 1969-2006.

He has held several senior positions in the Government, both at New Delhi and in Karnataka, specialising in public policy and governance in sectors like international migration, infrastructure, urban development, agriculture and public finance. As the founder Secretary of the newly created Ministry of Overseas Indian Affairs (2004-06), he initiated a number of new measures including the Overseas Citizenship of India. Prior to that, as Additional Chief Secretary, Government of Karnataka (2001-04), he finalised a number of mega infrastructure projects like the prestigious Bangalore International Airport and the Hassan-Mangalore rail link. He also served as Deputy Commissioner of Bellary (1977-80) and Mysore (1980-81) districts and as CMD of Vikrant Tyres Limited, Mysore (1990-92) when India's first radial truck tyre facility was completed and dedicated to the nation by the then Finance Minister Dr. Manmohan Singh. He has also worked as an independent consultant to the IMF in Sri Lanka (1992-93) and the World Bank in Mauritius (1993-98).

After his retirement, he was Special Adviser in India to the International Organisation for Migration (IOM), Geneva (2006-07). Later, he was an Adviser to the Governor of Karnataka when the State was under President's Rule from October, 2007 to May 2008. He has also completed two consulting assignments on diaspora mobilisation - for the IOM in Mauritius (2007) and for the ILO in Armenia and Tajikistan (2008).

He is an Independent Director on the Board of Heidelberg Cement India Limited (formerly Mysore Cements Ltd), and member of the Audit Committee. He is also the Chairman of the Ethical Review Board of the M.S.Ramaiah Memorial Hospital and a member of the Managing Committee of the Mysore Education Society, Bangalore.

iii. Shri R.V. Raghavan

Shri R.V. Raghavan, aged 67 years is a Graduate and Fellow of the Institute of Chartered Accountants of England & Wales, and of India; and an alumnus of the Harvard Business School.

He is a professional manager with over 30 years of varied experience, at senior levels, in reputed companies in India and abroad. As Chartered Accountant, with specialisation in the design and implementation of Management Information Systems, Shri Raghavan's career path through the Finance function of Philips and Glaxo (both in London and in India) was followed by direct responsibility for operations in Voltas, of which he was a main member of the Board of Directors, and Chairman of their publicly traded associate, Wandleside National Conductors Ltd.

His experience profile spans Corporate Strategy, and in particular execution; cross border joint ventures, the management of human resources and the turnaround of operations.

Directorships in other Companies

S.No	Name of the Company	Member
1	T.R.F. Limited	Audit Committee
2	Andhra Pradesh Paper Mills Limited	1. Audit Committee 2. Remuneration Committee
3	Transport Corporation of India Limited	-Not Applicable-

iv. Shri R.K. Aggarwal

Shri R.K. Aggarwal, aged 53 years did his Bachelors in Commerce and Masters in Business Administration from Texas University, Austin, U.S.A.

Shri R.K Aggarwal widely traveled abroad and having vast experience and expertise in Aluminium Extrusion Industry, is the founder and core promoter of Boruka Aluminium Limited. He is known for his entrepreneurship, ethics, and leadership in business management.

BAL, in his leadership has scaled new heights in the last 27 years.

He holds directorship in TCI Industries Limited and Boruka Agro Greens Limited.

COMMITTEES OF THE BOARD

3. AUDIT COMMITTEE

The role of the Audit Committee includes:

- a. Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements reflect true and fair view.
- b. Recommendation of appointment and removal of external auditor/internal auditor(s) and fixation of their remuneration.
- c. Review of financial statements before submission to the Board.
- d. Review with the management, Performance of statutory and internal auditors and the adequacy of internal control systems.

- e. Review the adequacy of internal audit functions, including the structure of the internal audit department.
- f. Discussion with internal auditors on any significant findings and follow up thereon.
- g. Review the findings of any internal investigations by the internal auditors into matter where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board.
- h. Discussion with external auditors before the audit commences, the nature and the scope of audit as well as to have post audit discussion.
- i. Review the Company's financial and risk management policies.
- j. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, stakeholders (in case of non - payment of declared dividends) and creditors.

Composition of the Audit Committee

SI No.	Name of the Director	Title	Status
1.	Shri S. Krishna Kumar	Chairman	Independent and Non-Executive Directors
2.	Dr. B.L. Amla	Member	
3.	Shri Prabir Chakravarti	Member	
4.	Shri R.K. Aggarwal	Member	Managing Director

During the year six meetings of the Audit Committee were held viz on 9th May, 2008, 3rd June, 2008, 21st July, 2008, 20th October, 2008, 24th January, 2009 and 21st March, 2009.

Attendance of the Committee Members:

Name of the Member	Shri S. Krishna Kumar	Dr. B.L. Amla	Shri Prabir Chakravarti	Shri R.K. Aggarwal	Shri M. Sreenivasa Rao
Number of meetings held	2 (w.e.f. 1.8.08)	6	6	6	2 (rtd.w.e.f. 22.07.08)
Meetings present	2	6	5	6	2

4) REMUNERATION COMMITTEE

Composition of the Remuneration Committee:

SI. No.	Name of the Director	Title	Status
1.	Shri Prabir Chakravarti	Chairman	Independent and Non-Executive Directors
2.	Dr. B.L. Amla	Member	
3.	Dr. M.K. Panduranga Setty	Member	

During the year under review one meeting of the Remuneration Committee was held on 21st March, 2009 and all the three members were present at the meeting.

Details of the Remuneration paid to the Directors

(Amount Rs)

Name of Director	Position	Salary	Contribution to P.F	Perks and Allowance
Shri R.K. Aggarwal	Managing Director	15,00,000	1,80,000	9,20,770
Shri Rajat Agarwal	Executive Director	6,00,000	1,29,600	4,73,910

The appointment is terminable by either party giving the other six months notice in writing without assigning any reason and without liability to pay any compensation.

Sitting fees paid to Non-Executive Directors

Sl.No.	Name of the Director	Rs.
1.	Shri S. Krishna Kumar	10,000
2.	Dr. M.K. Panduranga Setty	16,000
3.	Dr. B.L. Amla	28,000
4.	Shri Prabir Chakravarti	24,000
5.	Shri. R.V. Raghavan	6,000
6.	Shri M. Sreenivasa Rao	10,000

5. SHARE TRANSFER AND INVESTORS' GRIEVANCES COMMITTEE

Role of the Committee is to redress the complaints relating to transfer, transmission of shares, non-receipt of dividend warrants and related matters. Normally, the grievances are resolved within a period of 8-10 days keeping the complaints as minimum as possible. This Committee has not met during the year, as there were no complaints received during the year except;

- general enquiry about conversion of physical shares into demat, change of address;
- issue of demand drafts in lieu of the stale dividend warrants. The same have been redressed immediately.

