

4TH

Annual Report

1998-99

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CALDYN AIRCON LTD

CONTENTS

1. Notice
2. Directors Report
3. Auditor's Report
4. Balance Sheet
5. Profit & Loss Account
6. Schedule forming part of Accounts
7. Balance Sheet Abstract and Business profile
8. Attendance slip



Board of directors:

1. G.P.Sureka
2. Ajay Sureka
3. Ajay Dhawan

Regd. Office:

3rd Floor, Capital Cenima Building,
Fort, Mumbai-1.
Tel:2077368,2077541
Fax:022-6339959

Listing: Mumbai, Ahmedabad, Jaipur.

Share Transfer Agents:

Mennen Financial Services Ltd
401,3rd Floor, Opp.Hotel Vasant,
Goregaon (E), Mumbai-400 063.
Tel:875 5570/8755571
Fax:022-8755570

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NOTICE CONVENING THE AGM

Notice is hereby given that the 4th Annual General Meeting of the members of the Company will be held at 11.00 A.M. on Monday the 31st January, 2000 at Registered Office at Registered Office at 3rd Floor, Capital Cinema Building, Fort, Mumbai-1 to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Balance Sheet as at 31st March 1999 and the Profit & Loss account for the year ended as on that date, together with the Director's Report and the Auditors Report thereon.
2. To appoint a Director in place of Sri Ajay Sureka, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Statutory Auditors and fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or with out modifications, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 17 and other applicable provisions, if any, of the companies Act, 1956 the objects clause of the memorandum of Association of the company be and is hereby altered by inserting the following new clauses immediately after clause III (A) (1).

2. To design, develop, acquire, assemble, manufacture, distribute, transmit, maintain, mortgage, transfer, purchase, sell, hire, lease, import, export, and to act as dealer, franchiser, and to provide management and marketing services in the field of data transmission, software development, e-commerce business solutions, hardware, peripherals, consumables, network computers, internet service and e-mail services other computer related activities, globally and indigenously and to run software training institutions.

PLACE: MUMBAI

BY ORDER OF THE BOARD

DATE: 4-1-2000

DIRECTOR