

YEARLY FINANCIAL RESULTS AT A GLANCE

	March'10	March'09	March'08	March'07	March'06
Share Capital	799.92	799.92	799.92	799.92	799.92
Reserve & Surplus	17254.96	15729.81	14597.07	13601.00	11938.18
Total Shareholder's Funds	18054.88	16529.73	15396.99	14400.92	12738.10
Unsecured Loans	3124.14	-	-	-	-
Secured Loan	8878.87	10129.52	3515.68	2413.36	386.64
Deferred Payment Liability	362.75	-	-	-	-
Total Term Liability	12365.56	10129.52	3515.68	2413.36	386.64
Total Assets	31919.78	27774.86	19878.49	17704.60	13778.26
Net Sales	98791.55	82912.47	70937.85	69189.95	59662.37
(% Growth year on year)	19.15%	16.88%	2.53%	15.97%	14.41%
Profit Before Interest Deprn. & Tax (PBDIT)	7385.35	5,521.53	4741.94	5331.67	4207.17
Profit Before Interest Deprn. & Tax (PBDIT)-%	7.48	6.66	6.68	7.71	7.05
Interest	1206.84	546.02	227.25	60.59	79.24
Depreciation & Amortisation	2307.64	1685.70	1536.23	1307.62	1051.84
Profit Before Tax (PBT)	3870.87	3289.81	2978.46	3963.46	3076.08
Profit After Tax (PAT)	2461.00	2068.58	1931.92	2598.65	2023.97
Earnings per Share (EPS) (Rs.)	6.15	5.17	4.83	6.50	5.06
Book Value per Share (Rs.)	45.14	41.33	38.50	36.01	31.85
Dividend %	# 100.00%	100.00%	100.00%	100.00%	100.00%
# Recommended by Board of Directors					

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF MUNJAL SHOWA LIMITED WILL BE HELD ON WEDNESDAY THE 11TH DAY OF AUGUST 2010 AT 11:00 AM AT THE COMPANY'S PLANT SITUATED AT 26 E & F, SECTOR 3, IMT MANESAR, GURGAON, HARYANA 122050 TO TRANSACT THE FOLLOWING BUSINESS:-

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Balance Sheet as at March 31, 2010 and Profit and Loss Account for the year ended on that date together with the reports of Directors and Auditors thereon.
- To declare a dividend of Rs. 2/- per equity shares on 3,99,95,000 equity shares of Rs. 2/- each for the financial year 2009-10.
- To appoint a Director in place of Mr. Pankaj Munjal, who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint a Director in place of Mr. Anil Kumar Vadehra, who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint a Director in place of Mr. Surinder Kumar Mehta, who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint M/s S. R. Batliboi & Co., Chartered Accountants, Gurgaon the retiring Auditors of the Company as Auditors, who shall hold that office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

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

As Ordinary Resolutions

- Appointment of Mr. Akira Kadoya as a Director of the Company**
"RESOLVED THAT Mr. Akira Kadoya who has been appointed by the Board of Directors as an additional director of the Company w.e.f. August 10, 2009 in terms of section 260 of the Companies Act, 1956 and Article 89 of the Articles of Association of the Company and in respect of whom the Company has received a notice from a member proposing his candidature for the office of director under section 257 of the Companies Act, 1956 together with a deposit of Rs. 500/- as required under the Act, be and is hereby appointed as a Director of the Company and that he shall be liable to retire by rotation."
- Appointment of Mr. Tetsuo Terada as a Director of the Company**
"RESOLVED THAT Mr. Tetsuo Terada who has been appointed by the Board of Directors as an Additional Director of the Company with effect from May 18, 2010 in terms of Section 260 of the Companies Act, 1956, and Article 89 of the Articles of Association of the Company and in respect of whom the Company has received a notice from a member proposing his candidature for the office of director under section 257 of the Companies Act, 1956, together with a deposit of Rs. 500/- as required under the Act, be and is hereby appointed as a Director of the Company."
RESOLVED FURTHER THAT pursuant to the recommendation by the Remuneration Committee of the Company and Sections 269, 309, 198 and Schedule XIII of the Companies Act, 1956, and all other applicable provisions, if any, of the said Act and subject to the approval of the Central Government, if required, Mr. Tetsuo Terada be and is hereby appointed as the Joint Managing Director of the Company for a period of five years with effect from May 18, 2010, on such terms and conditions and remuneration as set out in the Explanatory Statement annexed hereto.
RESOLVED FURTHER THAT in terms of Article 116 of the Articles of Association of the Company, so long as Mr. Tetsuo Terada continues to act as Joint Managing Director, he shall not be liable to retire by rotation."
- Variation in the Terms of Appointment of Mr. Yogesh Chander Munjal- Managing Director**
"RESOLVED THAT pursuant to the recommendations of the Remuneration Committee and in partial modification of the earlier Resolution passed in the Twenty fourth Annual General Meeting held on August 07, 2009, the consent of the Company be and is hereby accorded under Sections 198, 269 and 309 read