Composition

Sl. No.	Name of the Director	Title	Status
1.	Dr. B.L. Amla	Chairman	Independent and Non-Executive Directors
2.	Dr. M.K. Panduranga Setty	Member	
3.	Shri R.K. Aggarwal	Member`	Managing Director

Compliance Officer:

Shri K. Chandra Sekhar, Company Secretary is Compliance Officer of the Company for complying with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 1992 and the Listing Agreement entered with the Stock Exchange.

6. CODE OF BUSINESS CONDUCT AND ETHICS FOR THE BOARD MEMBERS AND THE SENIOR MANAGEMENT PERSONNEL

The Board of Directors have adopted the Code of Business Conduct and Ethics for the Board Members and the Senior Management Personnel. This Code is available on the Company's website www.bhorukaaluminium.com.

The Company has obtained from all the members of the Board and the Senior Management Personnel, affirmation that they have complied with the Code of Business Conduct and Ethics during the year 2008-09.

7. GENERAL BODY MEETINGS

Date, Venue and time of the last three Annual General Meetings

Financial year	Date & Time	Venue	No. of special resolutions passed
2005-06	16 th September, 2006 at 11.30 A M	# 1, KRS Road, Metagalli, Mysore - 16	-Nil-
2006-07	18 th September, 2007 at 11.45 A M	# 1, KRS Road, Metagalli, Mysore - 16	One
2007-08	21 st July, 2008 at 11.45 A M	# 1, KRS Road, Metagalli, Mysore - 16	-Nil-

No special resolution on matters requiring postal ballot is placed for shareholders approval at this ensuing Annual General Meeting.

8. DISCLOSURES

- i. There are no materially significant related party transactions i.e. transactions of the company of material nature with its promoters, directors and their relatives etc., that would have potential conflict with the interest of the Company at large. However, the disclosures as required under Accounting Standard -18 are provided in the notes on accounts.
- ii. No penalties or strictures have been imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the period under review.

Internal Audit functions and Statutory Compliances:

- iii. Internal Audit functions of the Company have been carried out by a firm of Chartered Accountants. The Reports of the Internal Auditors' on the operations and financial transactions and the management action taken report on the internal auditors' observations are being circulated to the Audit Committee for its review.
- iv. For every quarter, the CEO makes report on Statutory Compliances which is placed before the Board Meeting.
- v. **CEO / CFO Certification**

The Managing Director and CEO discharging the finance functions have certified to the Board in accordance with Clause 49 (V) of the Listing Agreement and also as amended, for the financial year ended 31st March, 2009.

9. MEANS OF COMMUNICATION

The Company's Financial Results have been submitted to the Stock Exchange immediately after they are approved by the Board. These Financial Results for first two quarters were published in Business Line and Sanjevani and for third and fourth quarters were published in Economic Times and Sanjevani. The same have been posted on the Company's website www.bhorukaaluminium.com

The Management Discussion and Analysis is provided elsewhere in this Annual Report.

10. GENERAL INFORMATION TO SHAREHOLDERS

(a) Compliance of Insider Trading Norms

The Company has adopted the Code of internal control procedures and conduct for listed Companies notified by the Securities Exchange Board of India (SEBI), prohibiting the Insider Trading. During the year, the Board has also revised the Code of Conduct duly incorporating the amendments made by the Securities Exchange Board of India to the existing provisions. A policy document on internal Code of Conduct is available at the registered office of the Company. Insiders are complying with the code of conduct adopted by the Company from time to time wherever applicable.

(b) Annual General Meeting

As indicated in the notice to our shareholders, the Twenty Ninth Annual General Meeting of the Company will be held on **Friday the 24th July, 2009 at 11.30 a.m, at Golden Landmark Resort, # 45/A, KRS Road, Metagalli, Mysore – 570 016.**

(c) Financial Calendar 2009-10 (Tentative)

Financial Year	:	April 1, 2009 to March 31, 2010
First quarter results	:	By the end of July, 2009
Second Quarter results	:	By the end of October, 2009
Third Quarter results	:	By the end of January, 2010
Fourth Quarter results	:	By the end of April, 2010
Annual results for year the ending 31 st March, 2010	:	By the end of May, 2010
Annual General Meeting for the year 2009-10	:	By the end of July, 2010

(d) Date of Book Closure:

From Monday, the 20th July, 2009 to Friday, the 24th July, 2009 (both days inclusive).

(e) Listing of Securities:

Company's shares are listed and traded with Bombay Stock Exchange Limited (BSE). Annual Listing fee for the year 2009-10 has been paid to the Stock Exchange. The Custodian fees for both the depositories have also been paid for the financial year 2009-10.

