



Formerly Known as
ESSELS TEA EXPORTS LIMITED



ANNUAL REPORT & ACCOUNTS
2002-2003



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BOARD OF DIRECTORS

Shir S. L. Agarwalla
Chairman

DIRECTORS

Shri S. K. Agarwal
Shri M. L. Kansal
Dr. H. P. Bezbrooh
Shri Basant Agarwal
Shri Binod Agarwal
Shri Sandeep Agarwal
Shri Kamal Kant Agarwal

AUDITORS

Manoj Kr. Goyal
Chartered Accountants
1st Floor, Commerce House
Bidhan Market Road, Siliguri

BANKERS

State Bank of Mysore
Punjab National Bank
Vijaya Bank
State Bank of Bikaner & Jaipur
State Bank of India

SHARES TRANSFER DEPARTMENT

Bansisons Tea Industries Ltd.
264, M.G. Road, Siliguri (W.B.)

REGISTERED OFFICE

264, M.G. Road
Siliguri (West Bengal)
Pin - 734405

GARDEN & FACTORY

Fatapukur, Dist. Jalpaiguri
(West Bengal)

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NOTICE

Notice is hereby given that the Sixteenth Annual General Meeting of Members of the Company will be held on Tuesday, 30th September, 2003 at 10.00 A.M. of Meeting Hall of Hotel Embassy, Siliguri - 734401 to transact the following business :

ORDINARY BUSINESS : -

1. To receive, consider and adopt the audited Balance Sheet of the Company at 31st March, 2003 and the profit and Loss Account for the year ended as on that date and the report of the Board of Directors and of the Company's Auditors.
2. To appoint a Director in place of Shri S. L. Agarwal, who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Shri S. K. Agarwal, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Shri H. P. Bezbrooah, who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint Auditors and fix their remuneration and for this purpose to consider and, if thought fit, to pass the following resolution with or without modification:

"RESOLVED the pursuant to the provisions of section 224 of the Companies Act 1956, M/s. Manoj Kumar Goyal be and is hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the company of a remuneration to be decided mutually between the Board of Directors and the Auditors."

Place : Siliguri
Date : 7th August, 2003

By Order of The Board
S. K. Agarwal
Director

NOTES :

1. Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such a proxy need not be a member of the company.
2. A Instrument of proxies in order to be effective must be deposited with the company at its Registered office not less than 48 hours before the commencement of the meeting.
3. The register of members of the Company and Share Transfer Book will remain closed from 25th September 2003 to 30th September 2003 (both days inclusive).
4. Members who have multiple registered folios in identical order on name(s) are requested to write to the Company quoting their Registered Folio No.(s) and enclosing their Share Certificate, for consolidation of all such shareholding into one registered folio to facilitate better service.
5. Members are requested to bring the attendance slip alongwith copies of Annual Reports to the Meeting.



Additional Information required to be furnished under the listing agreement :

As required under the listing agreement, the particulars of Directors who are proposed to be appointed/re-appointed are given below :

1. Name : Sri S. L. Agarwal
 Age : 58 Years
 Qualification : B. Com. (Hons.), L.L.B.
 Expertise : In finance & Accounts.
 Other Directorship : None

2. Name : Sri S. K. Agarwal
 Age : 43 years
 Qualifications : Graduate
 Expertise : In Tea Manufacturing & Plantation since last 15 years.
 Other Directorships : Nil

3. Name : Sri H. P. Bezbrooah
 Age : 56 year
 Qualifications : M. Sc.
 Expertise : Ex-advisor Tea Research Association,
 Senior Consultant Tea Research
 Other Directorship : Nil



DIRECTORS REPORT TO THE MEMBERS OF BANSISONS TEA INDUSTRIES LIMITED

Dear Shareholders,

Yours Directors present herewith your Company's Fifteenth Annual Report together with the Audited Accounts for the year ended 31st march 2003.

Financial Result

(Rupees in Lakhs)

	31/03/03	31/03/02
Net Sales / Income from operations	105.10	229.61
Other Income-Interest (Net)	0.93	2.39
Total Expenditure	136.04	261.47
Gross Profit / (Loss) After Interest but before depreciation and Taxation	(30.01)	(29.46)
Depreciation	1.92	12.40
Profit/ (Loss) for the year after Depreciation	(41.93)	(41.86)
Profit / (Loss) before Tax	(41.93)	(41.86)
Provision for Taxation	Nil	Nil
Taxation		0.03
Profit/ (Loss) after Tax		41.89
Paid-Up Equity Share Capital	619.75	619.75
Reserves Excluding Revaluation	49.13	91.12

MANAGEMENT DISCUSSION AND ANALYSIS:

Pursuant to clause 49 of the Listing Agreement a Management Analysis Report is given below:

A. INDUSTRY BACKGROUND

Tea is one of the oldest industries in India started during the British rule. India is not only the largest producer of tea but is also the largest consumer. Tea is an important industry for India since it earns a substantial amount of foreign exchange by way of exports even though the quantum and value of exports has been coming down over the last few years.

