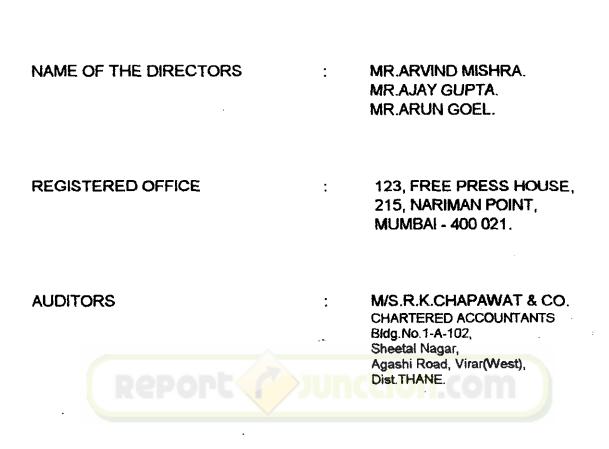
14TH ANNUAL REPORT 1998-99.

CERTIFIED TRUE COPY FOR DEVINSU TRADING LIMITED

DIRECTOR | AUTHORISED SIGNATORY.

14TH ANNUAL GENERAL MEETING



14TH ANNUAL GENERAL MEETING

NOTICE

NOTICE is hereby given that the Fourteenth Annual General Meeting of the DEVINSU TRADING LTD. will be held at the 123, Free Press House, 215, Nariman Point, Mumbai-400 021., on Wednesday, the 8th September, 1999, at 11.30 a.m. to transact the following business :-

- 1. To receive and adopt the Directors Report and Audited Profit and loss Account for the year ended 31st March, 1999 and the Balance Sheet as at that date.
- 2. To appoint a Director in the place of Mr.Ajay Gupta who retires by rotation and is eligible for re-appointment.
- 3. To appoint Auditors and to fix their remuneration.

By Order of the Board of Directors

NOTES:

- (A) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
- (B) THE REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS OF THE COMPANY SHALL REMAIN CLOSED FROM 1ST SEPTEMBER 1999 TO 8TH SEPTEMBER ,1999 (BOTH DAYS INCLUSIVE).

Registered Office : 123, Free Press House, 215, Nariman Point, Mumbai - 400 021. Date : 29th May 1999.

14TH ANNUAL GENERAL MEETING

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors have pleasure to present the Fourteenth Annual Report alongwith the Audited Statements of Accounts for the year ended 31st March, 1999.

		(Rs. in Lacs)
	Current Year	Previous Year
	ended 31.03.99	ended 31.03.98
Sales	4.82	1888.45
Operating Profit	1.94	10. 98
Less: Interest	0.18	8.21
Gross Profit	1.76	2.77
Less : Depreciation	2.97	3.40
Profit / (Loss) before Tax	(1.21)	(0.63)
Less: Provision for Taxation		
Profit after Tax Add / (Less) :	(1.21)	(0.63)
Income Tax for earlier year	0.00	(3.12)
Adjustment of earlier year	0.00	15.14
Profit from earlier year b/f.	12.79	1.40
Balance Carried to Balance Sheet.	11.58	12.79

DIVIDEND:

In view of the loss incurred by the Company your Directors regret their inability to recommend any dividend on Equity Shares during the year under review.

DIRECTORS:

During the year Mr. Ajay Gupta was appointed as Additional Director of the Company on 15.04.1999 and hold office till the commencement of the forth coming Annual General Meeting. He is now proposed to be appointed as Director of the Company. During the year Mr.K.Gopanunni, Director of the Company resigned from Board with effect from 15.04.1999. The Directors have placed on record their appreciation of the services rendered by Mr.K.Gopanunni during his tenure as Director of the company.

14TH ANNUAL GENERAL MEETING

FIXED DEPOSITS :

The Company has not accepted any deposits within the meaning of section 58-A of the Companies Act, 1956 or any Rules framed thereunder.

PARTICULARS OF EMPLOYEE :

The Company has no employee drawing salary more than Rs.6,00,000/- p.a. or Rs.50,000/- p.m., if employed for part of the year and hence it is not required to furnish information within the meaning of section 217(2A) of the Companies Act, 1956 or any rules framed thereunder.

CONSERVATION OF ENERGY, FOREIGN EXCHANGE EARNING / OUTGO ETC. :

The Company does not carry any activities so as to furnish information within the meaning of section 217 (1)(e) of the Companies Act, 1956 and these rules are not applicable.

AUDITORS:

The Auditors M/s.R.K.Chapawat & Co., Chartered Accountants, Mumbai, retire at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

Y2K COMPLIANCE :

All Software and Hardware used in recording Financial Transaction and most of the Hardware used in other operation are Y2K compliant.

The Company has made necessary contingency plans to cover the possibility of any of the Hardware or Software proving to be non-Y2K compliant.

For and on behalf of the Board of Directors.

Amin

10 Director.

Director.

Regd. Office : 123, Free Press House, 215, Nariman Point, Mumbai - 400 021.

Place : Mumbai. Date : 29th May, 1999.