

Ballarpur Industries Limited

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CS	<input checked="" type="checkbox"/>		DPY	<input checked="" type="checkbox"/>
RO	<input checked="" type="checkbox"/>		DIV	<input checked="" type="checkbox"/>
TRA	<input checked="" type="checkbox"/>		AC	<input checked="" type="checkbox"/>
AGM	<input checked="" type="checkbox"/>		SHI	<input checked="" type="checkbox"/>
YE	<input checked="" type="checkbox"/>			

Executive Bond

Sunshine Super Printing

Super Lucky Ivory Board

TA Copier

Sunshine Art Paper

Sunlit Bond

TA Maplitho NSD Premium

CERTIFIED TRUE COPY
For Ballarpur Industries Limited

Dy. Company Secretary

MR. L.M. THAPAR

Chairman & Managing Director

MS. RAMNI NIRULA

Nominee of ICICI

MR. N.N. JAMBUSARIA

Nominee of LIC

MR. K.G. VASSAL

Nominee of UTI

VICE ADMIRAL K.K. NAYYAR (RETD.)

MR. NAROTTAM SAHGAL

DR. RAM S. TARNEJA

MR. M.M. THAPAR

MR. O.P. MALHOTRA

MR. S.M. RAMAKRISHNA RAO

DR. ABDULLAH M. BASODAN

Directors

MR. V.M. THAPAR MR. GAUTAM THAPAR

Joint Managing Directors

MS. NEERJA SHARMA

Deputy Company Secretary

AUDITORS

K.K. MANKESHWAR & CO.

Chartered Accountants

King's Way, Nagpur - 440 001

REGISTERED OFFICE

P.O. Ballarpur - 442 901, District Chandrapur, Maharashtra

HEAD OFFICE

Thapar House, 124, Janpath, New Delhi - 110 001.

Ballarpur Industries Limited

Regd. Office: P.O. Ballarpur - 442 901, District Chandrapur, Maharashtra

NOMINATION FORM

(To be filled in by individual applying singly or jointly)

(TO BE FILLED IN CAPITAL LETTERS)

Folio No. : _____

I / We _____ and _____
the holders of _____ Shares bearing number(s) _____

of Ballarpur Industries Limited, wish to make a nomination and do hereby nominate the following person in whom all rights of transfer and / or amount payable in respect of Shares shall vest in the event of my / our death.

Name and Address of Nominee

Name _____ s/d/w of Shri _____
Address _____

_____ PIN _____

Date of Birth * _____

(* to be furnished in case the nominee is a minor)

** The nominee is a minor whose guardian is

Name Shri / Smt. _____ s/d/w of Shri _____
Address _____

_____ PIN _____

** To be deleted if not applicable.

Signature(s) of Shareholder(s) as per Specimen Signatures recorded with the Company
(1) _____ (2) _____ (3) _____

Name _____	_____	_____
Address _____	_____	_____
_____	_____	_____
_____	_____	_____
_____ PIN _____	_____ PIN _____	_____ PIN _____
Date _____	_____	_____

Witnesses

Signature _____	_____
Date _____	_____
Name (1) _____	(2) _____
Address _____	_____
_____	_____
_____ PIN _____	_____ PIN _____

(Before filling up the form please read the instructions.)

INSTRUCTIONS

- The Nomination can be made by individuals only, holding shares on their own behalf, singly or jointly. Non-Individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of power of attorney cannot nominate. If the shares are held jointly, all joint holders will sign the nomination form.
- A minor can be nominated by a holder of shares and in that event the name and address of the guardian shall be given by the holder.
- The nominee shall not be a trust, society, body corporate, partnership firm, Karta of Hindu Undivided Family or a power of attorney holder. A non-resident Indian can be a nominee on non-repatriable basis subject to applicable laws.
- Nomination stands rescinded upon transfer of share(s).
- Transfer of share in favour of a nominee shall be a valid discharge by a company against the legal heir.
- Shareholder(s) should sign as per specimen signature(s) recorded with the Company.
- Shareholder's address given here will not be considered for change of address. If any change in address is desired to be recorded, please write a separate letter.
- Shareholders are requested to send the duly filled up form to **The Secretarial Department, Ballarpur Industries Ltd., P.O. Ballarpur - 442 901, District Chandrapur, Maharashtra.**



