SANSCO SERVICES - Annual Reports Library Services - www.sansco.net

10th

ANNUAL REPORT 2002-2003

A.K. CAPITAL SERVICES LIMITED

www.reportjunction.com

BOARD OF DIRECTORS

- Mr. A.K. Mittal ---------- Managing Director
- Mrs. Anshu ---------- Director
- Mr. Deepak Mittal ---------- Director
- Mrs. Shyam Lata Garg ---------- Director

AUDITORS

Kamal Kumar Jain & Co.
Chartered Accountants
New Delhi.

REGISTERED OFFICE

Flat No. 'N', Sagar Apartments,
6-Tilak Marg
New Delhi-110001.

BANKERS

- HDFC Bank Ltd.
- Corporation Bank

Report Junction.com

REGISTRAR & SHARE TRANSFER AGENT

Datanix Computer Services
F-11/C, 1st Floor,
Okhla Industrial Area, Phase – I,
New Delhi – 110020.

CONTENTS

Notice	.....	2
Director's Report	.....	8
Auditor's Report	.....	15
Balance Sheet	.....	18
Profit & Loss Account	.....	19
Schedule	.....	20

www.reportjunction.com

SANSCO SERVICES - Annual Reports Library Services - www.sansco.net

NOTICE

Notice is hereby given that Tenth Annual General Meeting of the members of **A.K. Capital Services Ltd.** will be held at **Rangoli Garden, Village Chhawla, Bijwasan Road, New Delhi-110071** on **Saturday, 27th September 2003** at **9:30 A.M.** to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31.03.2003, Profit and Loss Account for the year ended on 31.03.2003, the Directors' Report and Auditors' Report thereon.
2. To appoint Auditors as the present Auditors M/s Kamal Kumar Jain & Co., Chartered Accountants, Delhi are going to retire in forthcoming Annual General Meeting and being eligible, offer themselves for reappointment subject to approval of members in Annual General Meeting.
3. To appoint a Director in place of **Mr. Deepak Mittal** who is going to retire by rotation and being eligible offers himself for reappointment.
4. To appoint a Director in place of **Mrs. Shyam Lata Garg** who is going to retire by rotation and being eligible offers herself for reappointment.
5. To declare dividend

SPECIAL BUSINESS

6. **To consider and, if thought fit, to pass with or without modification the following resolution as special resolution :**

   "RESOLVED THAT pursuant to section 81 (1A) and other applicable provisions, if any of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force) the enabling provisions in the Memorandum and Articles of Association of the Company, the listing agreement entered into by the company with the stock exchanges where the shares of the company are listed and subject to approval of Securities and Exchange Board of India, Reserve Bank of India and all other concerned authorities, Institutions and Bodies, if any, and to the extent necessary and subject to such conditions and modifications as may be prescribed or imposed by any of them in granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'the Board'), the consent of the company be and is hereby accorded to the Board of Directors of the Company to create, offer and issue Preference shares (Redeemable, Cumulative or Non-cumulative) on such basis as the Board of Directors may deem fit and proper for an aggregate amount which shall not exceed Rs. 200 Lacs and on such term and conditions (including premium) on the Preference shares and the person to whom the same may be issued, whether or not they be members of the company, whether on right basis or by prospectus or in such other manner as may be decided by the Board and permitted by the appropriate authorities or as may be permissible under any guidelines issued or to be issued by any authority, at such times/dates as the Board may at its sole discretion think fit and proper and subject to such modification thereof as may determined by the Board of Directors and approved or permitted by the concerned authorities.

   RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorised, on behalf of the company, to do all such acts, deeds, matter and things and to execute all such deeds, documents and writings as may be necessary, desirable or expedient in connection with such issue/allotment.

   RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers herein confirmed to any committee of directors or Managing Director and/or any officer or officers of the company to give effect to the said resolution"

www.reportjunction.com

SANSCO SERVICES - Annual Reports Library Services - www.sansco.net

7. **To consider and, if thought fit, to pass with or without modification the following resolution as special resolution :**

"**RESOLVED THAT**, subject to the applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force and as may be enacted hereinafter), the Securities and Exchange Board of India (Delisting of Securities) Guidelines, 2003 (herein after referred to as 'said regulations') and subject further to such approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the company (hereinafter referred to as 'the Board', which term shall be deemed to include any committee thereof for the time being exercising the powers conferred on the Board by this resolution), consent of the company, in terms of Regulation 6.1 read with 5.2 of the said regulations, be & is hereby accorded to the Board, to get the company's equity shares delist from The Delhi Stock Exchange Association Limited"

RESOLVED FURTHER THAT for the purpose of giving effect to aforesaid resolution, the Board be and is hereby authorised to do all such acts and things as it may consider necessary or expedient."

