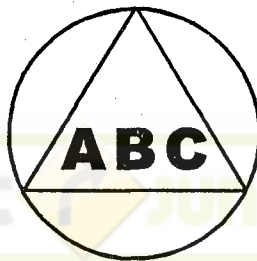


# **TWENTY NINTH ANNUAL REPORT**

## **2008-2009**



**Gas (International) Ltd**

**ABC GAS (INTERNATIONAL) LTD**

*Previously known as  
(Brassco Extrusions Ltd).*

**A B C GAS (INTERNATIONAL) LTD.**  
**(Previously known as BRASSCO EXTRUSIONS LTD.)**

**29th ANNUAL REPORT 2008-2009**

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**BOARD OF DIRECTORS**

S.P.Shorewala  
S.Shorewala  
C. P. Singhania  
Dr. Paras Gandhi  
A.S.Ganeriwal

Chairman  
Whole Time Director

**Registered Office**  
1 Mahesh Villa, Worli  
Mumbai – 400 018

**Banker**

HDFC Bank Ltd.  
R. G. Thadani Marg,  
Worli Seaface,  
Mumbai 400 025.

**Auditors**

Bhuwania & Agrawal Associates  
Chartered Accountants  
503/505 J.S. Seth Road,  
Chira Bazar, Mumbai – 400 002.



**A B C GAS (INTERNATIONAL) LTD.**  
(Previously known as **BRASSCO EXTRUSIONS LTD.**)

**29th ANNUAL REPORT 2008-2009**

### NOTICE TO MEMBERS

Notice is hereby given that the Twenty Ninth Annual General Meeting of the members of **ABC GAS (INTERNATIONAL) LIMITED** will be held on Wednesday, the 30<sup>th</sup> day of September, 2009 at 10.30 am. at 1 Mahesh Villa, Worli, Mumbai – 400 018 to transact the following business as:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Director's Report and Audited Statement of Accounts for the year ended **31<sup>st</sup> March 2009**
2. To appoint a Director in place of Mr. S.P. Shorewala , who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. C.P. Singhania, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration.

By order of the Board  
for **ABC Gas (International) Ltd.**  
S.P. Shorewala  
**CHAIRMAN**

Mumbai, 4th September, 2009  
**Registered Office:**  
1 Mahesh Villa, Worli,  
Mumbai – 400 018

#### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER. PROXY FORM IS ENCLOSED HERewith. PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. THE REGISTER OF MEMBER AND THE SHARE TRANSFER BOOKS OF THE COMPANY WILL REMAIN CLOSED FROM SATURDAY, 26<sup>TH</sup> SEPTEMBER 2009 TO WEDNESDAY, 30<sup>TH</sup> SEPTEMBER, 2009 (BOTH DAYS INCLUSIVE)
3. MEMBERS DESIROUS OF GETTING ANY INFORMATION ABOUT THE ACCOUNTS OF THE COMPANY ARE REQUESTED TO SEND THEIR QUERIES SO AS TO REACH AT-LEAST TEN DAYS BEFORE THE MEETING AT THE REGISTERED OFFICE OF THE COMPANY, SO THAT THE INFORMATION REQUIRED CAN BE MADE READILY AVAILABLE AT THE MEETING.
4. MEMBERS ARE REQUESTED TO INTIMATE CHANGE IN THEIR ADDRESS.
5. THE SHAREHOLDERS ARE REQUESTED TO SEND THEIR REQUEST FOR D-MAT OF SHARES TO OUR DEPOSITORY PARTICIPANT M/S. SHAREX (INDIA) PRIVATE LIMITED, 17/B, DENA BANK BUILDING, 2<sup>ND</sup> FLOOR, HORNIMAN CIRCLE, FORT, MUMBAI – 400 001, OR TO THE COMPANY'S REGISTERED OFFICE TO OUR INVESTORS' RELATIONS DEPARTMENT.
6. SHAREHOLDERS HOLDING SHARES IN THE SAME SET OF NAMES UNDER DIFFERENT FOLIOS ARE REQUESTED TO APPLY FOR CONSOLIDATION OF SUCH FOLIOS ALONG WITH RELEVANT SHARE CERTIFICATES TO THE COMPANY'S REGISTRAR'S AND TRANSFER AGENTS, M/S SHAREX (INDIA) PRIVATE LIMITED.
7. MEMBERS ARE REQUESTED TO BRING COPIES OF ANNUAL REPORT TO THE ANNUAL GENERAL MEETING.
8. THE MEMBER / PROXIES SHOULD BRING THE ATTENDANCE SLIP DULY FILLED IN AND SIGNED FOR ATTENDING THE MEETING.
9. MEMBERS ARE REQUESTED TO QUOTE LEDGER FOLIO NUMBER IN THEIR CORRESPONDENCE.

