

CONTINENTAL PETROLEUMS LIMITED

For Continental Petroleums Ltd.
Managing Director

23rd

ANNUAL REPORT

2008-2009

CONTINENTAL PETROLEUMS LIMITED **23rd Annual Report****BOARD OF DIRECTORS**

Managing Director	: Shri M.L. Khandelwal
Director	: Shri G.D. Sethi Shri Ram Nath Karol Smt. Bhagwati Khandelwal
Banker	: The Bank Of Rajasthan Ltd.
Auditors	: M/s R.P. Khandelwal & Associates Chartered Accountants, Jaipur
Registered Office	: A-2, Opposite Udyog Bhawan Tilak Marg, C-Scheme, JAIPUR - 302 005 Phone : 0141-2222232 Fax : 0141-2221961 E-mail : conpetco@sancharnet.in conpetco@gmail.com
Factory Premises	: Plot No. A-166 & F-162-165, RIICO Indl. Area Behror - 302701, Rajasthan (India) Phone : 01494-220018
Registrar & Share Transfer Agent	: M/s Beetal Financial & Computer Services (P) Ltd. Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Complex, Nr. Dada Harsukhdas Mandir New Delhi-110062 Ph. : 011-29961281 Fax : 011-29961284 Email : beetal@rediffmail.com

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CONTINENTAL PETROLEUMS LIMITED**23rd Annual Report****NOTICE OF THE 23rd ANNUAL GENERAL MEETING :**

Notice is hereby given that 23rd Annual General Meeting of Continental Petroleum Ltd. will be held on Wednesday, 30th September, 2009, at 1.00 P.M. at Registered Office of the Company, at A-2, Opposite Udyog Bhawan, Tilak Marg, C-Scheme, Jaipur to transact the following business :-

ORDINARY BUSINESS :

1. To receive, consider and adopt the Profit & Loss Account for the year ended 31st March, 2009 and the Balance Sheet as at that date together with the Report of Directors and Auditors thereon.
2. To appoint Director in place of Shri G.D. Sethi, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration.

Registered Office
A-2, Opp. Udyog Bhawan

By order of Board

Tilak Marg, C-Scheme, Jaipur

M.L. Khandelwal
Managing Director

Dated 30th June, 2009

NOTES :

1. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote at the meeting and proxy need not be a member.
2. Proxy form be deposited at the Registered office of the company not later than 48 hours before the time fixed for the meeting.
3. Members are requested to intimate about any changes in their mailing address, dematerialisation of share & physical transfer requests to registrar and Share Transfer agent of the Company, M/s Beetal Financial & Computer Services (P) Ltd. Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Complex, Near Dada Harsukhdas Mandir, New Delhi-110 062.
4. The register of members and share transfer books of the company shall remain closed from 26th September, 2009 to 30th September, 2009 (both days inclusive).

Regd. Office :
A-2, Opp. Udyog Bhawan
Tilak Marg, C-Scheme
JAIPUR-302 005
Dated : 30.06.2009

By Order of Board of Directors

M. L. Khandelwal
Managing Director

CONTINENTAL PETROLEUMS LIMITED**23rd Annual Report****DIRECTORS' REPORT**

Your Directors are pleased to present 23rd Annual Report together with Audited Statement of Accounts for the year ended 31st March' 2009.

FINANCIAL RESULTS

The Financial Results for the year under review are as follows :-

	(Rs. in lacs)	
	2008-2009	2007-2008
Sales	757.92	504.57
Other Income	233.32	82.51
Gross Profit Before Interest, Depreciation & Adjustments	78.27	60.40
Interest	6.82	6.19
Depreciation	22.07	21.09
Net Profit/ (Loss) before tax	49.38	33.12
Net Profit/ (Loss) after tax	35.06	36.77
Add : Balance of Profit / (Loss) Brought- forward from last year	(93.05)	(129.82)
	(57.99)	(93.05)

Balance carried forward to Balance Sheet

DIVIDEND

Your Directors have decided not to pay dividend for the year 2008-2009 due to heavy losses incurred in past years.

OPERATIONS

It is heartening to note that the company has achieved a higher turnover of Rs.757.92 lacs as against Rs. 504.57 lacs in the previous year, recording 50% increase. The income from hazardous waste disposal management activities etc. has increased from Rs. 82.51 lacs to Rs. 233.32 lacs as compared to previous year. The net profit was Rs. 35.06 lacs as compared to net profit of Rs. 36.77 lacs in the previous year. Your Directors are confident that amount of accumulated losses will be wiped out in the current financial year.

