

Transiel India Limited

Regd. Office: 5th Floor, Kirti Mahal
19, Rajendra Place
New Delhi – 1100 08

NOTICE

Notice is hereby given that the Twelfth Annual General Meeting of the Members of the Company will be held as scheduled below :

Day	:	Monday
Date	:	22.5.2006
Time	:	2.00 P.M.
Place	:	5 th Floor, Kirti Mahal, 19, Rajendra Place New Delhi – 110 008

To transact the following business:

ORDINARY BUSINESS

1. To Consider and adopt the Balance Sheet as at 31st March, 2006 and the Profit and Loss Account of the Company for the year ended on that date and the Reports of Directors and Auditors thereon.
2. To appoint Director in Place of Mr. Sushil Kumar Jain, who retires by rotation and being eligible offers himself for reappointment.
3. To appoint Director in place of Mr. N.C. Jain, who retires by rotation and being eligible offers himself for reappointment.
4. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration and mode of payment.

M/s. V. Sahai & Co., Chartered Accountants are the retiring Auditors of the Company and eligible for reappointment.

By Order of the Board
For Transiel India Limited

(Sushil Kumar Jain)
Director

Place : New Delhi
Date : 29.04.2006

NOTES:

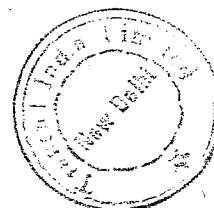
1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE MEETING. PROXY FORM IS ATTACHED.

By order of the Board
For Transiel India Limited



(Sushil Kumar Jain)
Director

Place : New Delhi
Date : 29.04.2006



Transiel India LimitedRegd. Office : 5th Floor, Kirti Mahal, 19, Rajendra Place, New Delhi – 110 008**DIRECTORS' REPORT**

The Shareholders,

The Board of Directors of the Company presents you its Twelfth Annual Report on the performance of the Company during the financial year ended March 31, 2006.

FINANCIAL RESULTS

	AS AT 31.3.2006 (Rs.)
INCOME	Nil
EXPENDITURE	371363
PROFIT/LOSS(-)	(-) 371363
PROVISION FOR TAX	Nil
DIVIDEND	Nil

OPERATIONS

During the year under review the Company has incurred a net loss of Rs.371363/- .

DIVIDEND

In view of the losses incurred during the year, your Directors regret their inability to recommend any dividend for the year ended March 31, 2006.

AUDITORS

M/s. V. Sahai & Co., Chartered Accountants, Auditors of the Company hold office until the conclusion of the forthcoming Annual General Meeting of the Company and are recommended for reappointment. The Company has received certificate from them to the effect that their appointment, if made, would be within the provisions of Sec. 224(1) of the Companies Act, 1956.

DIRECTORS

Mr. Sushil Kumar Jain and Mr. N.C. Jain, Directors retire by rotation and being eligible offer themselves for reappointment.



AUDITORS' REPORT

The observations of Auditors are explained wherever necessary, in the appropriate notes to the accounts.

CONSERVATION OF ENERGY

The Company has not consumed any significant amount of energy during the year under review. Hence, no information is required to be given.

TECHNOLOGY ABSORPTION

No information is required, since the Company is engaged in the trading business.

FOREIGN EXCHANGE EARNINGS & OUTGO

During the year under review foreign exchange earnings & outgo is Nil.

PARTICULARS OF EMPLOYEES

There is no employee in the Company whose particulars are required to be given under Section 217(2A) of the Companies Act, 1956.

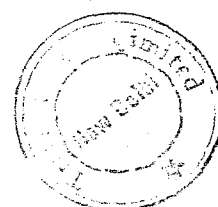
DIRECTORS' RESPONSIBILITY STATEMENT

As required Under Section 217(2AA) of the Companies Act, 1956, your Directors state:

- (i) that in preparation of the accounts, the applicable accounting standards have been followed;
- (ii) that the accounting policies selected and applied are consistent and the judgments and estimates made 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 and of the profit or loss of the Company for that period;
- (iii) that 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;
- (iv) that the accounts have been prepared on a going concern basis.

AUDIT COMMITTEE

The Audit Committee of the Board oversees and reviews the financial results, the systems and quality of audits and the internal control systems. The composition of the Audit Committee is as follows:



1. Mr. Ashok Kumar Jain - Chairman
2. Mr. Sushil Kumar Jain
3. Mr. N.C. Jain

ACKNOWLEDGMENTS

Your Directors wish to thank and deeply acknowledge the co-operation, assistance and support extended by the Central Government, the State Government, the Company's bankers, dealers and vendors.

Yours Directors also wish to place on record their appreciation for all-round cooperation and contributions made by the employees of the Company.

On Behalf of the Board
For Transiel India Limited


(N.C. Jain)
Director


(Sushil Kumar Jain)
Director

Place : New Delhi
Date : 29.04.2006