**A B C GAS (INTERNATIONAL) LTD.**  
*(Previously known as BRASSCO EXTRUSIONS LTD.)*

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### REPORT OF THE BOARD OF DIRECTORS

To  
 The Members,

Your Directors have pleasure in presenting the Twenty Ninth Annual Report of your company together with the Audited Statements of Accounts for the year ended **31st March 2009**

#### **Financial Results**

<b>Particular</b>	<b>(Rs. In Lacs)</b>	<b>(Rs. In Lacs)</b>
	<b>31.03.2009</b>	<b>31.03.2008</b>
Income	303.23	112.87
Expenditure	302.47	98.55
Profit / ( Loss ) for the year before Tax	0.76	14.32
Less : Provision for Income Tax	0.55	1.58
Profit(loss) brought forward	1.20	11.02
Transfer to Balance Sheet	(66.48)	(67.68)

#### **DIVIDEND**

In view of inadequate profits, Your Directors are unable to declare any dividends for the year ended **31st March 2009**

#### **OPERATIONS AND CURRENT YEAR PROSPECTS**

Your Company has Commenced installation of reticulated gas system at various sites with several contracts have been signed and many more are under negotiation and finalization. Your company also plans to undertake commercial installation.

#### **FIXED DEPOSITS**

The company has not taken any fixed deposits within the meaning of Section 58A of the Act from public during the year.

#### **DIRECTORS**

In accordance with the provision of the Companies Act, 1956 Mr. S.P.Shorewala and Mr. C.P. Singhania, Directors, retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for reappointment.

Pursuant to the provisions of section 257 of the Act, the company has received notice from a member for the nomination of Mr. Rohit S. Shorewala as the director of the company alongwith the requisite deposit.

Pursuant to Section 257 of the Companies Act it requires an ordinary resolution to be passed. The Board recommends the appointment for shareholders approval.

#### **AUDITORS**

The Auditors M/s. Bhuwania & Agrawal Associates, Chartered Accountants, Mumbai hold the office until the conclusion of ensuing Annual General Meeting. Your company has received the consent of auditor to be re-appointed as the auditor of the company, if made.

#### **SECRETARIAL AUDIT REPORT**

Compliance Certificate required u/s 383A of the Companies Act, 1956 has obtained from a Practicing Company Secretary and is form part of the Balance Sheet.

#### **CUSTODIAN AND SHARE TRANSFER AGENT**

Pursuant to the notification of the SEBI and stock exchange, the company has appointed M/s Sharex (India) Private Limited, 17/B, Dena Bank Building, 2<sup>nd</sup> Floor, Horniman Circle, Fort, Mumbai – 400 001, as its custodian for dematerialization of shares and transfer of shares.

**A B C GAS (INTERNATIONAL) LTD.**  
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**CORPORATE GOVERNANCE**

The Company though not yet mandatory require complying with the provisions laid down in the Listing Agreement on corporate governance, has adhered to strict levels of corporate governance and management.

**STATUTORY INFORMATION**

**Particulars of Employees**

The relations remain cordial throughout the year between employees and the management. The information as required by provisions of section 217(2A) of the Companies Act, 1956 read with the companies (Particular of employees) amendments rules, 1988 is reported to be **NIL**.

**Particulars under Section 217 (1) (e) of the Companies Act, 1956**

The information regarding conservation of energy, Technology Absorption, Adoption and innovation, the information required under section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules 1988, is reported to be **NIL**.

The Company has earned or used foreign exchange earnings/outgoings during the year as under

Foreign Exchanges Earning	Rs. Nil
Foreign Exchange Outgo	Rs. 4.93 lacs

**DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to Section 217(2AA) of the Companies Act, 1956, your Directors subscribe to the 'Directors Responsibility Statement' and confirm that:-

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed, along with proper explanation relating to material departures.
- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company, at the end of the financial year and of the profit or loss of the company, for that period.
- iii) The Directors have taken proper and sufficient care of the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The Directors have prepared the annual accounts on a going concern basis.

**ACKNOWLEDGEMENT**

The Board of Directors wishes to express their deep sense of appreciation and gratitude to all Employees, Bankers and Clients for their assistance, support and co-operation extended by them. In the end the Directors, wish to sincerely thanks to all shareholders for their continued support.

By order of the Board  
for ABC Gas (International) Ltd.

**S.P. Shorewala**  
**CHAIRMAN**

Place : Mumbai,  
Date : 4th September, 2009