

# 14th **Annual Report** **2000- 2001**

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**ACRYSIL LIMITED**

Joint Venture with  
**Schock & Co. GmbH, Germany**

**ACRYSIL LIMITED**

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**DIRECTORS**

Shri A.M. Parekh

*Managing Director*

Shri V.C. Mehta

Shri J.A. Sanghrajka

Shri R.J. Shah

Shri M. Nageswara Rao

Shri Karl Schock

Shri Kekoo Gandhi

*(Alternate Director to Mr.Karl Schock)*

Shri J.R.Naik

Shri Ajit Sanghvi

Shri Minoo D. Daver

**AUDITORS**Sanghavi & Company  
Chartered Accountants**SOLICITORS**

Desai &amp; Diwanji

**REGISTRAR & TRANSFER AGENT**R & D Consultants Ltd.,  
610, Dalmal Tower,  
211, Nariman Point,  
Mumbai 400 021.**BANKERS**State Bank of Saurashtra,  
Bhavnagar.**WORKS**Survey No.312,  
Bhavnagar - Rajkot Highway (13th K.M.),  
Navagam, Post : Vartej,  
Bhavnagar 364 060, Gujarat (India)**REGISTERED OFFICE**Old Kamani Chambers, 2nd floor,  
32, Ramjibhai Kamani Marg,  
Ballard Estate,  
Mumbai 400 001 (India)

**ACRYSIL LIMITED****NOTICE**

Notice is hereby given that the FOURTEENTH ANNUAL GENERAL MEETING of the Members of ACRYSIL LIMITED will be held at M. C. Ghia Hall, 18/20, K. Dubash Marg, Mumbai 400 001 on Tuesday, the 25th September, 2001, at 4.00 p.m. to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider, approve and adopt the audited Profit and Loss Account of the Company for the year ended 31st March, 2001, the Balance Sheet as at that date, and the Reports of the Directors and Auditors thereon.
2. To declare a dividend.
3. To appoint a director in place of Shri V. C. Mehta, who retires by rotation and is eligible for reappointment.
4. To appoint a director in place of Shri R. J. Shah, who retires by rotation and is eligible for reappointment.
5. To appoint a director in place of Shri J. R. Naik, who retires by rotation and is eligible for reappointment.
6. To appoint auditors and to fix their remuneration.

**SPECIAL BUSINESS**

7. To consider and, if thought fit, to pass with or without modification, the following Resolution as a Special Resolution.

"RESOLVED that the Securities of the Company which have been listed on the Stock Exchange, Ahmedabad, be voluntarily delisted and that the Stock Exchange, Ahmedabad be informed accordingly as required by the guidelines on delisting of securities on the Stock Exchange".

**NOTES:**

- A. The relative Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, in respect of Item No.7 of the Notice set out above is annexed hereto.
- B. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON THE POLL ONLY INSTEAD OF HIMSELF AND THE PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST REACH THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.
- C. The Register of Members and the Share Transfer Books of the Company will remain closed from 16.09.2001 to 25.09.2001 (both days inclusive).
- D. Members are requested to notify change of address, if any.
- E. Members desiring any information pursuant to an item on the Agenda are requested to write to the Company well in advance so as to enable the Management to keep the information available at the Meeting.
- F. Dividend, if sanctioned at the Annual General Meeting, will be payable to the members whose names appear on the Company's Register of Members on 25.09.2001.
- G. Members are requested to bring with them their copy of the Annual Report to the General Meeting.

By order of the Board of Directors

**A.M.PAREKH**  
Managing Director

Mumbai, April 26, 2001

**Registered Office:**

Old Kamani Chambers, 2nd Floor,  
32, Ramjibhai Kamani Marg,  
Ballard Estate,  
Mumbai 400 001.

**ACRYSIL LIMITED**

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**ANNEXURE TO THE NOTICE**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956.**

**Item No.7**

The Company has listed its Equity Shares on the Ahmedabad Stock Exchange and has also executed the Listing Agreement with the Ahmedabad Stock Exchange. There have been no transactions in the Company's shares on the Ahmedabad Stock Exchange since last three years and hence it is proposed that the Company's shares be delisted from the Ahmedabad Stock Exchange. This is to be approved by the shareholders of the Company by Special Resolution.

None of the Directors of the Company is interested in this item.

The Directors recommend the resolution.

By order of the Board of Directors

**A. M. PAREKH**  
*Managing Director*

Mumbai, April 26, 2001

**Registered Office:**

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**ACRYSIL LIMITED****DIRECTORS' REPORT**

TO

THE MEMBERS OF THE COMPANY

Your Directors have pleasure in presenting the Fourteenth Annual Report of the Company for the period 1st April 2000 to 31st March 2001.

**FINANCIAL RESULTS :**

The operations of the Company are as under:

	As on 31.03.2001	Rs. in Lakhs As on 31.03.2000
1 Net Sales/Income from Operations	919.57	1339.19
2 Other Income	12.28	24.75
3 Total Income (1 + 2)	931.85	1363.94
4 Total Expenditure	843.42	1169.20
5 Interest	45.17	46.91
6 Gross Profit after Interest but before Depreciation and Taxation (3 - 4 - 5)	43.26	147.83
7 Depreciation	30.92	31.85
8 Profit before Taxation ( 6 - 7 )	12.34	115.98
9 Provision for Taxation	3.00	17.00
10 Net Profit after Tax ( 8 - 9 )	9.34	98.98

**OPERATIONS OF THE COMPANY :****Performance:**

Due to recessionary trend all over the world, the total turnover has decreased to Rs. 906.59 lakhs from Rs.1324.70 lakhs in the previous year. The profit before tax has decreased to Rs. 12.34 lakhs from Rs.115.98 lakhs in the previous year.

