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**31<sup>ST</sup>**  
**ANNUAL REPORT**  
**2005 - 2006**

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**AURANGABAD PAPER MILLS LIMITED**



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**BOARD OF DIRECTORS**

Shri Parmeshwar G. Mittal	:	<b>MANAGING DIRECTOR</b>
Shri Shankarlal G. Mittal	:	<b>EXECUTIVE DIRECTOR</b>
Shri Badal Mittal	:	<b>EXECUTIVE DIRECTOR</b>

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Shri P.K.B. Nambiar	:	<b>CONSULTING COMPANY SECRETARY</b>
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**AUDITORS**

Sunil Adavade & Co.,  
Chartered Accountants  
4, 1st Floor, Rajshree Building,  
Above Excel Gas Service,  
N.G. Acharya Marg, Chembur,  
Mumbai : 400 071.  
Membership No. 109964

**BANKERS**

Bank of Maharashtra  
The Bank of Rajasthan Limited  
Indian Overseas Bank

**REGISTERED OFFICE & WORKS**

M.I.D.C PAITHAN,  
Dist. Aurangabad 431 148,  
Maharashtra.

**ADMINISTRATIVE OFFICE**

171/B, Mittal Tower,  
210, Nariman Point,  
Mumbai-400 021.  
Maharashtra


**AURANGABAD PAPER MILLS LIMITED**

Regd. Office : M.I.D.C. Paithan, Dist. Aurangabad : 431 148. Maharashtra.

**NOTICE OF THIRTY-FIRST ANNUAL GENERAL MEETING**

Notice is hereby given that the Thirty First Annual General Meeting of the Members of Aurangabad Paper Mills Limited will be held at the Registered Office of the Company at MIDC Paithan, District - Aurangabad - 431 148 on Tuesday the 17<sup>th</sup> October, 2006 at 2.30 p.m. to transact the following business :-

1. To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2006 and the Profit & Loss Account for the year ended on that date together with the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Shankarlal G. Mittal, who retires by rotation as per Article 159 of the Articles of Association of the Company and, being eligible, offers himself for re-appointment.
3. To appoint Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

**NOTES :**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND ON POLL TO VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The instrument appointing proxy duly completed, stamped and signed, should be deposited at the Registered Office of the Company at MIDC, Paithan, District Aurangabad - 431 148, not later than 48 hours before the commencement of the meeting.
3. The Register of members and the Share Transfer Books of the Company will remain closed from Wednesday the 11<sup>th</sup> October, 2006 to Tuesday the 17<sup>th</sup> October, 2006 (both days inclusive).

By Order of the Board

Place : Mumbai  
Date : 18<sup>th</sup> September, 2006

**BADAL MITTAL**  
EXECUTIVE DIRECTOR

**DIRECTORS' REPORT**

Dear Shareholders,

Your Directors hereby present their Thirty First Annual Report together with the Audited Statement of Accounts for the year ended March 31<sup>st</sup>, 2006.

**FINANCIAL RESULTS :**      Year ended    Year ended  
   31.03.2006    31.03.2005  
   (Rs. in lacs)    (Rs. in lacs)

Loss before Providing for Interest	<b>100.74</b>	38.94
Add : Provision for Interest	<b>19.12</b>	17.30
Net Loss for the year	<b>119.86</b>	56.24
Add : Provision for Fringe Benefit Tax	0.17	0
Total Loss for the year	120.03	56.24
Add : Loss brought forward from previous year	<b>198.96</b>	142.72
	<b>318.99</b>	198.96

**OPERATIONS**

The Company was declared as a Sick Industrial Company within the meaning of Section 3(1)(o) of the Sick Industrial Companies (Special Provisions) Act, 1985 (SICA) by the Board for Industrial & Financial Reconstruction (BIFR), ICICI being the Operating Agency. The Company has arrived at a One Time Settlement with the lenders i.e. Financial Institutions and Banks, whereby they have agreed to waive interest and a portion of the Principal payable to them and have agreed to accept real estates of the Promoters of the Company in lieu of cash payments. Accordingly, conveyance of real estates of the promoters were executed in favour of all the lenders except two. Settlement with the remaining two lenders are awaited.

**DIVIDEND**

Your Directors are unable to recommend any dividend for the year ended 31.03.2006 because of carried forward losses.

**DIRECTORS**

Shri. Niranjanlal B Dalmia, Director passed away on 26.09.2005 and your Board place on record the valuable services rendered by Shri. Niranjanlal B. Dalmia during his tenure on the Board of your Company. Shri. Shankarlal G. Mittal will retire by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment.

**DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the provisions contained in Section 217 (2AA) of the Companies Act, 1956, the Directors of your company confirm :

- A. That in the preparation of the annual accounts, the applicable accounting standard have been followed and no material departures have been made from the same.
- B. That they have selected such accounting policies and applied them consistently and made judgements 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.
- C. That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company for preventing and detecting fraud and other irregularities.
- D. That they have prepared the annual accounts on a going concern basis.


**AURANGABAD PAPER MILLS LIMITED**
**AUDIT COMMITTEE**

Your Company has not constituted Audit Committee pursuant to the provisions of Section 292A of the Companies Act, 1956, as the Company has not been carrying out any activities.

**PARTICULARS OF EMPLOYEES**

There was no employee in respect of whom information is required to be disclosed as per Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING/OUTGO**

Since the Company has not carried out any activities falling within the purview of Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the report of the Board of Directors) Rules, 1988 the information may be treated as nil.

**LISTING OF SHARES**

The Equity Shares of your company continue to be listed in Bombay Stock Exchange and your Company has paid the Annual Listing fee for the year 2006-2007. The shares of your company are brought under the compulsory dematerialisation and accordingly, the company has entered into Agreement with the NSDL and CDSL

**AUDITORS REPORT**

The Report of the Auditors on the Account is self explanatory and needs no explanation.

**AUDITORS**

The Auditors, M/s. Sunil Adavade & Co., Chartered Accountants, was appointed by the Board in the casual vacancy of the Auditors due to the sad demise of Shri O.P. Saraogi of M/s. O.P. saraogi & Co., M/s. Sunil Adavade & Co., retire on the conclusion of the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment. You are requested to appoint the Auditors for the ensuing financial year 2006-2007, and fix their remuneration.

**ACKNOWLEDGEMENT**

Your Directors are grateful to the Financial Institutions and the Bankers for their continued support and co-operation. Your Directors also wish to place on record their appreciation of the services rendered by the employees at all levels.

For and on behalf of the Board of Directors

**Parmeshwar G. Mittal**  
Managing Director

**Badal Mittal**  
Executive Director

**Regd. Off. :** M.I.D C Paithan,  
By Order of the Board  
Dist. Aurangabad : 431 148.  
Maharashtra  
Date : 18<sup>th</sup> September, 2006