8. **To consider and, if thought fit, to pass with or without modification the following resolution as special resolution :**

"RESOLVED THAT pursuant to the provisions of Section 198,269,309,310, Schedule XIII and other applicable provisions, if any of the Companies Act 1956 and such other approvals as may be required, approval of the company be & is hereby accorded to increase in the remuneration of Mr. Deepak Mittal, Director of the company as under:

1. Salary in the range of Rs.25,000/- per month with authority to the Board to increase the salary from time to time to a sum not exceeding Rs. 40,000/- per month with H.R.A from Rs. 5,000/- to Rs. 8,000/-. Per month.
2. Perquisites: Provision of car for the use of company's business and telephone at residence. These will not be considered as perquisites.
3. Medical Reimbursements and Provident fund."

9. **To consider and, if thought fit, to pass with or without modification the following resolution as special resolution :**

"RESOLVED THAT subject to the applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force and as may be enacted hereinafter), Listing agreements entered into with stock exchanges where the shares of the company are listed and Securities and Exchange Board of India (Delisting of Securities) Guidelines, 2003 & all other applicable laws, rules, regulations and guidelines and subject further to such approvals and sanctions as may be required, the Board of the Directors of the Company (herein after referred to as 'the Board' which term shall include any committee of the Board for the time being exercising any power conferred on the Board by this resolution) be and are hereby authorised to get the Equity shares of the company delist from The Stock Exchange, Mumbai.

RESOLVED FURTHER THAT for the purpose of giving effect to aforesaid resolution, the Board be and is hereby authorised to do all such acts and things as it may consider necessary or expedient."

www.reportjunction.com

SANSCO SERVICES - Annual Reports Library Services - www.sansco.net

NOTES :-

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. The proxy form duly completed should be deposited at the Registered Office of the Company not less than FORTY-EIGHT hours before the meeting, Blank Proxy form is enclosed.

3. The amount of dividend for the year 1995-96 remaining unpaid for the period of seven years from the date of payment has been transferred to the Unclaimed Dividend account with Punjab National Bank

   No claim shall lie against the company or the said fund in respect of the amounts remaining unclaimed once the unclaimed dividend is transferred to the Central Government. For dividends declared by the company for subsequent period the shareholders are advised to send their dividend cheques to the company at its registered office for revalidation.

4. Member desiring any information about the accounts and operations of the Company are requested to send their queries at least ten days before the date of the Annual General Meeting so that information can be made available at the meeting.

5. The explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 is annexed hereto and forming part of this notice, in respect of items no. 6, 7, 8 & 9 of the Notice.

6. The Register of Members of the Company and Share Transfer Books of the Company will remain closed from Friday the 26th September & 27th September 2003 (Both days inclusive). Dividend on Equity Shares as recommended by the Board of Directors, if sanctioned by the members at the Annual General Meeting, will be paid to those shareholders whose name appear on the Register of Members as on 26th September 2003.

7. Members are requested to bring their copies of Annual Report & Attendance Slip at the time of the meeting.

8. Details under clause 49 of the listing agreement with the stock exchanges, in respect of Director seeking re-appointment is also specified as an annexure to the notice.

By the order of the Board,
Sd/-
A. K. Mittal
(Managing Director)

Place : New Delhi
Dated : 07.08.2003

www.reportjunction.com

SANSCO SERVICES - Annual Reports Library Services - www.sansco.net

Explanatory Statement
(Pursuant to Section 173(2) of the Companies Act, 1956)

1. Item No. 6

With a view to part finance the expansion/diversification plans/ working capital requirements of the company, it is proposed to offer/issue/allot preference shares of the company at such terms as mentioned in the resolution specified in Item no. 6 of the Notice.

Pursuant to Section 81(1A) and other applicable provisions, if any of the Companies Act, 1956 approval of the shareholders is sought by way of special resolution for the proposed issue of Preference shares the aggregate face value of which shall not exceed Rs. 200 lacs.

Preference shares issued pursuant to above resolution may be subscribed by any of the directors of the company/their relatives and/or Business Associates.

Your Directors recommend for the approval of the resolution set out in the Item No. 6 of the Notice of Annual General Meeting by special majority.

All the Directors of the Company may be deemed, to be concerned or interested in the resolution to the extent shares are offered to them or their relatives or entities in which they are interested.

2. Item No. 7

The Company's shares are at present listed at Delhi Stock Exchange Association limited and The Stock Exchange, Mumbai. The trading volume of company's shares at these stock exchanges is negligible. Owing to such lack of liquidity in the shares of the company, the members of the company have not been able to enjoy the benefits of listing.

