



Amison Foods Ltd.



Annual Report 1999-2000

Amison Foods Limited

BOARD OF DIRECTORS

Mr.A.H.M.Babu	- Chairman & Managing Director
Mr.T.N.Menon	- Director
Mr.A.G.Ali Mohamed	- Director

BANKERS

State Bank of Travancore
State Bank of India
Federal Bank Limited

AUDITORS

M/s.P.T.Joseph & Co.,
Chartered Accountants,
35/2066, II Floor, Manikkiri Cross Road,
Pallimukku, Cochin- 682 016.

REGISTERED OFFICE

Amisons House, Rameswaram Lane,
Cochin - 682 005.

ADMINISTRATIVE OFFICE

8D, 8th Floor, Ram Mansion,
Pantheon Road, Chennai- 600 008.

FACTORIES

1. Jetty Road,
Edacochin- 682 006,
Kerala.
2. 22/1388A,
Edacochin- 682 006,
Kerala.
3. Plot No.1302,
GIDC Estate,
Veraval,
Gujarat- 362 269.

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Amison Foods Limited

NOTICE

NOTICE is hereby given that the 13th ANNUAL GENERAL MEETING of the Company will be held at ABAD HOTEL, CHULLICKAL, COCHIN - 682 005 on MONDAY, 30th OCTOBER, 2000 at 10.30 a.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2000 and Profit & Loss Account for the year ended on that date together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in the place of Shri.A.G. Ali Mohamed, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration and for that purpose to consider and, if thought fit, to pass, with or without modifications, following resolution as an Ordinary resolution :

"RESOLVED THAT pursuant to the provisions of Section 224 and other applicable provisions of the Companies Act, 1956, M/s.P.T.Joseph & Co., Chartered Accountants, 35/2066, II Floor, Manikkiri Cross Road, Pallimukku, Cochin - 682 016, the retiring Auditors, be and are hereby appointed as the Auditors of the Company to hold the office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at a remuneration to be decided by the Chairman

and Managing Director of the Company, in addition to reimbursement of all out of pocket expenses in connection with the Audit of the Company."

By Order of the Board

Sd/-

A.H.M.Babu

Managing Director

Cochin - 5.
30th September, 2000.

NOTES

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

The Proxy form duly completed and stamped must reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. A blank Proxy form is sent herewith.

2. Member(s)/Proxy(ies) should bring the Attendance Slip sent herewith, duly filled in, for attending the meeting.
3. Member(s) are requested to notify the Company, the changes, if any, IN THEIR ADDRESS, ALONG WITH THE PIN CODE AND FOLIO NUMBER.
4. Member(s) desiring any information on the accounts at the Annual General Meeting are requested to write to the Company atleast ten days in advance, so as to enable the Company to keep the information ready.
5. Members attending the meeting are requested to bring their copy of Annual Report.

DIRECTORS' REPORT

To the Members
Ladies & Gentlemen,

Your Directors hereby submit the 13th Annual Report on the business and operations of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2000.

1. PERFORMANCE

The salient features of the performance of your Company during the year under report are highlighted below:

PARTICULARS	(Rs. in Lakhs)	
	Year ended on 31.03.99	Year ended on 31.03.2000
1. Net Sales/Income from Operations	5.97	1.20
2. Other Income	103.21	141.94
3. Increase /Decrease in Inventory	(450.39)	(24.69)
4. Total Expenditure	156.31	162.51
5. Interest & Finance Charges	307.19	362.45
6. Gross Profit after interest but before depreciation and taxation	(804.71)	(406.51)
7. Depreciation	87.60	87.49
8. Provision for taxation	—	—
9. Net Profit/(Loss) (6-7-8)	(892.31)	(494.00)
10. Paid - Up Equity Share Capital	678.74	678.74
11. Reserves excluding revaluation reserves (as per the Balance Sheet of previous accounting year)	—	—

The Company's export business continued to be affected during the year under review also due to the following factors:

- a) The international market for marine products persisted at a very low level in general.
- b) As you are aware, the Company's factory having IQF plant at Edakochi has obtained EEC approval. Although the company is ready to meet export challenges with quality production under EEC standards, the stepping up of export activities from virtually 'Nil' level, requires large volume of working capital funds. The company made several attempts, to enhance working capital limits, by submitting to the bankers package proposals including restructuring. However, unfortunately your company did not have any positive response from the bankers and as a result the technical capabilities of the company could not be exploited to resume and enhance the export performance.