Scrip Code: BSE: 506027

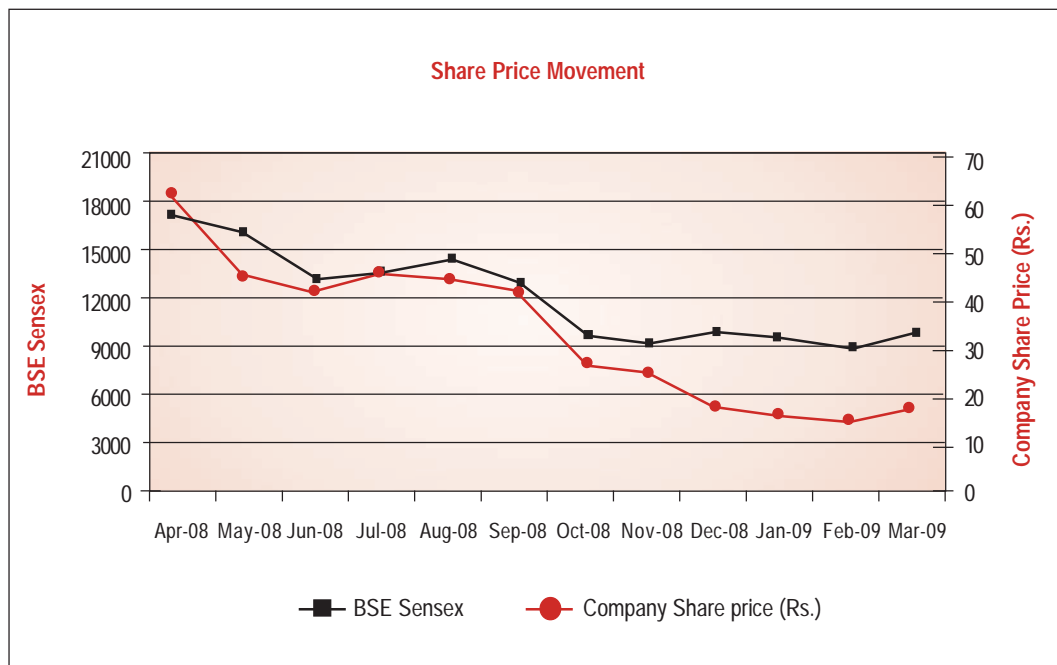
Company's ISIN number is INE866G01013

(f) Stock Prices Data

The details of monthly High & Low quotations on Bombay Stock Exchange during the financial year 2008-09 are as under:-

Year 2008-09	Quotation(Rs)	
	High	Low
April 2008	64.90	40.75
May 2008	61.95	43.60
June 2008	51.70	39.80
July 2008	47.85	37.80
August 2008	49.45	40.30
September 2008	48.00	35.00
October 2008	44.80	22.05
November 2008	33.00	22.95
December 2008	24.00	16.80
January 2009	20.75	15.25
February 2009	15.80	13.15
March 2009	16.50	13.31

(g) The Company's share price movement vis-a-vis BSE Sensex



(h) Distribution of Shareholding

The shareholding distribution of equity shares as on 31st March, 2009:

Share Holding Range(s)		Folios		Equity Shares Held	
From	To	Number	Percentage	Number	Percentage
1	500	4,356	94.98	438,744	9.60
501	1,000	92	2.01	78,182	1.72
1,001	2,000	63	1.37	100,000	2.20
2,001	3,000	19	0.41	48,232	1.06
3,001	4,000	8	0.17	29,239	0.64
4,001	5,000	4	0.09	20,000	0.44
5,001	10,000	15	0.33	119,902	2.64
Above	10,001	29	0.64	3,701,601	81.70
Total		4,586	100.00	4,535,900	100.00

(i) Shareholding Pattern as on 31st March, 2009

Particulars	Folios	Percentage	Equity Shares	
			Number	Percentage
Promoters' holding				
Promoters/Relatives	10	0.22	2,655,214	58.54
Non-Promoter holding				
Resident Individual	4,507	98.28	1,088,223	23.98
Non-Resident Individuals	2	0.04	275	0.01
Bodies Corporate	60	1.31	639,927	14.11
Overseas Corporate Bodies	-	-	-	-
Foreign Institutional Investors	-	-	-	-
Nationalized Banks	-	-	-	-
Public Financial Institutions	1	0.02	150,000	3.31
Mutual Fund	1	0.02	1,850	0.04
Non Nationalized Bank	-	-	-	-
Clearing Members	5	0.11	411	0.01
Total	4,586	100.00	4,535,900	100.00

(j) Dematerialisation of shares

Trading in Equity Shares is permitted only in dematerialised form as per notification issued by the SEBI.

Our Company's shares have been dematerialised. The Company has appointed M/s Karvy Computershare Private Limited, 17-244, Vittal Rao Nagar, Madhapur, Hyderabad – 500 081, as Registrars and Share Transfer Agents (STA) for effecting physical share transfers, transmission, etc and approval for demat of shares and related matters. Members desirous of converting their physical shares into demat are requested to send their share certificates to the Registrars and Share Transfer Agents, M/s. Karvy Computershare Private Limited at the above address through their Depository Participants (DPs).

Over 81.72% of our Company's share have already been dematerialised as on 31st March, 2009.

Physical Shares received for transfers are generally registered within a period of 10-12 days from the date of receipt of the valid and duly filled-up transfer deeds.

(k) There are no outstanding GDRs/ADRs

(l) In respect of transfer of physical shares, Shareholders are advised to contact either Compliance Officer, Bhoruka Aluminium Limited # 1, KRS Road, Metagalli, Mysore-570 016 or Registrars and Share Transfer Agents M/s. Karvy Computershare Private Limited, 17-244, Vittal Rao Nagar, Madhapur, Hyderabad – 500 081, Andhra Pradesh Telephone: 040-23420815-28.

(m) Plant Location & Registered Office

Works and Registered Office: Bhoruka Aluminium Limited, # 1, KRS Road, Metagalli, Mysore–570 016, Karnataka, India Phone +91-0821-2582116, 2582982 & +91-0821-4286100.

For Investors' Grievance E-mail : company.secretary@bhorukaaluminium.com.

Website of the Company : www.bhorukaaluminium.com.

DECLARATIONS:

COMPLIANCE WITH CODE OF BUSINESS CONDUCT AND ETHICS

The Company has obtained from all the members of the Board and the Senior Management Personnel, affirmation that they have complied with the Code of Business Conduct and Ethics for the Board Members and the Senior Management Personnel, during the financial year 2008-09.

For **Bhoruka Aluminium Limited**

Place: Bangalore
Date: 27th May, 2009

R.K. Aggarwal
Managing Director

CEO/CFO CERTIFICATION

As required by sub clause V of Clause 49 of the Listing Agreement entered with the Stock Exchange, we have certified to the Board that for the financial year ended 31st March, 2009, the Company has complied with the requirements of the said sub-clause.

