



chemfab alkalis limited



CERTIFICATE OF APPROVAL

This is to certify that the Environmental Management System of :

Chemfab Alkalis Limited
Kalapet, Pondicherry
India

has been approved by Lloyd's Register Quality Assurance
to the following Environmental Management System Standards :

BS EN ISO 14001 : 1996

The Environmental Management System is applicable to :

**Manufacture of caustic soda lye, chlorine, hydrochloric acid,
compressed hydrogen gas, sodium hypo, barium sulphate and
associated site activities in accordance with the publicly
available environmental policy.**

Approval
Certificate No : 772143
160018

Original Approval : 6th March 1998
Current Certificate : 6th March 1998
Certificate Expiry : 31st March 2001


on behalf of LRQA



This approval is carried out in accordance with the LRQA assessment and certification procedures and monitored by LRQA.
The use of the UKAS Accreditation Mark indicates Accreditation in respect of those activities covered by the Accreditation Certificate Number 001
Macro rev 1

Annual Report

31st March 1998



chemfab alkalis limited

BOARD OF DIRECTORS

Dr C H Krishnamurthi Rao (Chairman)
Mr C S Ramesh
Dr H V K Udupa
Mr T Ranganathan
Dr G Thyagarajan
Mr Viney Kumar (IDBI Nominee)
Mr Sharad V Sheth
Mr V Raman
Mr Sureish K M Rao

COMPANY SECRETARY

Mr K Rajagopalan

PRESIDENT

Mr S Ramesh

VICE PRESIDENT

Mr S Suresh

AUDITORS

M/s R Janakiraman & Co.
Chennai 600 018

LEGAL ADVISER

Mr T Raghavan
Chennai 600 018

BANKERS TO THE COMPANY

Canara Bank
45 N S C Bose Road
Pondicherry 605 001

REGISTERED OFFICE AND FACTORY

'Gnanananda Place'
Kalapet
Pondicherry 605 014



STATUTORY STATEMENT

chemfab alkalis limited

Regd. Office and Plant: 'Gnanananda' Place, Kalapet, Pondicherry 605 014.

ISO 14001 COMPANY**Results — Year ended 31.3.1998 (Audited)**

Rs. LACS

Sl. No.	Particulars	Current Accounting Year 31.03.1998	Previous Accounting year (31.03.97)
1.	Net Sales/Income from operations	2906	3528
2.	Other Income	35	24
3.	Total Expenditure	2368	2462
4.	Interest	554	379
5.	Gross Profit (+)/Loss (-) after Interest but before Depreciation & Taxation (1+2) - (3+4)	29	711
6.	Depreciation	255	398
7.	Provision for Taxation	0	40
8.	Net Profit (+)/Loss (-) (5-6-7)	-226	273
9.	Paid up Equity Share Capital	294	294
10.	Reserves excluding revaluation reserves	1580	1191

Notes : 1. Depreciation - Change in the method during 1997-98

2. Loss was due to unhealthy competitive Market and huge surplus production in the Industry, resulting in drastic reduction in realisations. Also the Company had to bear a heavy interest burden.

Dated : 31.03.1998

Place : Pondicherry

On behalf of the Board

Dr.C.H. KRISHNAMURTHI RAO

Chairman

FAME/CAL/2966





chemfab alkalies limited

CHEMFAB ALKALIS LIMITED

NOTICE OF THE FIFTEENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the FIFTEENTH ANNUAL GENERAL MEETING of the Shareholders of the Company will be held on Friday, the 15th May, 1998, at 0900 hours, at its Registered Office, at "Gnanananda Place", Kalapet, Pondicherry - 605 014, to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet of the Company as at 31st March, 1998, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Dr H V K Udupa who retires by rotation.
3. To appoint a Director in place of Mr Sharad V Sheth who retires by rotation.
4. To appoint a Director in place of Mr V Raman who retires, by rotation.
5. To appoint the Auditors and to fix their remuneration.

SPECIAL BUSINESS

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

'RESOLVED THAT pursuant to Section 370 and other applicable provisions, if any, of the Companies Act, 1956, the Board of Directors of the Company be and are hereby authorised to give guarantee(s) or provide securities, from time to time, in connection with a loan or loans made by any other person(s) to or to any other person by, other bodies corporate, whether under the same management or not, provided the aggregate of the guarantee(s) so given or securities as provided, shall not at any time exceed the sum of Rs. 100 crores.

Pondicherry,
31st March, 1998.