Bilt Ballarpur Industries Limited

Regd. Office: P.O. Ballarpur - 442 901, District Chandrapur, Maharashtra

Dear Shareholder,

Re : Dematerialisation of Shares

We have great pleasure in informing you that the option of holding the shares of the Company in electronic mode (also called demat form) is now available. This facility is available through National Securities Depository Limited (NSDL) Mumbai, the first Depository in India, promoted jointly by National Stock Exchange of India Limited, Unit Trust of India and the Industrial Development Bank of India Limited. The functions of NSDL are regulated by Securities and Exchange Board of India.

At present the shares are available in paper form, which have to be safeguarded against loss, misappropriation, theft, fire, etc. The electronic mode aims at eliminating these disadvantages and the voluminous and cumbersome paper work involved in scrip-based system. This system provides for conversion of physical securities in the electronic form through the process of dematerialisation of share certificates and facilitates share transfers electronically without involving any share certificates or execution of transfer deeds. Just as your money is safe in your bank account, in the same manner, you can keep yourself free from tensions of safeguarding your shares certificates, by keeping them in a book entry form.

Brief procedure for converting the physical shares into electronic/depository/demat form is explained below :

You will have to open an account with a designated agent of NSDL, called the Depository Participant (DP). DPs are mainly bankers and share brokers who operate as agents of NSDL (list of DPs may be obtained from the Company). After opening the account with DP, you have to give a demat request alongwith the original share certificates to your DP who will get your shares dematerialised from the Company. It will take about 15-20 days for dematerialisation and the crediting of your account with the number of shares for which you have opted for dematerialisation.

After dematerialisation of shares, you will get a periodical statement of your shareholding from the DP.

Once your shares are converted in the demat form, NSDL will become the registered owner of the shares in the books of the Company. However as beneficial owner, you will continue to get, as before, the annual report, dividend, bonus/rights shares, etc.

Further trading in electronic shares is much simpler and also safe as compared to the present scrip based system. If you wish to buy shares in the electronic form, you have to place an order with your broker as before and inform him your depository account number. The shares brought by you will be credited to your account by the DP without handing over the physical share certificates or the transfer deeds to you, thereby eliminating chances of any forged scrips or bad delivery. In the same manner the shares in the electronic form can be sold through the DP by informing him your account number with necessary instructions for sale, without actual delivery of the physical certificates.

Apart from this, the option for reconverting your electronic holding to the physical scrips always remains open to you. In case, if at any time in future, you desire to get back the physical share certificates, it can be done by a request to the DP, subject to applicable terms and conditions. It will take about 30 days for the Company to issue share certificates against shares earlier held in demat form.

The various advantages which will accrue by holding your shares in the electronic form are :

1. No stamp duty on dematerialisation and transfer of shares.
2. No courier/postal charges, also no loss in transit and consequently no expenditure and cumbersome procedure for the issue of duplicate shares.
3. No chances of bad delivery which is mainly due to forged signatures, signature differences, expiry of the transfer deed and various mistakes in filling up the transfer deeds, etc.
4. Quick transfer of shares purchased/sold in an electronic form.
5. Eliminate litigation on account of fake certificates, disputes in respect of ownership of shares purchased.
6. Dematerialised shares can also be pledged for securing loans.

We hope you will assess the various advantages of holding your shares in an electronic form and opt for dematerialisation of your shares very soon.

In case you require any further information/clarification, please feel free to write to the Secretarial Department, Ballarpur Industries Limited, Thapar House, 124, Janpath, New Delhi - 110 001, or call at 011-3368332, 3368811.

For Ballarpur Industries Limited



Neerja Sharma
Dy. Company Secretary



Ballarpur Industries Limited

Regd. Office: P.O. Ballarpur - 442 901, District Chandrapur, Maharashtra

Attendance Slip

I hereby record my presence at the ANNUAL GENERAL MEETING of the Company at its Registered Office at P.O. Ballarpur - 442 901, District Chandrapur, Maharashtra at 10.30 a.m., on Monday, the 22nd March, 1999.

