

6th
ANNUAL REPORT
1999-2000

"CERTIFIED TRUE COPY"
For ASIAN FLORA LTD.

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ASIAN FLORA
LIMITED

ASIAN FLORA LIMITED

BOARD OF DIRECTORS

Sri D. Raghava Rao	Director
Sri T. Rama Murthy	Director
Sri D.N. Raju	Director

BANKERS

State Bank of Hyderabad
Punjagutta
HYDERABAD

Global Trust Bank Limited
Sarojinidevi Road
SECUNDERABAD

State Bank of Mysore
Hi-tech Agricultural Finance Branch
No: 20, 1st Main, K.H.M Block
Ganganagar
BANGALORE - 560 032

State Bank of India
PCR Complex, PB NO.28,
Chintamani - 563 125
Kolar Dist. Karnataka State.

AUDITORS

M/s. SARATH & ASSOCIATES
Chartered Accountants
102, Gouri Apartments
3-6-195/B, Urdu Lane
Himayatnagar
Hyderabad - 500 029

REGISTERED OFFICE

Plot No. 6, H.No.8-2-248/B/2
Journalists Colony,
Road No.3, Banjara Hills,
Hyderabad - 500 034.

FARM

Kaiwara Hobli, Vaddahalli Village
Chintamani Taluk, Kolar District
KARNATAKA STATE

ASIAN FLORA LIMITED**NOTICE**

Notice is hereby given that the Sixth Annual General Meeting of Asian Flora Limited will be held at the Registered Office of the Company at Plot No.6, H.No.8-2-248/B/2, Journalists Colony, Road No . 3 , Banjara Hills, Hyderabad - 034 on Saturday the 30th September, 2000 at 11.00 A.M. to transact the following business :

ORDINARY BUSINESS :

01. To receive, consider and adopt Balance Sheet as at 31st March, 2000 and Profit & Loss Account for the year ended 31st March, 2000 along with the Directors' and Auditors' Report thereon.
02. To appoint Auditors and fix their remuneration. The retiring Auditors, M/s. Sarath & Associates, Chartered Accountants, Hyderabad are eligible for re-appointment.

SPECIAL BUSINESS :

03. To appoint a Director Mr. D.N. Raju who was appointed as an Additional Director of the Company by the Board of Directors with effect from 10.12.1999 under Section 260 of the Companies Act, 1956, and who holds office upto the date of the forthcoming Annual General Meeting, but who is eligible for reappointment and in respect of whom the Company has received a Notice in writing proposing his candidature for the office of Director under Section 257 of the Companies Act, 1956.

The following resolution was proposed as an ordinary resolution :

"RESOLVED THAT Mr. D.N. Raju who was appointed as an additional Director of the Company by the Board of Directors with effect from 10.12.1999 under Section 260 of the Companies Act, 1956, and holds office upto the date of the forthcoming Annual General Meeting, but who is eligible for reappointment, be and is hereby appointed as a Director, liable to retire by rotation".

By order of the Board
for **ASIAN FLORA LIMITED**

Place : Hyderabad
Date : 05.09.2000

D.RAGHAVA RAO
DIRECTOR

ASIAN FLORA LIMITED**NOTES :**

1. Explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of item No : 3 is annexed hereto.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself or herself and the proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company not less than 48 hours before the Meeting.
3. Any Member/Proxy wishing to attend the meeting must complete the Admission slip and hand it over at the entrance.
4. The Register of Members of the Company will remain closed from 23rd September, 2000 to 30th September, 2000 (both days inclusive).
5. Shareholders who are attending the meeting are requested to bring with them, their copies of the Annual Report, as due to the prohibitive cost of printing, it will not be possible to supply extra copies.
6. No gifts will be distributed at the meeting.

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956**Item No. 3**

Mr. D.N. Raju, was appointed in terms of Section 260 of the Companies Act, 1956 as an additional Director by the Board to hold the office till the date of forthcoming Annual General Meeting. However, he is eligible for reappointment. Notice has been received from some members under (Section 257 of the Companies Act, 1956) signifying their intention to propose the candidature of Mr. D.N. Raju for the office of Director. The Board considers it desirable that the Company should continue to avail itself of his services as Director.

None of the Directors are interested in the said resolution except Mr. D.N. Raju to the extent of his appointment.

By order of the Board
for **ASIAN FLORA LIMITED**

Place : Hyderabad
Date : 05.09.2000

D.RAGHAVA RAO
DIRECTOR

ASIAN FLORA LIMITED**DIRECTORS' REPORT**

To
The Members,
Asian Flora Limited

Your Directors are presenting the Sixth Annual Report and the Audited Accounts of the Company for the year ended 31st March, 2000.

WORKING RESULTS:

The Working Results of the Company for the year under report are as under:

	(Rupees in Lakhs)
Sales	0.00
Other Income	11.43
	<u>11.43</u>
Profit/(loss) before Depreciation	(131.16)
Add: Depreciation	55.14
(Loss) for the Year	<u>(186.30)</u>

PROJECTIONS Vs ACTUALS:

The Company's performance as compared to the projections given in the prospectus dated 08.11.1995 is as under.

	(Rupees in Lakhs)	
Particulars	Projections	Actuals
Total Income	871.96	11.43
Profit/(loss) after Tax	161.25	(186.30)

The plant varieties selected by the company have failed in the Indian Conditions and due to this the Company could not realise the sales as estimated. The company has initiated steps during this year to replace the existing Plant Varieties with better Varieties. The Company therefore expects to improve its performance during the year 2000-2001.

PROSPECTS:

The Company is taking all steps to tone up production and exports during the current year and expects to perform comparatively better in this year.

PERSONNEL:

Employee relations continue to be cordial. Information on particulars of employees remuneration required to be given under section 217 (2A) read with Companies (Particulars of Employees) Rules 1975 are not applicable to the Company as none of the employees is drawing remuneration in excess of limits prescribed there under.

ASIAN FLORA LIMITED**DISCLOSURE OF PARTICULARS:**

The Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988, requiring disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange are given in Annexure I which forms part of this report.

DEPOSITS :

Our Company has not accepted any deposits from the Public during the year.

DIRECTORS :

Sri D. Venkateswara Rao resigned as a Director with effect from 30.8.2000 due to other pre occupations. The Directors wish to place on record their appreciation of the services rendered by Sri D.Venkateswara Rao during his term of Directorship.

AUDITORS REPORT :

As regards non-payment of TDS amount of Rs.25,100/- mentioned at 5.18 of the Auditors Report, the Directors wish to inform the members that the same was delayed due to paucity of Funds and the same will be remitted to Govt. shortly.

AUDITORS:

Auditors of the Company M/s. Sarath & Associates, Chartered Accountants, Hyderabad are retiring at the conclusion of this Annual General Meeting and being eligible offer themselves for reappointment.

for and on behalf of the Board

Place : Hyderabad
Date : 05-09-2000

D. RAGHAVA RAO
Director

ANNEXURE 1

Information under section 217(1)(e) of the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 and forming part of Directors' Report.

FORM - A

Form for disclosure of particulars with respect to conservation of energy

A. Power and fuel**1. ELECTRICITY****a) Purchased**

Unit (NO)	:	N.A
Total Amount(Rs.)	:	N.A
Rate/Unit(Rs.)	:	N.A