



ACE INDIA
LIMITED

5th Annual Report 1998-99

**ACE INDIA
LIMITED**

**5th Annual Report
1998 - 99
(15 Months)**

BOARD OF DIRECTORS

Ajit Chand Simal	<i>Chairman</i>
Shailendra Tewari	<i>Managing Director</i>
Ravi Anand	<i>Director</i>
Nitin Jain	<i>Director</i>

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AUDITORS

V.K. Mittal & Associates
Chartered Accountants
New Delhi

BANKERS

CITI BANK N.A.
STANDARD CHARTERED BANK
THE NAINITAL BANK LTD.

REGISTERED OFFICE

Plot 195-A,
Matsya Industrial Area,
Alwar, Rajasthan

SHARE DEPTT.

X-24, Okhla Industrial Area,
Phase-II, New Delhi-110 020

5th Annual Report 1998-99**NOTICE****DIRECTORS REPORT**

Notice is hereby given that FIFTH ANNUAL GENERAL MEETING OF ACE INDIA LIMITED will be held as per following schedule :-

Day : Friday

Date : 25th June, 1999

Venue : Hotel Mayur, Moti Dongri, Stadium Road,
Alwar Rajashahi.

Time : 10:00 AM

to transact following business :

ORDINARY BUSINESS

1. To consider and adopt the Audited Balance Sheet of the Company as at 31st March 1999, the Profit & Loss Account for the year ended on that date and the reports of Directors and Auditors thereon.
2. To appoint a Director in place of Sh. Shailendra Tewari who retires by rotation and being eligible, offer himself for re-appointment.
3. To appoint Auditors of the Company and to fix their remuneration.

By order of the Board
for ACE INDIA LIMITED

Place : New Delhi

Date : 10th May, 1999

Shailendra Tiwari

Managing Director

NOTES :-

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY DULY EXECUTED SHALL BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY ATLEAST 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.
2. The Register of Members and Share Transfer Book will remain closed from 22nd June, 1999 to 30th June, 1999 (both days inclusive).
3. Members are requested to bring their copies of Annual Report and Accounts to the meeting.
4. Bus will leave for Alwar from Company's Corporate Office at X-24, Okhla Industrial Area, Phase II, New Delhi-110 020. Interested Shareholders should reach at above address on 25.6.99 at 5.30 A.M. sharp.
5. Any member requiring additional information about the accounts etc. should inform at the Registered Office of the company atleast 10 days before the date of meeting so as to enable the management to keep the information ready, as far as possible, at the meeting.

TO

THE MEMBERS

Your Directors have pleasure in presenting the 5th Annual Report of Ace India Limited together with the Audited Statement of Account of the year ended 31st March, 1999.

FINANCIAL RESULTS & APPROPRIATION OF PROFITS

(Rs. in Lakhs)

Particulars	Year ended 31.03.99	Years ended 31.12.97
Total Business Income	(36.38)	116.38
Profit after Tax	(67.82)	39.55
Balance brought forward from previous year	23.49	19.81
Amount available for appropriation	(44.33)	59.36
Appropriations	---	---
General Reserve	---	---
Proposed Dividend		
(Lease Equilisation Reserve)	19.35	35.82
Balance carried to Balance Sheet	(63.69)	23.49

PROMISES V/S PERFORMANCE

As required by Clause 43 of the Listing agreement, comparison of actual performance with projected performance for the year 1998-99 is furnished below:-

(Rs. in Lakhs)

Particulars	Projections as per Prospectus dt. 09/01/1995 1998-99	Actual performance for the year 1998-99
Total Business Income	837.38	(36.38)
Profit before Tax	367.24	(67.82)
Profit After Tax	175.71	(67.82)
Reserve & Surplus	390.01	(32.69)
E.P.S.	5.58	---
Dividend (%)	25%	NIL

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DIRECTORS REPORT (Contd.)

The company could not achieved the target as the business of finance, merchant banking etc. no longer remained viable due to slump in the capital market followed by economic fallout.

OPERATIONS

There is no major operation undertaken by the Company except for receipt of Lease Rentals from earlier operation of Leasing & Investment in shares etc. Trading on shares being discontinued and a loss of Rs.77.17 lacs was accounted for. The Company propose to enter into new activities like trading etc. in near future. The overhead expenses has been reduced drastically to optimise losses.

CHANGE OF NAME

The name of the Company has been changed to ACE INDIA LIMITED in terms of Special Resolution dated 27.3.98 and a fresh certificate of incorporation was issued by the Hon'ble Registrar of Companies on 13.8.98.

CHANGE OF FINANCIAL YEAR

The financial year under review consist of 15 months from 1.1.1998 to 31.3.1999. Your company has changed the financial year to 31st March to bring the financial year in conformity with the financial year under the Income Tax Act, 1999.

LISTING & INVESTOR'S COMPLAINTS

The Equity Shares of the Company is listed at Delhi, Mumbai & Chennai stock exchange. As on 30th April, 1999, there is no pending or un-attended investor's complaints.

DIVIDEND

In view of the losses, Your Board recommends no payment of dividend for the Financial Year 1998-99.

Y2K COMPLIANCE

The company has undertaken adequate steps to confirm to Y2K compliance and by 30.6.99, all system will be free of Y2K problem.

DIRECTORS

Sh. Shailendra Tewari would retire by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment.

AUDITOR & AUDITORS REPORT

M/s. V. K. Mittal & Associates, Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting and are recommended for reappointment. The Company has received letter from them, to the effect that their appointment, if made would be within the prescribed limits under Section 224(F-B) of the Companies Act, 1956. The report of the Auditors on the Annual Accounts are self explanatory and need no further comments.

STATUTORY INFORMATION

1) Personnel:

None of the employees drawing remuneration in excess of the limit prescribed under Section 217 (2A) of the Companies Act, 1996 and Companies (Particulars of Employees) Rules 1975 as amended.

2) Particulars required to be furnished by the Companies (Disclosure of Particular to the Report of Board of Directors) Ruls 1988.

(ii) Foreign Exchange Earning and Outgo :

The Company has not earned or spent any foreign exchange during the years.

3) Deposits

The company has discontinued accepting deposit from the public. The amount of Fixed Deposit accepted from the public and outstanding as on 31st March, 1999 stood at Rs. NIL. As on 31.3.99, there is no unclaimed or overdue deposit.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere thanks to the Shareholder of the Company for their overwhelming support. Your Directors also wish to record their appreciation to employees at all level for the dedications and enthusiasm displayed by them.

On behalf of the Board of Directors

Place : New Delhi
Date : 10th May, 99

Ajit Chand Simal
Chairman