



# ANNUAL REPORT 1996-97

|     |                                     |                                     |     |                                     |
|-----|-------------------------------------|-------------------------------------|-----|-------------------------------------|
| MD  | <input checked="" type="checkbox"/> |                                     | BKC | <input checked="" type="checkbox"/> |
| CS  | <input checked="" type="checkbox"/> |                                     | DPY | <input checked="" type="checkbox"/> |
| RG  | <input checked="" type="checkbox"/> |                                     | DIV | <input checked="" type="checkbox"/> |
| TRA | <input checked="" type="checkbox"/> |                                     | AC  | <input checked="" type="checkbox"/> |
| AGM | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | SHI | <input checked="" type="checkbox"/> |
| YE  | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |     | <input checked="" type="checkbox"/> |



**Bharat Heavy Electricals Limited**

**BOARD OF DIRECTORS**

Shah Dr. R.K.D.  
Chairman and Managing Director

Sarma Dr. E.A.S. (upto 01.11.96)

Mohapatra A.K. (upto 30.06.97)

Singh A.V. (From 07.01.97)

Prasad K.N.

Lahiry K.C.

Ramachandran K.G.

Srinivasulu A. (upto 31.08.97)

Sriramamurty D. (upto 31.08.97)

Rao K.S.

Chakraborty A.K.  
Company Secretary

**MANAGEMENT COMMITTEE**

AS ON 23/7/1997

Shah Dr. R.K.D. - Chairman & Managing Director

Lahiry K.C. - Power

Ramachandran K.G. - Finance

Srinivasulu A. - Engg., Research & Development  
Corporate Research & Development  
Component Fabrication Plant

Sriramamurty D. - Personnel  
Human Resource Development Institute  
Corporate Productivity Group  
International Operations  
Corporate Communication

Rao K.S. - Industrial Systems & Products  
Electronics Division & Industrial  
Systems Group  
Electroporcelains Division  
Insulator Plant

Subramanian A. - High Pressure Boiler Plant  
Seamless Steel Tube Plant  
Boiler Auxiliaries Plant  
Industrial Valves Plant  
Piping Centre  
Welding Research Institute

Mathur K.P. - Project Engineering Management

Mittal M.K. - Heavy Electrical Equipment Plant  
Central Foundry Forge Plant  
Pollution Control Research Institute  
Heavy Equipment Repair Plant

Sasamka Babu P. - Heavy Power Equipment Plant

Rao M.V. - New Business Development  
Transportation  
Regional Operations Division

Dhirendra Krishna - Corporate Finance

Bhalla Dr. Y.V. - Power Sector - Western Region

Aggarwal R.C. - Heavy Electricals Plant  
Electrical Machines Repair Plant

Puri A.K. - Secretary, Management Committee

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**ERRATA**

| <b>Page No.</b> | <b>Nomenclature</b>                                  | <b>Printing Omission</b>                   | <b>Correct Position</b>                    |
|-----------------|------------------------------------------------------|--------------------------------------------|--------------------------------------------|
| 33              | Profit & Loss Account                                | 538472 in 4th column<br>second last figure | 538472 in 3rd<br>column last figure        |
| 33              | -do-                                                 | 489520 in 6th column<br>second last figure | 489520 in 5th column<br>second last figure |
| 35              | Unsecured Loans                                      | Public Deposits                            | Public Deposits (due within<br>one year)   |
| 50              | Schedule 20                                          | 91106.66 in 3rd column<br>figure           | 4th column figure                          |
| 50              | -do-                                                 | 3525.32 in 4th column                      | 3525.32 in 6th column                      |
| 50              | -do-                                                 | 3864.98 in 5th column                      | 3864.98 in 8th column                      |
| 53              | Schedule 20<br>(Spares other than<br>Breaker Spares) | 0.00 in 8th column                         | 10.39 in 8th column                        |
| 56              | Schedule 20<br>At the Bottom                         | Rs. 55.86                                  | Rs. 55.86 lakhs                            |
| 56              | -do-                                                 | Generators                                 | 'G' Generators                             |
| 62              | Schedule 23<br>Components                            | 153,923,02                                 | 15,392,302                                 |
| 62              | Total                                                | 243,337,240                                | 24,337,240                                 |



## C O N T E N T S

Report



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# Bharat Heavy Electricals Limited

Regd. Office : BHEL House, Siri Fort, New Delhi - 110 049

## FORM OF PROXY

|               |
|---------------|
| FOLIO NO.     |
| NO. OF SHARES |

I/We .....  
 of in the District .....  
 of .....  
 being a member/members of the above named Company, hereby appoint .....  
 in the District of ..... or failing  
 him .....  
 of ..... in the District  
 of ..... as my/our  
 proxy to vote for me/us on my/our behalf at the 33rd Annual General Meeting of the Company to be held on 29.09.1997  
 Signed ..... this ..... day of ..... 1997

Affix Thirty  
Paise  
Revenue  
Stamp

- NOTES: a) The form should be signed across the stamp as per specimen signature registered with the Company.  
 b) The form should be deposited at the Registered office of the Company forty-eight hours before the time for holding the Meeting.

## Bharat Heavy Electricals Limited ATTENDANCE SLIP

33rd ANNUAL GENERAL MEETING

to be held on 29th September 1997, at 10.00 AM at FICCI Auditorium, New Delhi - 110 001.

FOLIO NO. \_\_\_\_\_ NO. OF SHARES \_\_\_\_\_

Full Name of Shareholder/Proxy .....