For **Bhoruka Aluminium Limited**

Place: Bangalore
Date: 27th May, 2009

R.K. Aggarwal
Managing Director

R.K. Jain
Chief Executive Officer

AUDITORS' REPORT TO THE MEMBERS

1. We have audited the attached Balance Sheet of **M/s. BHORUKA ALUMINIUM LIMITED** as at March 31, 2009, and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the 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 the Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2003, issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we annex hereto a statement on the matter specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to in paragraph (3) above, we report that:
 - a. we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the books and proper returns adequate for the purpose of our audit have been received from branches of the Company, not visited by us;
 - c. the Balance Sheet, the Profit and Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d. in our opinion, the Balance Sheet, the Profit and Loss Account and the Cash Flow Statement dealt with by this report, comply with applicable Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
 - e. on the basis of written representations received from the directors, as on March 31, 2009, and taken on record by the Board of Directors, we report that none of the directors of the Company are disqualified as on March 31, 2009 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 the 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 in conformity with the accounting principles generally accepted in India:

- i. in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2009;
- ii. in the case of the Profit and Loss Account, of the loss for the year ended on that date; and
- iii. in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For **R.S. Agarwala & Co.**,
Chartered Accountants

Place: Bangalore
Date: 27th May, 2009

M. Gandhi
Partner.
Membership No. 22958

ANNEXURE TO AUDITORS' REPORT

(Referred to the paragraph 3 of our report of even date)

1. a. The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
b. As explained to us, the fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such physical verification.
c. There was no disposal of substantial part of its fixed assets during the year.
2. a. Physical verification of inventory has been conducted by the management at reasonable intervals.
b. The procedures for physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
c. The company has maintained proper records of inventory and no major discrepancies were noticed on physical verification.
3. In our opinion and according to the information and explanations given to us, the company has not taken or granted any loans, secured or unsecured to Companies, Firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods and services. Further, we have not come across any major weakness in the internal control system nor we have been informed of any such instance.
5. In respect of transactions covered under Section 301 of the Companies Act, 1956:
 - (a) In our opinion and according to the information and explanations given to us, the transactions that need to be entered into the register maintained under section 301 have been so entered.
 - (b) In our opinion and according to the information and explanations given to us, the transactions with parties exceeding the value of Rupees five lakhs each entered into during the financial year, are at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. In our opinion and according to information and explanations given to us, the Company has not accepted any fixed deposits from the public, under Section 58A, 58AA or any other relevant provisions of the Companies Act, 1956.
7. In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
8. We have broadly reviewed the books of account and records maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 209(1) (d) of the Companies Act, 1956 and are of the opinion that prima facie the prescribed records have been made and maintained. We have not, however, made a detailed examination of the same.

9. According to the records of the Company, it has generally been regular in depositing undisputed statutory dues including Provident Fund and Employees' State Insurance, Income-tax, Sales-tax, Custom Duty, Excise Duty, Service-tax, Cess and other statutory dues during the year with the appropriate authorities, and there are no arrears of outstanding statutory dues as on that date, for a period of more than six months from the date they became payable.
10. The Company has accumulated loss of Rs. 4,912,538 as on 31st March, 2009, which is less than fifty 50 percent of Company's net worth.
11. Based on our audit procedures and as per the information and explanations given by the management, during the year, the Company has defaulted in repayment of dues of Rs. 23,044,130 to the Bank, since October, 2008. The Company has made an application to the Bank for re-schedulement of the loan.
12. According to the information and explanations given to us, the Company has not granted any loans and advances on the basis of securities by way of pledge of shares, debentures and other securities.
13. The nature of Company's activities during the year is such that clauses (xiii) and (xiv) of paragraph 4 of Companies (Auditors' Report) Order, 2003 are not applicable to the Company for the year.
14. The Company has not given any guarantee for loans taken by others from banks or financial institutions.
15. Based on our audit procedures and information and explanation given by the management, the Company has used the term-loan for the purpose for which the same has been obtained.
16. On the basis of information and explanations given to us and on an overall examination of the Balance Sheet and the Cash Flow Statement of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term investment.
17. The Company has not made any preferential allotment of shares during the year.
18. The Company has not issued any debentures during the year.
19. The Company has not raised any money by the public issue during the year.
20. Based upon the audit procedures performed and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For **R.S. Agarwala & Co.,**
Chartered Accountants

M. Gandhi
Partner.

Membership No. 22958

Place: Bangalore
Date: 27th May, 2009

BALANCE SHEET AS AT 31ST MARCH, 2009

	Schedule No.	As at 31st March 2009 Rs.	As at 31st March 2008 Rs.
SOURCES OF FUNDS			
Shareholders' Funds			
Capital	01	45,416,500	45,416,500
Reserves & Surplus	02	16,587,462	56,387,305
		<u>62,003,962</u>	<u>101,803,805</u>
Loan Funds			
Secured loans	03	588,218,208	251,766,358
Unsecured loans	04	92,478,510	92,175,980
		<u>680,696,718</u>	<u>343,942,338</u>
Deferred Tax Liability		11,140,229	14,812,895
TOTAL		<u>753,840,909</u>	<u>460,559,038</u>
APPLICATION OF FUNDS:			
Fixed Assets:			
Gross block	05	662,949,830	321,240,584
Less: Depreciation		124,606,776	111,633,694
Net block		538,343,054	209,606,890
Capital Work in Progress		442,804	25,230,523
		<u>538,785,858</u>	<u>234,837,413</u>
Investments	06	10,963,800	10,963,800
Current Assets, Loans and Advances:			
Inventories	07	283,030,860	248,922,721
Sundry debtors	08	151,472,889	153,171,125
Cash and bank balances	09	36,790,710	24,382,374
Loans and advances	10	39,570,364	27,037,126
		<u>510,864,823</u>	<u>453,513,346</u>
Less: Current Liabilities and Provisions:			
Liabilities	11	281,733,333	210,332,716
Provisions	12	25,040,239	28,422,805
		<u>306,773,572</u>	<u>238,755,521</u>
Net Current Assets		<u>204,091,251</u>	<u>214,757,825</u>
TOTAL		<u>753,840,909</u>	<u>460,559,038</u>
Notes on Accounts	19		

Schedule 01 to 12 and Schedule 19 referred to above form an integral part of the Balance Sheet