Member's Folio Number

Name of the attending member
(in block letters)

Name of Proxy (in block letters, to be filled in if the proxy attends instead of the member)

No. of shares held

Signature of the attending member/proxy

NOTES:

1. If you intend to appoint a proxy, please complete the Proxy Form below and deposit it at the Company's Registered Office, at least 48 hours before the meeting.
2. Share/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand it over at the entrance duly filled up and signed.

Ballarpur Industries Limited

Regd. Office: P.O. Ballarpur - 442 901, District Chandrapur, Maharashtra

Proxy Form

I/We
of being a member of Ballarpur Industries Limited
holding Ordinary Share(s) hereby appoint
..... of
or failing him/her of
as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 10.30 a.m. on Monday, the 22nd March, 1999 and at any adjournment(s) thereof.

As witness my/our hand(s) this day of 1999

Signed by the said

Folio No.

Affix
30 Paise
Revenue
Stamp

NOTES: 1. The proxy in order to be effective must reach the Registered Office of the Company not less than FORTYEIGHT HOURS before the time for holding the aforesaid meeting.



53rd
Annual Report
1997-98

BALLARPUR INDUSTRIES LIMITED**DIRECTORS' REPORT
FOR THE FINANCIAL YEAR 1997-98**

To,
The Members,

Your Directors have pleasure in submitting their 53rd report on the business and the operations of the Company together with the Audited Statement of Accounts for the 18 months Financial Year ended 30th September, 1998.

FINANCIAL RESULTS

	1997-98 Rs. '000	1996-97 Rs. '000
Operating Profit before Interest, Finance Charges and Depreciation amounts to	1952303	1749943
Less : Interest and Finance Charges (Net)	1287962	967377
Profit before Depreciation	664341	782566
Less : Depreciation	632322	391549
Net Profit for the year before tax comes to	32019	391017
Less : Provision for Taxation (MAT)	—	—
Less : MAT credit carried forward	—	11000
Net Profit after Tax	32019	380017
To which is added :		
The Balance brought down from the previous year	106005	310916
Less : Exceptional Loss [loss on divestments from joint ventures (net)]	112796	—
Balance	25228	690933
To which is added :		
Debenture Redemption Reserve no longer required	370566	8500
Investment Allowance Reserve written back	34342	67929
Capital Profit on sale of assets	3292	3245
Premium on redemption / forfeiture of Debentures	—	85
	433428	770692
Less : Adjustments relating to earlier years (Net)	164187	29215
Leaving a surplus of	269241	741477
Which your directors recommend, be appropriated as follows :		
Transfer to Capital Reserve	3292	3330
Transfer to Debenture Redemption Reserve	82395	235970
Transfer to Preference Capital Redemption Reserve	—	165000
Payment of Dividends :		
On 2,00,000 (Previous year 37,50,000) - 13% Redeemable Non-Convertible Cumulative Preference Shares of Rs. 100/- each	2600	42874
On 21,00,000 (Previous year 21,00,000) - 14.5% Redeemable Non-Convertible Cumulative Preference Shares of Rs. 100/- each	37926	7631
On 39,63,500 (Previous year nil) - 11% Redeemable Preference Shares of Rs. 100/- each pro-rata w.e.f 23.04.98	19231	—
On 2,50,000 (Previous year 2,50,000) - 15% Redeemable Cumulative Preference Shares of Rs. 100/- each upto 2.6.98	4397	3750
On 49651500 Ordinary Shares of Rs. 10/- each @ 10% (Previous year @ 25%)	49651	124129
On 1,00,00,000 (Previous Year Nil) Ordinary Shares of Rs. 10/- each @ 10% pro-rata w.e.f 23.04.98	2939	—
Dividend Tax @ 10%	11674	12788
Transfer to General Reserve	5000	40000
Balance carried forward to next year's Account	50136	106005