PROSPECTS

In view of the increased awareness and stringent pollution regulation towards environment protection our industries in India are adopting improved technologies and measures to reduce pollution. Therefore, your Directors have decided to concentrate more efforts towards growing business on hazardous waste management within the parameters of prevailing laws. The company expects attractive growth by the above business. The growth in sales of lubricating oils is also expected to continue.

DIRECTORS

Shri G. D. Sethi retire by rotation and being eligible offers himself for re-appointment at ensuing Annual General Meeting.

DIRECTOR'S RESPONSIBILITY STATEMENT

Your Directors confirm :

1. That in the preparation of Annual Accounts applicable accounting standards have been followed.
2. That the Directors have selected such accounting policies and applied them consistently & 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 at the end of the financial year 31st March'2009.

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3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud & other irregularities.
4. That the Directors have prepared the Annual Accounts on a going concern basis.

CONSERVATION

The Company takes appropriate measures from time to time for conservation of energy in the operation of the plant.

POWER & FUEL CONSUMPTION

	Unit	2008-2009	2007-2008
i) Electricity own generation by D.G. Set			
Unit	KWH	146700	112922
Unit per Ltr. of Diesel			
Oil		0.250	0.237
Cost/Unit	Rs.	8.05	7.89
ii) Fuel Oil(Diesel/LDO)			
Quantity	Ltr	285300	26819
Total Amount	Rs.	8257737	891751
Average Rate/Unit	Rs.	28.94	33.25
iii) Consumption per Unit of production (Lubricating Oils)			
Fuel Oil	Ltr.	0.028	0.026

TECHNOLOGY ABSORPTION

The R & D Department of the Company is dedicated to develop enviro-friendly processes and introducing new formulations for lubricants from time to time.

FOREIGN EXCHANGE

During the year under review the income in foreign exchange as well as the expenditure was Rs.Nil

AUDITORS

M/S R.P. Khandelwal & Associates, Jaipur, Auditors of the Company retires at the ensuing Annual General Meeting, being eligible, offer themselves for re-appointment. The Directors have recommended their re-appointment.

EMPLOYEES

Information under Section 217(2A) of Companies Act, 1956 read with Companies (particulars of employees) Rule, 1975 as amended :—

None of the employees was in receipt of remuneration beyond the limits prescribed as per aforesaid rules.

ACKNOWLEDGMENT

Your Directors take this opportunity to place on record their grateful thanks for the support and assistance received by the Company from Central and State Government Authorities and Banks. The Directors also place on record their appreciation to all employees of the Company for their good work.

Place : Jaipur.
Dated : 30.06.2009

For and on behalf of the Board of
Directors

(Mrs. BHAGWATI KHANDELWAL)
Director

(M.L. KHANDELWAL)
Managing Director

Auditor's Report

To The Share Holders :

We have audited the attached Balance-Sheet of M/s. Continental Petroleums Limited, Jaipur as at 31st March, 2009 and the Profit & Loss Account for the year ended on that date annexed and report that :-

"We conducted our Audit in accordance with Auditing Standards generally accepted in India. Those standard required that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on test basis, evidence supporting the amount and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion."

1. As required by the companies (Auditor's Report) order, 2003, dated 12th June, 2003 issued by the Central Government in terms of sub-section (4A) of section 227 of the Companies Act, 1956. We enclosed in the annexure a statement on the matter specified in paragraph 4 and 5 of the said order.
2. Further to our comments in the Annexure referred to in a paragraph 1 above :
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b. Proper books of account as required by law have been kept by the company so far as it appears from our examination of the books.
 - c. The Balance Sheet and Profit & Loss Account referred to in this report are in agreement with the books of account.
 - d. During the course of audit we have not observed any adverse effect on the working of the company.
 - e. None of the Directors of the Company are disqualified for the appointment as Director under clause (g) of sub-section 1 of section 274(1) of the Companies Act., 1956.
 - f. In our opinion and to the best of our information and according to the explanation given to us the said account read with the notes thereon given the information required by the Companies Act., 1956 in the manner, so required and give a true and fair view :
 - (i) In the case of the Profit & Loss Account of the Profit for the year ended on that date.
 - (ii) In the case of the Balance Sheet of the state of affairs of the company as at 31st March, 2009.

For R.P. Khandelwal & Associates
Chartered Accountants

Place : Jaipur
Date : 30.06.2009

R. P. Khandelwal
Partner