In terms of our report of even date

For and on behalf of the Board

for **R.S. AGARWALA & CO.,**
Chartered Accountants

Dr. B.L. Amla
Director

R.K. Aggarwal
Managing Director

Rajat Agarwal
Executive Director

M. Gandhi
Partner.
Membership No: 22958

R.K. Jain
CEO

K. Chandra Sekhar
Company Secretary

Bangalore, 27th May, 2009

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

	Schedule No.	As at 31st March 2009 Rs.	As at 31st March 2008 Rs.
INCOME			
Sales		1,290,706,310	1,679,072,004
Less: Excise Duty		125,840,142	194,324,057
Net Sales		1,164,866,168	1,484,747,947
Miscellaneous income	13	765,903	2,469,910
Increase/(Decrease) in Stock	14	9,681,925	31,172,321
TOTAL		1,175,313,996	1,518,390,178
EXPENDITURE			
Materials consumed		791,919,710	1,041,644,392
Purchase of Traded Goods		18,541,527	20,003,560
Manufacturing expenses	15	149,698,584	151,268,888
Personnel expenses	16	82,008,107	72,232,052
Selling & Administrative expenses	17	68,335,100	62,425,893
Finance charges	18	89,482,333	87,787,137
Depreciation	5	15,906,671	12,680,575
TOTAL		1,215,892,032	1,448,042,497
Profit before Tax		(40,578,036)	70,347,681
Provision for Tax			20,384,400
- Current		-	
- Deferred		(3,672,666)	3,262,018
- Fringe Benefit Tax		618,468	1,469,505
Profit after Tax		(37,523,838)	45,231,758
Balance brought forward from previous year		34,887,305	16,023,678
Balance Available for Appropriation		(2,636,533)	61,255,436
APPROPRIATIONS			
Income-Tax of earlier year		2,276,005	-
Proposed Dividend		-	5,443,080
Tax on Dividend		-	925,051
Transfer to General Reserve		-	20,000,000
Balance carried to Balance sheet		(4,912,538)	34,887,305
Earnings per Share (Basic/Diluted)		(8.77)	9.97

(Refer note # 7 of Schedule 19)

Notes on Accounts 19

Schedule 13 to 18 and Schedule 19 referred to above form an integral part of the Profit and Loss Account.

In terms of our report of even date

For and on behalf of the Board

for **R.S. AGARWALA & CO.,**
Chartered Accountants

Dr. B.L. Amla
Director

R.K. Aggarwal
Managing Director

Rajat Agarwal
Executive Director

M. Gandhi
Partner.

R.K. Jain
CEO

K. Chandra Sekhar
Company Secretary

Membership No: 22958

Bangalore, 27th May, 2009

SCHEDULES TO THE ACCOUNTS

	31st March 2009 Rs.	31st March 2008 Rs.
1. SHARE CAPITAL		
AUTHORISED		
14,750,000 EQUITY SHARES OF RS.10/- EACH	147,500,000	147,500,000
250,000 UNCLASSIFIED SHARES OF RS.10/- EACH	2,500,000	2,500,000
	<u>150,000,000</u>	<u>150,000,000</u>
ISSUED, SUBSCRIBED AND PAID UP		
4,535,900 Equity shares of Rs. 10/- each fully paid up	45,359,000	45,359,000
Add: Amount paid on shares forfeited	57,500	57,500
	<u>45,416,500</u>	<u>45,416,500</u>
2. RESERVES & SURPLUS		
Central subsidy	1,500,000	1,500,000
General Reserve	20,000,000	-
Amount transferred from Profit and Loss Account	-	20,000,000
Profit & Loss Account - balance	(4,912,538)	34,887,305
	<u>16,587,462</u>	<u>56,387,305</u>
3. SECURED LOANS		
Term Loans		
From Banks		
Secured by First Charge on all movable and immovable assets, both present and future, of the company.	293,932,352	72,672,021
Secured by hypothecation of Vehicles acquired under Hire Purchase Agreements	9,250,395	9,424,251
(Repayable within one year Rs.36,886,350 Previous year Rs. 24,400,066)		
Working Capital Loans from Banks	285,035,461	169,670,086
(Including foreign currency loan (FCNR) of Rs.129,633,570 Previous year Rs.102,231,250)		
Secured by First Charge on all immovable and movable assets, both present and future, of the company.		
In addition, the above loans are guaranteed by the Managing Director and a third party	<u>588,218,208</u>	<u>251,766,358</u>
4. UNSECURED LOANS		
Karnataka State Development Loan	923,000	923,000
Others	91,555,510	91,252,980
	<u>92,478,510</u>	<u>92,175,980</u>

5. FIXED ASSETS

Particulars	Gross Block				Depreciation				Net Block	
	As at 01.04.2008	Additions	Deletions	Balance as at 31.03.2009	As at 01.04.2008	For the year	Adjustment on deductions	Balance as at 31.03.2009	As at 31.03.2009	As at 31.03.2008
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Land - Freehold	916,423	-	-	916,423	-	-	-	-	916,423	916,423
Building	85,126,056	a. 127,250,022 b. 191,027,738	-	212,376,078	18,021,824	3,026,728	-	21,048,552	191,327,526	67,104,232
Plant & Machinery	179,851,751	4,201,469	4,201,469	366,778,020	75,379,817	7,503,622	2,784,988	80,098,451	286,679,569	104,571,994
Electrical installations	15,679,240	21,903,259	-	37,582,499	8,302,402	944,015	-	9,246,417	28,336,082	7,376,838
Computers	9,091,190	1,505,608	-	10,596,798	783,858	1,490,676	-	2,274,534	8,322,264	8,307,332
Office Equipments	9,929,628	1,199,615	37,470	11,091,773	4,346,080	1,120,594	24,683	5,441,991	5,649,782	5,583,538
Furniture & fixtures	3,808,049	521,438	-	4,329,487	1,721,004	211,558	-	1,932,562	2,396,925	2,087,045
Motor vehicles	16,738,246	2,970,173	429,667	19,278,752	3,078,689	1,609,478	123,908	4,564,269	14,714,483	13,659,547
TOTAL	321,240,583	346,377,853	4,688,606	662,949,830	111,633,694	15,906,671	2,933,589	124,606,776	538,343,054	209,606,889
Previous Year	258,572,328	64,160,800	1,492,545	321,240,583	99,302,397	12,680,575	349,278	111,633,694	-	-
Capital Work-in-Progress									442,804	25,230,523
Total									538,785,858	234,837,412