Against this background, the company had no other alternative but to carryout processing job works, to get some financial reliefs at least to meet a part of day to day expenses. Thus you may note that income from processing charges has increased from Rs.101.86 Lakhs (1998-99) to Rs.137.01 Lakhs during the year.

- c) The Task Force Committee which has been set up by Ministry of Commerce and Ministry of Finance, consisting of their

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senior officials as also selected representatives from Seafood Exporters Association, from RBI, ECGC, Banks and Financial Institutions, had several sittings and finally they have forwarded their recommendations to the Government (remedial measures providing suitable package/relief measures to the suffering seafood units). The outcome in this regard is awaited. The company is hopeful that the Government of India will come out with certain relief measures to help the ailing industry.

2. REGISTRATION WITH BIFR

Pursuant to the statutory requirements, to be complied with, under Sick Industrial Companies (Special Provision) Act, 1985, the Company has registered with BIFR (Board for Industrial & Financial Reconstruction) Government of India vide BIFR's reference letter No.32/2000 dated 19/01/2000. The proceedings are in progress. The only hope of the company now is to get a suitable BIFR relief package to turnaround the operations of the company. In this context your company is submitting from time to time all required details to Honourable BIFR.

3. PARTICULARS REGARDING CONSERVATION OF ENERGY & FOREIGN EXCHANGE EARNINGS & OUTFLOW

A. CONSERVATION OF ENERGY:

The total Energy consumption per unit of production are as under:

1999-2000

a) Electricity Purchased Units	(KWH)	1645369.00
Total Value	(Rs.)	5334004.25
Rate per Unit	(Rs.)	3.24
Own Generation: (Through diesel generator)		
Units Generated (KWH)		38498.00
Units per litre of Diesel Oil (KWH)		3.70
Cost per Unit	(Rs.)	4.11

B. TECHNOLOGY ABSORPTION:

During the year under review, the Company has not carried on any research and development programme or employed any foreign technology for manufacture.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

	1998-99 (Rs.'000)	1999-2000 (Rs.'000)
a) Earnings: Export Sales	597.09	120.14
b) Outgo:	157.27	-

4. DIRECTORS

Shri. Sajan Mathew Mangalam, Shri. A.H.Ayoob and Shri. H.H.Aslam Sait have resigned during the year. Your Company places on record the sincere appreciation and profound gratitude for the excellent services, valuable guidance rendered by them during the tenure of their Directorship. Shri.A.G.Ali Mohamed, who retires by rotation, being eligible, offers himself for re-appointment.

5. PARTICULARS OF EMPLOYEES

There were no employees during the year under report attracting the disclosure requirements of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended in 1994.

6. AUDITORS

The Auditors of the Company M/s.P.T.Joseph & Company, Chartered Accountants, retire at the forthcoming Annual General Meeting and being eligible, offer themselves for re-appointment.

7. INDUSTRIAL RELATIONS

During the year, relations among the Executives, Staff and the Employees of the Company were cordial and your Directors place on record their appreciation for the efficient services rendered by them.

8. ACKNOWLEDGMENT

Your Directors thank Industrial Development Bank of India, State Bank of Travancore and other Banks, Stock Exchanges, Government Authorities/Agencies, Customers, Dealers, Suppliers and the Shareholders for the co-operation, guidance, support and assistance provided by them during the year under report.

For and on behalf of the Board of Directors

Sd/-
A.H.M.Babu
Cochin - 5.
30th September, 2000 Chairman & Managing Director