**Kitchen Centres :**

The total sale of Kitchen Centres has declined to Rs. 513.56 lakhs from Rs.884.82 lakhs in the previous year. The Export sales have reduced to Rs.393.12 lakhs as against Rs.803.89 lakhs in the previous year due to slackness in demand. However, in the current year the demand is reviving and exports have started picking up. The domestic market is also improving.

**Thermoplastic Co-Extruded Profiles :**

Sales of these products have decreased to Rs.356.76 lakhs from Rs.395.39 lakhs in the previous year. Slackness in the automobile industry has affected their sales. In turn, this has resulted in reduced off-take for our products.

The Company has signed Memorandum of Understanding with a German Company Messrs Scherer & Trier GmbH & Co. KG in the area of manufacture of quality profiles for the automobile industry.

**ACRYSIL LIMITED**

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**DIVIDEND :**

In line with the reduction in the profits for the year, the Directors are constrained to recommend the dividend for the year at a lower rate of 8% as compared to 14% for the previous year, subject to approval of the members at the ensuing Annual General Meeting.

**RESEARCH & DEVELOPMENT :**

Development of new co-extruded profiles and processes continued during the year.

**DIRECTORS :**

Shri V.C. Mehta, Shri R.J. Shah and Shri J.R. Naik retire by rotation and being eligible, offer themselves for reappointment.

**DIRECTORS' RESPONSIBILITY STATEMENT :**

Pursuant to Section 217 (2AA) of the Companies (Amendment) Act, 2000 the Directors confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed;
2. appropriate accounting policies have been selected and applied consistently, and have 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 as at March 31, 2001 and of the profit of the Company for the period April 1, 2000 to March 31, 2001;
3. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the annual accounts have been prepared on a going concern basis.

**PARTICULARS REGARDING CONSERVATION OF ENERGY, ETC. :**

Particulars regarding conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 217(1)(e) of the Companies Act, 1956, are given in the Annexure to this Report.

**AUDITORS :**

The Auditors, M/s. Sanghavi & Co., Chartered Accountants, retire at the ensuing Annual General Meeting and, being eligible, offer themselves for reappointment as the auditors of the Company. Your Directors recommend their reappointment as the Company's auditors.

**AUDITORS' REPORT :**

Observations made by the Auditors in their report have been explained in the Notes on Accounts, which are self-explanatory.

**UNCLAIMED DEPOSITS :**

In compliance with the Reserve Bank of India (Companies Acceptance of Deposits) Rules, 1975, your Directors report that all the fixed deposits due for repayment / renewal on or before 31st March 2001 were either paid or renewed.

**ACRYSIL LIMITED**

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**PERSONNEL :**

Relationship with the employees was cordial. Since no employee is drawing remuneration of Rs.1,00,000/- or more per month, information as per Section 217 (2A) of the Companies Act, 1956 as amended by the Companies (Amendment) Act, 1988 is not furnished.

**APPRECIATION :**

Your Directors express their gratitude for the assistance and co-operation received from the Banks during the year under review.

Your Directors also wish to place on record their appreciation for the devoted services rendered by the employees of the Company.

For and on behalf of the Board of Directors

**A. M. Parekh**

*Chairman of the Meeting*

Mumbai, April 26, 2001

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**ANNEXURE TO DIRECTORS' REPORT**

Information required under the Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988.

**(A) Conservation of Energy :**

Operations of the Company are not energy intensive. However, conservation measures have already been taken up wherever possible. Disclosure of particulars with respect to Conservation of Energy in Form 'A' is not applicable.

**(B) Technology Absorption :**

Form 'B' for disclosure of particulars with respect to Technology Absorption.

**RESEARCH & DEVELOPMENT (R & D) :****1. Specific areas in which R & D is carried out by the Company:**

Continuous development work in existing products has not only helped in quality improvement but also in cost effectiveness and productivity improvement. During the year under review new profiles for automobiles were successfully developed. Quality control measures are updated and upgraded to meet global requirement.

**2. Benefits derived as a result of the above efforts:**

- (a) Broadening the product range.
- (b) Improvement in productivity and cost effectiveness.

**3. Future plan of action:**

To develop and introduce new range of products.

**4. Expenditure on R & D for the year 2000-01:**

(a) Capital	Nil
(b) Recurring	10,39,990
(c) Total	10,39,990
(d) Total R & D expenditure as a Percentage of total turnover	1.13%

**TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION :****1. Efforts in brief, made towards technology absorption, adaptation and innovation:**

The Company made impressive gains in process modifications to enable cost savings in existing and new products.

**2. Benefits derived as a result of the above :**

In the coming years these efforts will enable process optimisation, cost saving and increased output.

**3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year):**

(a) Technology imported	Nil
(b) Year of Import	Nil
[c] Has the technology been full absorbed?	N. A.
(d) If not fully absorbed, areas where this has not taken place, reasons therefor, and future plans of action.	N. A.



**ACRYSIL LIMITED****(C) FOREIGN EXCHANGE EARNING AND OUTGO:**

	Year ended 31.03.2001	Year ended 31.03.2000
1. Foreign Exchange Earning (FOB value of exports)	3,58,76,392	7,55,17,545
2. Foreign Exchange outgo:		
a) For Import of Raw Materials	2,35,19,877	3,10,16,994
b) For Import of Capital Goods	77,485	Nil
c) For Expenses	28,43,472	17,80,134
	<u>2,64,40,834</u>	<u>3,27,97,128</u>
3. Net saving in Foreign Exchange	<u>94,35,558</u>	<u>4,27,20,417</u>

For and on behalf of the Board of Directors

**A. M. PAREKH**  
Managing Director

Mumbai, April 26, 2001

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