

**THE CENTRAL PROVINCES
RAILWAYS COMPANY, LIMITED**



**97th
ANNUAL REPORT
AND
ACCOUNTS 2006-07**

THE CENTRAL PROVINCES RAILWAYS COMPANY, LIMITED

DIRECTORS:

Shri Praksh F. Nagori
Shri Rajeev Kumar Agarwalla
Smt. Sushma Pande
Shri K. S. Venkateswaran



BANKERS:

Allahabad Bank
UTI Bank



AUDITORS:

M/S. V. S. Paranjape & Co.
Chartered Accountants



REGISTERED OFFICE:

Unit No.219, 2nd floor, 2-B, Sanjay Mittal Industrial Estate,
A. K. Road, Andheri (E), Mumbai - 400 072

THE CENTRAL PROVINCES RAILWAYS COMPANY, LIMITED

NOTICE

NOTICE is hereby given that the NINETY SEVENTH Annual General Meeting of the members of **THE CENTRAL PROVINCES RAILWAYS COMPANY LIMITED** will be held on Saturday, the 29th September, 2007, at 11.30 a.m. at the Registered Office of the Company situated at Unit No.219, 2nd floor, 2-B, Sanjay Mittal Industrial Estate, A. K. Road, Andheri (E), Mumbai - 400 072 to transact the following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March, 2007 and Balance Sheet as at that date together with the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rajeev Kumar Agarwalla who retires by rotation, and being eligible offers himself for reappointment.
3. To appoint Auditors until the conclusion of the next Annual General Meeting and to fix their remuneration.

Registered Office :

Unit No.219, 2nd floor,
2-B, Sanjay Mittal Industrial Estate,
A. K. Road, Andheri (E),
Mumbai - 400 072

By Order of the Board of Directors
For THE CENTRAL PROVINCES RAILWAYS COMPANY LTD.
K. S. VENKATESWARAN
DIRECTOR

Dated : August 28, 2007

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.
2. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not later than 48 HOURS before the commencement of the Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 28th September, 2007 to Saturday, the 6th October, 2007, (both days inclusive) for the purpose of Annual General Meeting.
4. Pursuant to the provisions of Section 205A(5) of the Companies Act, 1956, dividend for the financial year ended 31st March, 2000 will be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government pursuant to Section 205C of the Companies Act, 1956. The last date for claiming unpaid dividend for the financial year ended 31.3.2000 is 08.11.2007 due date for transfer to IEP Fund is 07.12.2007.
5. **Nomination :**
The Companies (Amendment) Act 1999 has introduced through Section 109 A, the facility of nomination to shareholders. Such facility is mainly useful for the investors holding the shares in single name. They are advised to avail this facility to avoid process of transmission by law. Investors holding shares in physical form may send the nomination form duly filled in and signed to the Company's Registrar and Transfer Agents (Prescribed form 2B). However, if shares are held in dematerialised form, the nomination has to be submitted to the depository participant of the National Securities Depository Ltd./Central Depository Services (India) Ltd. as the case may be as per format prescribed by them.
6. Members are requested to notify immediately any change in their address to the Company's Registrar and Transfer Agents viz., Bigshare Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai - 400 072. Telephone No.2847 3474/0652/0653.
7. It is observed that despite repeated reminders, many shareholders have still not surrendered their old Share Certificates of the face value of Rs.100/- each for exchange with the new Share Certificates of face value of Rs.10/- each on subdivision. They are once again requested to surrender the old Share Certificates of Rs.100/- each to the Company's Register and Transfer Agent M/s. Bigshare Services Pvt. Ltd.
8. The Equity Shares of the Company are listed on the Bombay Stock Exchange Ltd., Mumbai, Sir. P. J. Towers, Dalal Street, Mumbai. The listing fee upto March 2007 has been paid by the Company. The ISIN No. of the Company is : INE631B01020.

THE CENTRAL PROVINCES RAILWAYS COMPANY, LIMITED

DIRECTORS' REPORT

The Directors present their Annual Report together with Audited Statement of Accounts for the Financial Year ended 31st March, 2007.

ACCOUNTS

	2006 – 2007	2005 – 2006
	Rupees	Rupees
The Profit/(Loss) for the year before Taxation Amounts to	(332,113)	(4,74,531)
Fringe Benefit Tax	4,827	8,000
Net Profit/Loss for the year	(336,940)	(4,82,531)
Balance brought forward from previous year	---	4,61,701
Transfer From General Reserve	336,940	20,831
Balance carried forward	---	---

INCOME FROM RAILWAYS:

The Central Railway had demanded a sum of Rs.18.72 crores towards repairs, rehabilitation, renewals and replacements of the railway assets. During the year also the dispute remains unresolved.

The Company has disowned the liability on the ground that these liabilities being in the nature of replacement are to be borne by the Central Railway, as per the Contracts. But in spite of disowning the liability by your Company, the Central Railway has adjusted an amount of Rs.69,12,883 being the railway earnings of your Company for the period from October, 2002 to 31st March, 2007. Hence, your Company thought it proper and as an abundant caution and not to harm the interest of shareholders of the Company and therefore decided not to include the said Income from railways amounting to Rs.18,20,492 in the Accounts for the year ended 31st March, 2007.

DEPOSITORY SYSTEM:

The equity shares of the Company are available for dematerialisation through Depository participants, on both the Depositories viz. National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

DIRECTOR'S RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanation obtained by them, your Directors make the following statement pursuant to Section 217(2AA) of the Companies Act, 1956 :

1. That in the preparation of Annual accounts for the year ended March 31, 2007, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
2. That the appropriate accounting policies had been selected and applied consistently, and judgements and estimates have been made that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2007 and of the profits of the company for the said year.