B. INDUSTRY OUTLOOK

The Company has a long experience of tea plantation, production and marketing. The availability of land for tea cultivation is limited and not all land is suitable for tea cultivation. The Company has inducted into the Board the well experienced people. Government regulation and control also affect the tea industry., The multiplicity of taxes on the industry also affect



Directors Report (Contd....)

profitability. Production of tea is highly dependent on climatic and soil conditions. The Government of India is expected to continue to support the industry, which is a major foreign exchange earner.

C. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY :

The Company has adequate internal control systems commensurate with the size of its operations and for the purpose of exercising adequate controls on the day-to-day operations. Systems are regularly reviewed to ensure effectiveness.

D. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS :

During the year there are no material developments in Human Resources. Due to labour problem there was a lock-out between 09/02/2002 to 30/04/2002

OPERATIONS:

The Company has concentrated its main activities in increasing the tea plantation maintenance of the bushes and tea manufacturing.

DIVIDEND

Due to non-availability of distributable profitability your Directors regret their inability to recommend any dividend in respect of Equity shares for the year under review.

DIRECTORS

In terms of article of Association of your Company read with Section 255 of the companies Act, 1956. Shri S. L. Agarwal, S. K. Agarwal and H. P. Bezbrooah retires at the forthcoming Annual General Meeting, but being eligible offers themselves for reappointment.

AUDITORES

M/s. Monoj Kumar Goyal, Chartered Accountants, Auditors of the Company retire at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment. The Company has received a certificate from the Auditors that they are qualified under section 224(1B) of the Companies Act 1956, to Act as the Auditors of the Company, if re-appointed.

PERSONNEL

None of the employee of the Company is drawing remuneration exceeding the limits specified under section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.



Directors Report (Contd.....)

PUBLIC DEPOSIT

Your Company has not accepted any deposit(s) within the meaning of Sec-58A of the Companies Act, 1956 and the rules made thereof.

RESPONSIBILITY STATEMENT

The Directors Confirms,

1. That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. that the directors had 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;
3. that the directors had 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 and for preventing and detecting fraud and other irregularities;
4. that the directors had prepared the annual accounts on a going concern basis.

SUBSIDIARY

The Company does not have any subsidiary within the meaning of Sec-4 of the Companies Act, 1956.

STATEMENT PURSUANT TO LISTING AGREEMENT

Presently the Company's share are listed at the stock exchange mumbai(BSE), Calcutta stock exchange, madras stock exchange and Jaipur stock exchange. The Company has paid the annual listing fees for the year 2003-04. There are no listing fees dues pending.

CORPORATE GOVERNANCE

Your Company has always been committed to the best practices in the governance of its affairs. The Board is taking efforts to comply the same. Kindly refer to ANNEXURE 'A' to Directors Report. The Auditors Certificate on compliance with the mandatory requirements of Corporate Governance is given in Annexure "A" to this Report.

AUDITORS REPORT

With reference to the observations made by the Auditors in their report, the directors are to state that the notes submitted by the Board as contemplated under section 217(3) of the Companies Act, 1956; forming part of Company's Accounts are self explanatory and therefore do not call for any further clarification.

Directors Report (Contd.....)



Directors Report (Contd.....)

INFORMATION PURSUANT TO SECTION 217(1)(E) OF THE COMPANIES ACT, 1956

As per sec-217(1)(e) of the Companies Act, 1956 read with the companies 9Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 the relevant data pertaining to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and outgo are setout as hereunder;

PARTICULARS		Year ended 31st March, 2002
A. Power & Fuel Consumption		Rs.
1. Electricity		
Unit		2,33,543
Total Amount (In Lakhs)		10.03
Rate in (Rs)/ unit		4.30
2. Own Generation (Estimated)		
Through Diesel Generator (Unit)		57,467
Unit per Ltr. of Diesel oil		3.48
3. Furnance Oil (Including L.D.O.& Diesel)		
Quantity (Ltrs)		1,23,700
Total Amount (Rs.)		11,60,543
Average Rate (Rs.)		9.38
B. Consumption per unit production :		
Products (with) details unit:		
Electricity		3.45
Furnance Oil (Including L.D.O.)(Rs.)		3.21
Coal (Specified Quality)		Nil
Other (Specified)		Nil



ACKNOWLEDGEMENTS:

Your Directors wish to place on record their appreciation of the continued support rendered by the Shareholders, Bankers, Financial Institution Central & State Government Bodies, Business Consituents, Tea Research Association, Tea Board, Siliguri Tea Auction Committee, Terai Indian Planters Association and Indian Tea Planters Association.

Place : Siliguri
Date : 7th August, 2003

By Order of The Boad
S. L. Agarwalla
Chairman