Note: Includes Interest on borrowings (a) Rs.12,076,857 & (b) Rs. 13,733,908

SCHEDULES TO THE ACCOUNTS

	31st March 2009 Rs.	31st March 2008 Rs.
6. INVESTMENTS (at cost)		
LONG TERM INVESTMENTS-Non-Trade		
Government Securities - Unquoted		
National Savings Certificates / Indira Vikas Patras (Deposited with Sales Tax & Excise Departments)	11,300	11,300
QUOTED		
Fully paid Equity Shares of Joint Stock Companies (All pledged with the Bank)		
51250 TCI Industries Ltd of Rs. 10 each	8,712,500	8,712,500
75500 TCI Finance Ltd of Rs. 10 each	2,240,000	2,240,000
	<u>10,963,800</u>	<u>10,963,800</u>
Market Value of quoted Investments	44,017,910	120,359,088
	<u>44,017,910</u>	<u>120,359,088</u>
7. INVENTORIES:		
(As taken valued and certified by the management)		
AT LOWER OF COST AND NET REALISABLE VALUE		
Finished goods	36,351,591	28,516,195
Goods at bonded warehouse	16,802,833	20,003,560
Raw materials	47,942,138	48,587,209
Work in progress	82,703,831	77,656,575
Stores, spares & consumables (At cost)	99,230,467	74,159,182
	<u>283,030,860</u>	<u>248,922,721</u>
8. SUNDRY DEBTORS		
(Unsecured - considered good)		
Outstanding for more than six months	1,032,766	1,231,953
Others	150,440,123	151,939,172
	<u>151,472,889</u>	<u>153,171,125</u>
9. CASH AND BANK BALANCES		
Cash in hand	1,526,388	1,057,634
Balances with Scheduled banks		
- In Current accounts	2,910,322	774,740
- In Deposit accounts	32,354,000	22,550,000
	<u>36,790,710</u>	<u>24,382,374</u>
10. LOANS AND ADVANCES		
(Unsecured - considered good)		
Advances recoverable in cash or in kind or for value to be received	22,526,656	15,754,537
Advance Payment of Taxes	2,564,631	
Deposits	14,479,077	11,282,589
	<u>39,570,364</u>	<u>27,037,126</u>

SCHEDULES TO THE ACCOUNTS

	31st March 2009 Rs.	31st March 2008 Rs.
11. CURRENT LIABILITIES		
Sundry creditors	280,670,833	209,653,173
Sundry deposits	1,062,500	679,543
	<u>281,733,333</u>	<u>210,332,716</u>
12. PROVISIONS		
Dividend Tax	-	925,051
Proposed Dividend	-	5,443,080
Gratuity & Leave Encashment	25,040,239	22,054,674
	<u>25,040,239</u>	<u>28,422,805</u>
13. MISCELLANEOUS INCOME		
Sundry Balances written back (Net)	-	227,584
Other Income	765,903	2,242,326
	<u>765,903</u>	<u>2,469,910</u>
14. INCREASE/(DECREASE) IN STOCK		
Opening Stock :		
Finished goods	28,516,195	37,310,834
Goods at bonded warehouse	20,003,560	-
Work in progress	77,656,575	57,693,175
	<u>126,176,330</u>	<u>95,004,009</u>
Less : Closing Stock		
Finished goods	36,351,591	28,516,195
Goods at bonded warehouse	16,802,833	20,003,560
Work in progress	82,703,831	77,656,575
	<u>135,858,255</u>	<u>126,176,330</u>
INCREASE/(DECREASE) IN STOCK	<u>9,681,925</u>	<u>31,172,321</u>
15. MANUFACTURING EXPENSES:		
Power and fuel	79,429,547	81,080,246
Consumption of stores, spares & consumables	57,864,726	55,454,384
Others	8,973,460	7,444,424
Repairs and maintenance to machineries	3,116,819	4,484,747
Repairs and maintenance to buildings	314,032	2,805,087
	<u>149,698,584</u>	<u>151,268,888</u>
16. PERSONNEL EXPENSES		
Salaries, wages and bonus	67,102,139	59,566,510
Gratuity	4,489,359	3,156,064
Contribution to provident and other funds	3,626,575	3,365,674
Workmen and staff welfare expenses	6,790,034	6,143,804
	<u>82,008,107</u>	<u>72,232,052</u>

SCHEDULES TO THE ACCOUNTS

	31st March 2009 Rs.	31st March 2008 Rs.
17. SELLING AND ADMINISTRATIVE EXPENSES		
Freight outward	6,972,712	3,419,087
Packing charges	19,833,366	14,148,407
Sales Tax and Octroi	4,393,122	8,333,009
Sales Promotion & Advertisement	815,864	1,182,860
Discount & commission	4,694,232	4,103,639
Rent	1,679,350	1,138,195
Rates and taxes	217,505	889,663
Repairs & Maintenance Others	1,711,119	2,142,148
Telephone charges	1,715,545	1,820,437
Printing and stationery	1,184,378	1,476,387
Insurance	2,520,187	1,826,644
Legal and consultancy charges	1,927,520	2,758,966
Exchange Fluctuation Difference	1,319,984	-
Travelling & conveyance expenses	11,519,947	12,403,100
Directors' Remuneration		
Salaries & Allowance	3,494,680	3,387,635
Sitting Fees	94,000	74,000
Auditors Remuneration	80,556	75,000
Sundry Balances written off (Net)	114,162	-
Miscellaneous expenditure	2,961,854	2,304,383
Loss on Sale of Fixed Assets	1,085,017	942,333
	68,335,100	62,425,893
18. FINANCE CHARGES		
Fixed loans	7,239,387	8,771,074
Other loans	76,930,651	73,781,512
Other charges	7,243,928	7,229,145
	91,413,966	89,781,731
Less: Interest received	1,931,633	1,994,594
(Tax at source Rs.406,540 Previous year Rs.406,453)	89,482,333	87,787,137

19. NOTES ON ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES :

BASIS OF PREPARATION OF ACCOUNTS

The Financial Statements have been prepared in compliance with all material aspects of the applicable Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI) and based on historical cost convention on accrual basis.

RECOGNITION OF INCOME & EXPENDITURE

Sales are inclusive of excise duty. Materials returned / rejected are accounted in the year of return / rejection. Expenses are accounted on accrual basis net of service tax, wherever applicable and provision is made for all known losses and liabilities.

FIXED ASSETS

Fixed Assets are stated at cost of acquisition. Direct costs comprising of purchase price, import duties, levies and any other directly attributable costs of bringing the asset to their working condition are capitalised.

Depreciation is provided on Fixed Assets from the date of assets are put to use, on a straight line method, at rates prescribed under Schedule XIV of the Companies Act, 1956.

INVENTORIES

Finished goods and raw materials are valued at lower of cost or the net realisable value inclusive of excise duty as recommended under Accounting Standard (AS-2). Work-in-progress process and Consumable stores and spares are valued at cost using the first-in first out method.

A periodic review is made of slow moving stock and appropriate provisions are made for anticipated losses, if any.