Attending at the meeting .....

Full Name of the First Holder .....

(If Joint Holder/Proxy attending) .....

For Signature of the Shareholder  
if attending the meeting

For Signature of the Proxy  
if attending the meeting

Shareholders are requested to bring this slip to the meeting duly filled up including Folio Number along with copy of the Balance Sheet.







# Bharat Heavy Electricals Limited

Regd. Office : BHEL House, Siri Fort, New Delhi - 110 049

## NOTICE OF 33RD ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting of the Members of BHARAT HEAVY ELECTRICALS LTD. will be held on Monday, the 29th September, 1997 at 10.00 A.M. at FICCI Auditorium, Barakhamba Road (Tansen Marg), New Delhi - 110 001, to transact the following business :

### ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March, 1997 and the Profit & Loss Account for the year ended on that date together with the Reports of the Directors and Auditors thereon.
2. To declare dividend.
3. To appoint a Director in the place of Shri K.N. Prasad, who retires by rotation and, being eligible, offers himself for re-appointment.
4. To appoint a Director in the place of Shri K.C. Lahiry, who retires by rotation and, being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS :

5. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution :-

"RESOLVED THAT Shri Ajai Vikram Singh, in respect of whom the Company has received Notice in writing from the Director himself proposing his candidature for the office of a Director under the provisions of Section 257 of the Companies Act, 1956, along with a deposit of Rs. 500/- and who is eligible for appointment to the office of a Director, be and is hereby appointed as a Director of the Company liable to retire by rotation".

By Order of the Board of Directors  
(A.K. Chakraborty)  
Company Secretary

Dated : 1st September, 1997

Registered Office :

"BHEL House", Siri Fort, New Delhi-110 049.

### 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 OF THE COMPANY. PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS (48 HRS) BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING. BLANK PROXY FORM IS ENCLOSED.
2. Relevant Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of Special Business as set out above is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, the 10th September, 1997 to Monday, the 29th September, 1997 (both days inclusive) for the purpose of payment of dividend, if any, approved by the Members.
4. In terms of Section 205A of the Companies Act, 1956, the unclaimed dividend for the year ended 31.03.1994 is required to be transferred to General Revenue Account of the Central Government in November, 1997 and Members would have to claim it, thereafter, direct from Registrar of Companies, Delhi & Haryana, New Delhi. Those Members who have not encashed their Dividend Warrants for the said period may, therefore, approach the Company for issuance of duplicate Dividend Warrants immediately.
5. The dividend on the Equity Shares as recommended by the Board of Directors for the year ended March 31, 1997 when sanctioned at the Annual General Meeting of the Company will be payable within forty two days from the date of declaration of dividend by the members i.e. on or before 10th November, 1997 to those shareholders whose names appear on the Company's Register of Members as on Monday the 29th September, 1997.

6. Persons holding shares in identical names in different folios are requested to apply to the Company for consolidation of said folios and send relevant share certificates. In case of joint holder only first named shareholder or proxy appointed by him will be permitted to attend the meeting.
7. Members attending the meeting are requested to complete the enclosed Attendance Slip and deliver the same at the entrance of the meeting venue. However, entry to the Auditorium will be strictly on the basis of the entry slip available at the counters at the venue and to be exchanged with attendance slip. No briefcase or bag will be allowed to be taken inside the auditorium for security reasons.
8. Members are requested to notify immediately change in their address, if any, with pincode to the Registered Office of the Company, quoting their Folio Number, to ensure prompt receipt of dividend warrants.
9. Non-resident shareholders are requested to send their latest Mandate and also communicate their NRE / NRO A/c number along with name and address of their Bankers in India to enable the Company to send their dividend warrants to the concerned Bank.
10. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Company at least seven days in advance of the meeting so that the information required can be made readily available at the meeting.
11. Members are requested to take note of the address of the Share Transfer Agent of the Company, M/s. Karvy Consultants Ltd., UNIT : BHEL, 503, Vikram Tower, 16, Rajendra Place, New Delhi - 110 008.
12. Members are requested :
  - a) to bring their copies of Annual Report, Notice and Attendance Slip at the time of the meeting.

- b) to quote their Folio Nos. in all correspondence.
- c) to note that no gifts will be distributed in the AGM.

By Order of the Board of Directors  
(A.K. Chakraborty)  
Company Secretary

#### ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956.

The following explanatory statement sets out the material facts relating to the business mentioned in items No. 5, of the accompanying Notice dated 1st. September, 1997.

#### Item No. 5 :

Shri Ajai Vikram Singh, I.A.S., Additional Secretary & Financial Adviser, Ministry of Industry, Government of India, New Delhi, who has been appointed as part time official Director of the Company w.e.f. 7th January, 1997 holds office upto the date of ensuing Annual General Meeting of the Company as provided under section 260 of the Companies Act, 1956 read with Article 67(iv) of the Articles of Association of the Company and is eligible for re-appointment.

Shri Singh is highly qualified and well experienced person and has contributed a lot for the benefit of the Company.

In terms of Section 257 of the Companies Act, 1956 the Company has received Notice in writing along-with a deposit of Rs. 500/- from the Director himself proposing his candidature for the office of a Director of the Company.

None of the Directors of the Company except Shri Ajai Vikram Singh is in any way concerned or interested in the resolution.

The Board of Directors commends the resolution for approval of the shareholders.

By Order of the Board of Directors  
(A.K. Chakraborty)  
Company Secretary

Dated : 1st September, 1997