

PARTNERS : R. C. JAGTIANI
J. G. NAIK
J. M. PATEL

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JAGTIANI & NAIK (Regd.)
CHARTERED ACCOUNTANTS

12-13, ESPLANADE, 3RD FLOOR, 3, AMRIT KESHAV NAYAK MARG,
FORT, MUMBAI - 400 001.

Ref. No. _____

Date _____

To,

**The Board of Directors,
Ratni Investments Company Limited
Mumbai.**

We have examined the attached Cash Flow statement of ~~Ratni Investments~~
Company Limited for the year ended 31st March, 2000. The Statement has been
prepared by the Company in accordance with the requirements of listing
agreement clause 32 with Mumbai Stock Exchange and is based on and is in
agreement with the corresponding Profit and Loss Account and Balance – Sheet
of the Company covered by our report dated 4th September, 2000 to the
members of the Company.

**For JAGTIANI & NAIK
Chartered Accountants**


**J. G. NAIK
PARTNER**

PLACE : MUMBAI

DATED : 4TH SEPTEMBER, 2000.

RATNI INVESTMENTS COMPANY LIMITED

19-C, DHANRAJ MILLS COMPOUND,
SITARAM JADHAV MARG, LOWER PAREL,
MUMBAI - 400 013.


CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2000

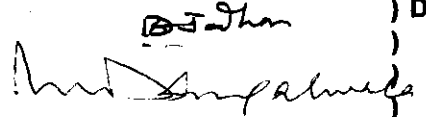
	<u>1999-2000</u> <u>RUPEES</u>	<u>1998-1999</u> <u>RUPEES</u>
A. <u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net Loss for the year before extraordinary items	(319,014)	(255,088)
Adjustments for:-		
Depreciation	16,433	19,088
Operating Loss before Working Capital Changes	(302,581)	(236,000)
Adjustments for :-		
Trade and Other Receivables	279,721	(106,768)
Trade Payables	(543,932)	(285,438)
Other Payable	-	115,915
Cash utilised in operations	(566,792)	(512,291)
Direct Taxes Paid	(255,473)	(232,437)
Cash flow before extra ordinary items	(822,265)	(744,728)
Extra Ordinary Items	-	-
NET CASH UTILISED IN OPERATING ACTIVITIES	<u>(822,265)</u> =====	<u>(744,728)</u> =====
B. <u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
Repayment received of Loan given to Companies	430,000	69,349
Purchase of Fixed Assets	(27,300)	-
NET CASH USED IN INVESTING ACTIVITIES	<u>402,700</u> =====	<u>69,349</u> =====



C. CASH FLOW FROM FINANCING ACTIVITIES

Proceeds from Borrowings	555,000	864,000
Repayment of Loan taken	-	(156,000)
NET CASH RECEIVED FROM FINANCING ACTIVITIES	555,000	708,000
Net increase/(decrease) in cash and cash equivalents	135,435	32,621
Cash and Cash equivalents Opening Balance	140,637	108,016
Cash and Cash equivalents Closing Balance	276,072	140,637


) DIRECTORS

PLACE : MUMBAI

DATED : 4TH SEPTEMBER, 2000.

RATNI INVESMENTS COMPANY LTD.

ANNUAL REPORT & ACCOUNTS

FOR THE YEAR ENDED

31ST MARCH, 2000

RATNI INVESTMENTS COMPANY LIMITED

BLOCK 19, 1ST FLOOR, DHANRAJ MILL COMPOUND,
SITARAM JADHAV MARG, LOWER PAREL,
MUMBAI - 400 013.

N O T I C E

NOTICE is hereby given that the TWENTIETH ANNUAL GENERAL MEETING of the Members of M/S. RATNI INVESTMENTS CO. LTD. will be held on Saturday, the 30th September, 2000 at 11.00 a.m. at the registered office of the Company at Block 19, Dhanraj Mill Compound, Lower Parel, Mumbai - 400 013 to transact the following business.

1. To receive, consider and adopt the Directors' Report and Audited Statement of Accounts for the year ended 31st March, 2000.
2. To appoint Auditors to hold office from the conclusion of this meeting until the of the next Annual General Meeting and to fix their remuneration.

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By order of the Board
Sd/-

N. C. Dangarwala
SECRETARY

PLACE : MUMBAI

DATED : 4TH SEPTEMBER, 2000.

N O T E :

1. A member, entitled to attend and vote at the meeting, is also entitled to appoint a proxy to attend and vote, instead of himself and the proxy need not be a member of the Company.
2. Proxy, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the meeting.
3. The Register of Members and Share Holdings Transfer Book of the Company will remain closed from 20th September to 24th September, 2000 (both the days inclusive)

RATNI INVESTMENTS COMPANY LIMITED

BLOCK 19, 1ST FLOOR, DHANRAJ MILL COMPOUND,
SITARAM JADHAV MARG, LOWER PAREL,
MUMBAI - 400 013.

DIRECTORS' REPORT

Your Directors take pleasure in presenting TWENTYETH ANNUAL Report and Audited Statement of Accounts M/S. RATNI INVESTMENTS COMPANY LIMITED for the year ended 31st March, 2000. The Company shows loss of Rs. 3,19,014/- after provision of Depreciation of Rs. 16,433/- as well as interest on loan of Rs. 7,38,964/-. The total loss carried to Balance Sheet comes to Rs. 51,46,781/-.

ACCOUNTS

The Company has provided interest amounting to Rs. 7,38,964/- on Loan, which was otherwise interest free, @ 19% under orders of the Special Court (TORTS) which added to the loss during the year.

Regarding Note No. 5 of Auditors' Report, the Notes to Accounts is self explanatory and need no further clarification.

Regarding Note No. 6 in respect of valuation of stock of unquoted equity shares and in respect of applicability of provisions of Section 295 (1)(C) of the Companies Act, 1956 need no further clarification.

GENERAL

In view of the passing of the Depositories Act, 1996, the Company is taking steps for dematerialisation of its shares. The Company also intends to amend, its Articles for the same as also to provide for Buy Back of the shares as well as for nomination facility.

The lease arrangement of its premises with Allababad Bank is expiring in March, 2001 and negotiations with the Bank for the lease arrangements are going on.

The Company intends to increase its paid up Capital by issue of fresh Equity as Right shares or by private placement.

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Income Tax Assessment up to A. Y. 1997-98 is completed and the Appeal is pending with C.I.T.(Appeals) in respect of interest matter while for A. Y. 1996-97, C.I.T. (Appeals) is heard for interest and written of issues and the order is awaited.

The Company continues to be a holding Company of M/s. Suchindram Investments Limited.

DEPOSITS

The Company has not accepted/invited any deposit for the public and hence the outstanding figures required to be disclosed are NIL as on 31st March, 2000.

PARTICULARS OF EMPLOYEES U/S. 217(2)(A)

None of the employees of the Company was in receipt of remuneration of Rs. 3,00,000/- of more per annum during the year under review, or if employed for a part of the year, in receipt of Rs. 25,000/- per month.

PARTICULARS U/S. 217(1)(e)

The Company, being an investment Company, the question of import technology, energy conservation or technical absorption measures does not arise. There are no dealings in foreign exchange, nor are there any exports.

AUDITORS

You are requested to appoint Auditors for the current year and to fix their remuneration. M/s. Jagtiani & Naik, Chartered Accountants, Mumbai, being eligible, offer themselves for reappointment.

By order of the Board
Sd/- Sd/-

D. T. Ruia
DIRECTOR

B. D. Jadhav
DIRECTOR

PLACE : MUMBAI

DATED : 4TH SEPTEMBER, 2000.