By order of the Board
K RAJAGOPALAN
Company Secretary

NOTES

1. Pursuant to Section 173 of the Companies Act, 1956, the Explanatory Statement in respect of the Special Business is annexed hereto.
2. A MEMBER OF THE COMPANY, ENTITLED TO ATTEND AND VOTE AT THE SAID MEETING, IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.
3. Proxies, if any, in order to be effective, must be received at the Company's Registered Office not later than 48 (forty eight) hours before the time fixed for holding the meeting. A form of proxy is enclosed.
4. Members are requested to intimate changes, if any, in their registered addresses, quoting their Folio Numbers.
5. Pursuant to Section 205 A of the Companies Act, 1956, the dividends upto the financial year 1993-94, which remained unclaimed, have been transferred to the General Revenue Account of the Central Government. The concerned Share holders are requested to claim the amount from the Registrar of Companies, Pondicherry. In case any assistance is required, please write to the Company at its Registered Office. As regards the financial year 1994-95, the unclaimed dividends are required to be transferred to the General Revenue Account of the Central Government on or before the 20th June, 1998. Individual communication in this regard has been sent to the Shareholders concerned.
6. Non-resident Indian Shareholders are requested to inform us immediately -
 - a) the change in the Residential Status on return to India for permanent settlement.
 - b) the particulars of NRE Account, if not furnished earlier.

*chemfab alkalis limited*

ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 173 of the Companies Act, 1956.

ITEM NO. 6 OF THE NOTICE

Section 370 of the Companies Act, 1956, inter-alia, provides that no Company shall give any Guarantee or provide any security, in connection with a loan made by any other person to, or to any other person by, any body corporate, unless the giving of such guarantee or the providing of such security has been previously authorised by a Special Resolution passed by the Members of the Company at a General Meeting. The said Section also provides that if a Special Resolution has been passed by the Company authorising the Board of Directors to give any guarantee or provide any security up to a limit specified in the Resolution, no further Special Resolution shall be necessary for giving any guarantee or providing any security, within such limit.

In the course of its business, your Company may be required to furnish guarantee(s) or provide security to Banks, Financial Institutions etc., from time to time, as a collateral security, in connection with the sanction of loans, financial facilities etc. to other associate bodies corporate. To enable the Board of Directors of your Company to consider such requests on merits, the Special Resolution is proposed to be passed.

Your approval is therefore being sought for empowering the Board of Directors of the Company to furnish guarantee(s) or provide security on behalf of other bodies corporate, including those under the same Management, to Banks/Financial Institutions etc. as and when required, up to a limit of Rs. 100 crores at any one time.

Pondicherry,
31st March, 1998.

By order of the Board
K RAJAGOPALAN
Company Secretary



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Regd. Office : 'Gnanananda Place' Kalapet, Pondicherry - 605 014.

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

I hereby record my presence at the 15th Annual General Meeting of the Company to be held on Friday, the 15th May, 1998, at 9.00 a.m. at the Registered Office, 'Gnanananda Place', Kalapet, Pondicherry - 605 014.

.....
Full Name of the Shareholder
(in block letters)

.....
Signature

Folio No :

.....
*Full name of Proxy
(in block letters)

.....
Signature

*NOTE : DELETE IF NOT APPLICABLE



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Regd. Office : 'Gnanananda Place' Kalapet, Pondicherry - 605 014.

PROXY

Folio No

I/We.....

of.....being a Member/Members of
Chemfab Alkalis Limited hereby appoint.....

of.....or failing him.....

of.....as my/our Proxy in my / our absence to attend and vote
for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held at 9.00 a.m. on Friday, the 15th
May 1998 and at any adjournment thereof.

AS WITNESS my/our hand/hands this.....day of.....1998

Signature (s).....

30 Paise
Revenue
Stamp

NOTE : The Proxy must be deposited at the Registered Office of the Company 48 hours before the time fixed for holding the meeting. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.





chemfab alkalis limited

TRANSPORT FACILITIES BETWEEN PONDICHERRY AND KALAPET

The 15th Annual General Meeting of Chemfab Alkalis Limited is being held at 9.00 a.m. on Friday, the 15th May, 1998, at the Registered Office of the Company at Kalapet, Pondicherry - 605 014.

For the convenience of Members, the Company will be providing coach service from Pondicherry on the day of the Annual General Meeting.

The Coach will leave for Kalapet at 8.00 a.m. from Hotel MASS, (Near New Bus stand) Maraimalai Adigal Salai, Pondicherry and take the Members back to Pondicherry, after the Meeting.

To enable the Company to make the necessary arrangements, it is requested that Members wishing to avail of this facility should write to the Company on or before 11th May, 1998 at the following address:

CHEMFAB ALKALIS LIMITED
'GNANANANDA PLACE'
KALAPET
PONDICHERRY - 605 014.

On receipt of such intimation, a 'Confirmation Card' will be sent to the Members. The 'Confirmation Card' will have to be presented on the day of the Meeting to avail the facility.