Securities and Exchange Board of India through its SEBI (Delisting of Securities) Guidelines 2003 has allowed the companies to delist its securities from any Stock Exchange in India provided the securities shall continue to remain listed either at Mumbai or National Stock Exchange.

The company through the proposed resolution seeks approval of members by special majority for voluntary delisting of Company's shares from Delhi Stock Exchange under Regulation 6.1 read with Regulation 5.2 of aforesaid guidelines. Under the present scenario continued listing of company's shares at Delhi stock Exchange is not considered necessary. The proposed delisting would contribute to reduction in administrative cost/efforts of the company.

The Board recommends the approval of resolution by members by way special majority.

None of the Directors of the company is concerned or interested in the resolution at Item No. 6.

3. Item No. 8

Mr. Deepak Mittal has been associated with the company for many years. He was appointed as a Director at the Annual General Meeting held on 25th September 1999. During his association with the company he has contributed significantly to the growth and performance of the company. In recognition of his contribution to the growth and performance of the company, the Board considers it appropriate that his remuneration be revised as set out in the resolution in item No.8 of the accompanying notice.

The Board recommends aforesaid resolution for your acceptance.

None of the Directors, except Mr. Deepak Mittal, is in any way concerned or interested in the resolution.

www.reportjunction.com

SANSCO SERVICES - Annual Reports Library Services - www.sansco.net

9. **Item No. 9**

The resolution specified in item no. 9 to the notice is for Delisting of the shares from The Stock Exchange, Mumbai.

The company after getting the requisite approval of the members will proceed to get the shares of the company delist from The Stock Exchange, Mumbai as per procedure laid down in SEBI (Voluntary Delisting of Securities) Guidelines, 2003.

The Board recommends the approval of resolution specified in item no. 9 of the notice by way of special resolution.

Mr. A.K. Mittal, Mrs. Anshu and Mrs. Shyam Lata Garg are deemed to interested in this resolution.

No other director is deemed to be concerned or interested in the resolution.

By the order of the Board,
Sd/-
A. K. Mittal
(Managing Director)

Place : New Delhi
Dated : 07.08.2003

ReportJunction.com

www.reportjunction.com

SANSCO SERVICES - Annual Reports Library Services - www.sansco.net

Annexure to the Notice

Details of Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting (in pursuance of clause 49 of the listing agreement)

Name of the Director	Mr. Deepak Mittal	Mrs. Shyam Lata Garg
Age	33 Years	65 Years
Date of Appointment	In the year 1999	Since Incorporation
Expertise in specific functional Area	Eight Years experience in Financial Services	Ten Years Experience in Equity Market
Qualifications	B. Com, ACA	Basic School Education
List of companies in which Directorship is held on 31.03.2003	NIL	NIL

www.reportjunction.com

SANSCO SERVICES - Annual Reports Library Services - www.sansco.net

DIRECTOR'S REPORT

To,

The Members,

Your Directors have great pleasure in placing before you the 10th Annual Report together with the Audited Statement of Accounts for the year ended on 31st March 2003.

FINANCIAL HIGHLIGHTS

(Rs. In Lacs)

	ENDED ON 31.03.2003	ENDED ON 31.03.2002
Profit before Tax	228.98	189.79
Less: Provision for Income Tax	81.00	51.00
Less: Provision for Deferred Tax	16.95	Nil
Profit after Tax	131.03	138.79
Income Tax on Dividend Previous Year	0.09	2.55
Dividend Paid Previous Year	25.00	25.00
Profit Brought Forward	52.69	91.45
Transferred to General Reserve	50.00	150.00
Balance Carried forward	108.63	52.69

DIVIDEND

Your Directors recommend, for consideration at the Annual General Meeting, declaration of dividend @ 5% on equity capital on pro-rata basis. The requisite provision for dividend has not been made in the accounts for the year ended on 31st March 2003. It is the opinion of the Board that dividend should be charged to Profit & Loss Account after the approval by the shareholders in the forthcoming Annual General Meeting.

DIRECTORS

In accordance with Section 256 of the Companies Act, 1956 Mr. Deepak Mittal and Mrs Shyam Lata Garg are liable to retire by rotation at ensuing Annual general Meeting and being eligible have offered himself /herself for re-appointment.

LISTING OF SECURITES

Equity shares of your company are listed on: -

(i) Delhi Stock Exchange
(ii) The Stock Exchange, Mumbai

AUDITORS

M/s Kamal Kumar Jain & Co., Chartered Accountants, New Delhi, the Company's Auditors will retire at the conclusion of ensuing Annual General Meeting of the Company and being eligible offer themselves for re-appointment.

www.reportjunction.com