INCOME - TAX

Current Income-tax is determined in accordance with the provisions of the Income-tax Act, 1961.

Deferred tax liability is recognised, subject to consideration of prudence, on timing differences, representing the differences between the taxable income and accounting income that originated in one period and capable of reversing in one or more subsequent periods. Deferred tax assets and liabilities are measured using current tax rates.

INVESTMENTS

Investments are classified into current and long term investments and stated at cost. Provision for diminution, if any, is made to recognise a decline, other than temporary, in the value of long term investments.

RETIREMENT BENEFITS

Retirement benefits in the form of provident fund, gratuity and leave encashment is accounted on actuarial basis and charged to profit and loss account.

FOREIGN CURRENCY TRANSACTIONS

Export Sales and import purchases are accounted at the rates prevailing at the date of transaction. Gain and losses on settlement of such transactions and from translation of monetary assets and liabilities are accounted in the profit and loss account.

IMPAIRMENT

Impairment of Assets is assessed at each balance sheet date and loss is recognized whenever the recoverable amount of an asset is less than its carrying amount.

2. CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF:

(Rupees in Lakhs)

Particulars	31 st March, 2009	31 st March, 2008
Estimated amount of contracts remaining to be executed on capital account	Nil	896.63
- Bills discounted with Banks	1044.11	2004.48
- Bank Guarantees outstanding	41.38	58.49
- R.O.R	194.43	212.10
- Service tax under dispute	0.65	0.65

3. DIRECTORS' REMUNERATION:

(Rupees)

Particulars	31 st March, 2009	31 st March, 2008
Salary & Allowances	2,520,000	2,310,000
Money value of Perquisites	974,680	1,077,635
Contribution to Provident & other Funds	309,600	234,000

The above does not include contribution to gratuity fund and provision for encashable leave, L.T.A, which is actuarially calculated on an overall basis.

4. In terms of Accounting Standard (AS-11) "The Effect of changes in Foreign Exchange Rates" on translation of monetary items at the year end exchange rate, there is notional exchange loss of Rs.1,319,984/- which has been charged to the Profit & Loss Account.

5. SEGMENT INFORMATION:

The operation of the company is primarily engaged in the business of manufacturing, processing and dealing in Aluminium Extrusions. Since all the activities are governed by the same set of risk and returns, these have been grouped as a single segment. In view of this, the segment reporting prescribed under Accounting Standard – 17 is not applicable to the company.

6. RELATED PARTY TRANSACTIONS:

Related parties with whom transactions have taken place during the year:

Key Management Personnel:

Shri R.K. Aggarwal	Managing Director
Shri Rajat Agarwal	Executive Director

Related Party	Nature of Relationship	Transactions (Rs.)		
		Sales	Purchase	Outstanding as on 31 st March,2009
Bhoruka Agro Greens Ltd	Associate	NIL	NIL	NIL
Bhoruka Fabcons Private Limited	Associate	17,698,263	1,448,764	6,627,157

7. EARNINGS PER SHARE:

Particulars	31 st March, 2009	31 st March, 2008
No. of equity shares outstanding (Nos.in lakhs)	45.359	45.359
Net profit /(loss) after tax available for equity shareholders (Rs. In lakhs)	(397.99)	452.31
Basic earning per share of Rs. 10/- each	(8.77)	9.97
Diluted earning per share of Rs. 10/- each	(8.77)	9.97

8. AUDITORS' REMUNERATION:

(In Rupees)

Particulars	31 st March, 2009	31 st March, 2008
Audit fees	60,000	60,000
Tax Audit fees	15,000	15,000
Out of pocket expenses	5,556	Nil

9. There are no Micro, Small and Medium Enterprises to whom dues are outstanding for more than 45 days at the year end as determined to the extent such parties have been identified on the basis of information available with the Company.

10. Adequate provisions as required by Accounting Standard 15 employees benefits has been made and no further liability on this account is envisaged.

11. HIRE PURCHASE:

Motor vehicles purchased on non-cancelable hire purchase basis:

(In Rupees)

Particulars	31 st March, 2009	31 st March, 2008
Hire purchase expenditure included in Profit and Loss account	974,183	766,322
Total minimum instalments for fixed and non-cancelable term as at year ended	11,291,675	11,569,177
Not later than one year	3,188,464	3,241,764
More than one year less than five years	8,103,211	8,327,413

12. GROUP

Persons constituting Group coming within the definition of "Group" as defined in the Monopolies and Restrictive Trade Practices Act, 1969 include.

1. Smt. Sannodevi Agarwal
2. Shri R.K. Aggarwal
3. Smt. Urmila Agarwal
4. Shri Rajat Agarwal
5. Smt. Tanushree Hazarika Agarwal
6. Shri Utsav Agarwal
7. Rockstrong Investments Private Limited
8. Sunbright Investments Private Limited
9. Elegant Enterprises
10. Rajkumar Aggarwal, Karta
11. Rajkumar & Sons (HUF)
12. Bhoruka Agro Greens Limited
13. Bhoruka Fabcons Private Limited

13. Previous year's Figures have been regrouped / restated wherever necessary to conform to current year's classification.

Additional information pursuant to the provision of paragraph 3 & 4 of part II of Schedule VI

Particulars	March 31, 2009		March 31, 2008	
	Quantity MT	Amount Rs.	Quantity MT	Amount Rs.
Capacity and production				
Class of goods : Aluminium Extrusions				
Installed capacity	18,000		8,500	
Production	6,246		8,361	
Job work			18	
Purchases	195	18,541,527	160	20,003,560
Sales - Extrusions Manufactured	6211	1,132,257,682	8404	1,482,855,054
Sales - Extrusions Traded	147	26,755,602	-	-
- Others	-	3,435,809	-	-
- Scrap	-	2,417,075	-	1,892,892
Stocks				
Opening Stock	131	28,516,195	174	37,310,834
Stocks at Bonded Warehouse	160	20,003,560	-	-
Closing Stock	166	36,351,591	131	28,516,195
Stocks at Bonded Warehouse	112	16,802,833	160	20,003,560
Raw Material consumed				
Aluminium ingots/billets/scrap	6344	777,760,770	8,532	1,007,478,823
Alloy metals	97	14,158,940	260	34,165,569
		791,919,710		1,041,644,392
Value of imported and indigenous raw materials and stores & spares consumed	Value (Rs)	%	Value (Rs)	%
Raw materials - Imported	221,313,388	27.95%	90,700,494	8.71%
- Indigenous	570,606,322	72.05%	950,943,898	91.29%
	791,919,710	100.00%	1,041,644,392	100.00%
Stores and spares parts				
- Imported	2,997,651	5.18%	4,730,066	8.53%
- Indigenous	54,867,075	94.82%	50,724,318	91.47%
	57,864,726	100.00%	55,454,384	100.00%

Annual Report 2008-09

Particulars	March 31, 2009		March 31, 2008	
	Amount Rs.	Amount Rs.	Amount Rs.	Amount Rs.
Value of Imports on C.I.F Basis				
Raw materials	214,702,872		83,248,109	
Finished goods	18,541,527		20,003,560	
Capital Equipments	110,295,736		2,070,576	
Stores and spare parts	29,709,600		12,246,832	
	373,249,735		117,569,077	
Expenditure in Foreign Currency				
Travelling	5,168,355		5,339,623	
Interest on FCNR(B)	12,486,143		13,753,590	
Others	731,138		1,653,280	
	18,385,636		20,746,493	
Earning in Foreign Exchange				
Export on FOB basis	18,365,199		17,967,131	
Others	769,100		-	
	19,134,299		17,967,131	

In terms of our report of even date

for **R.S. AGARWALA & CO.**,
Chartered Accountants

M. Gandhi
Partner.
Membership No: 22958
Bangalore, 27th May, 2009

Dr. B.L. Amla
Director

R.K. Jain
CEO

For and on behalf of the Board

R.K. Aggarwal
Managing Director

K. Chandra Sekhar
Company Secretary

Rajat Agarwal
Executive Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2009

(Rs. in lakhs)

Particulars	March 31, 2009	March 31, 2008
A. Cash flow from Operating activities		
Net profit before Tax	(405.78)	703.48
Depreciation	159.07	126.81
Loss on Sale of Fixed Assets	10.85	9.42
Interest Payments	914.14	897.82
Interest Received	(19.32)	(19.95)
Operating profit before working capital changes	658.96	1,717.58
Adjustments for:		
Increase/Decrease in Trade and other receivables	16.98	(411.78)
Increase/Decrease in Trade payables and other Liabilities	680.18	124.97
Increase/Decrease in Inventories	(341.08)	(419.08)
Loans and Advances	(125.33)	192.44
Tax paid	(28.94)	(218.54)
Net Cash from Operating Activities	860.76	985.59
B. Cash flow from Investment Activities		
Purchase of Fixed Assets	(3,215.90)	(850.59)
Sale of Fixed Assets	6.50	2.01
Net cash used in Investing activities	(3,209.40)	(848.58)
C. Cash flow from Financing Activities		
Receipts/Repayment of Secured Loans	3,364.52	102.94
Receipts/Repayment of Unsecured Loans	3.03	648.80
Interest on Borrowings	(894.82)	(877.87)
Net cash from financing activities	2,472.72	(126.13)
Net increase in cash and cash equivalents (A+B+C)	124.08	10.89
Opening balance of cash & cash equivalents	243.82	232.94
Closing balance of cash & cash equivalents	367.91	243.82

This is the Cash Flow Statement referred to in our report of even date

In terms of our report of even date

For and on behalf of the Board

for **R.S. AGARWALA & CO.**,
Chartered Accountants

Dr. B.L. Amla
Director

R.K. Aggarwal
Managing Director

Rajat Agarwal
Executive Director

M. Gandhi
Partner.
Membership No: 22958

R.K. Jain
CEO

K. Chandra Sekhar
Company Secretary

Bangalore, 27th May, 2009

**Information pursuant to Part IV of Schedule VI of the Companies Act, 1956.
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE.**

I Registration Details:

Registration No.	3442	State Code.	8
Balance Sheet Date:	31.03.2009		

II Capital raised during the year

Public Issue	Nil	Bonus Issue	Nil
Rights Issue	Nil	Private Placement	Nil

III Position of Mobilisation and Deployment of Funds:

Total Liabilities	753,840,909	Total Assets	753,840,909
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Sources of Funds:

Paid up capital	45,416,500	Reserves & Surplus	16,587,462
Secured Loans	588,218,208	Unsecured Loans	92,478,510

Application of Funds:

Net Fixed Assets	538,785,858	Investments	10,963,800
Net Current Assets	204,091,251	Misc. Expenditure	-

IV Performance of Company

Total Income	1,175,313,996	Total Expenditure	1,215,892,032
Profit before tax	(40,578,036)	Profit after tax	(39,799,843)
Earning per share in Rupees	(8.77)	Dividend %	Nil

V Generic Name of Principal Product (as per monetary terms)

Product Description	Item Code No. (ITC)
Aluminium Extrusions	7604.00



Bhoruka Aluminium Limited

Registered Office:
1, KRS Road, Metagalli, Mysore - 570 016

PROXY FORM

I/Weof
being a Member/(s) of Bhoruka Aluminium Limited holding shares in Folio No./Client ID hereby appoint of or failing him ofas my/our proxy to attend and vote for me/us on my/our behalf at the TWENTY NINTH ANNUAL GENERAL MEETING of the Company, to be held on Friday, July 24, 2009 at 11.30 a.m at # 45/A, Golden Landmark Resort, KRS Road, Metagalli, Mysore - 570 016, or at any adjournment thereof.

As witness my hand/or hands this day of2009

Signed by the said

Note :

The Proxy Form must be deposited at the Registered Office of the Company at # 1 K.R.S. Road, Metagalli, Mysore-570 016, not less than forty-eight hours before the commencement of the meeting.



Bhoruka Aluminium Limited

Registered Office:
1, KRS Road, Metagalli, Mysore - 570 016

ATTENDANCE SLIP FOR 29TH ANNUAL GENERAL MEETING

Date: July 24, 2009, Time: 11.30 a.m. , Place: # 45/A, Golden Landmark Resort, KRS Road, Metagalli, Mysore - 570 016,

Signature of the Shareholder / Proxy present

Folio No / Client ID.

Only Shareholders or their proxies will be allowed to attend the meeting.



Anodised Aluminium Extrusions



Registered Office & Works:

BHORUKA ALUMINIUM LIMITED

1, K.R.S. Road, Metagalli, Mysore - 570 016

email: info@bhorukaaluminium.com

website: www.bhorukaaluminium.com