

ANNUAL REPORT
2001 - 2002



GLASCUAT

SWISS GLASCOAT EQUIPMENTS LIMITED

Board of Directors

: Kanubhai K. Patel
Chairman
Sudarshan Amin
Managing Director
Shashikant Patel
Paresh Shah
Ambalal Patel

Statutory Auditors

: Darji and Associates
Chartered Accountants
S-403, Kavita Shopping Centre,
Opp. G.P.O.
ANAND

Legal Advisor

Ms. Varshaben Joshi
Kishor Plaza
Station Road
Anand



Company Law Consultant

: Darsha Rajesh Kikani
Vadodara

Bankers

: Oriental Bank of Commerce
UTI Bank Ltd.

Registered Office & Works

: H-106, G.I.D.C.,
Vitthal Udhyognagar 388 121
Gujarat.

SWISS GLASCOAT EQUIPMENTS LIMITED

NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the 11th Annual General Meeting of the member of SWISS GLASCOAT EQUIPMENTS LIMITED will be held on 21st September, 2002 at the Registered Office of the Company at H-106, G.I.D.C. Estate, Vitthal Udyogonagar 388 121 at 10.00 a.m.to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2002 and the Profit and Loss Account for the financial year ended on that date and the Reports of the Directors and Auditors thereon.
2. To declare a dividend on Equity Shares of the company for the year ended 31st March, 2002.
3. To appoint a Director in place of Shri Shashikant Patel who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration.

Date : 29/06/2002

Place : H-106, GIDC ESTATE

Vitthal Udyogonagar 388121

By order of the Board

SWISS GLASCOAT EQUIPMENTS LIMITED

Sudarshan Amin

Managing Director

NOTES

1. 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.
2. Proxies, in order to be effective, should be duly stamped, completed signed must be deposited at the Registered Office of the Company not less than 48 hours before the meeting.
3. Pursuant to section 154 of the Companies Act, 1956, Register of Members and Shares Transfer Books of the company will remain closed from 12/09/2002 to 19/09/2002 (both days inclusive)
4. Members intending to require information about accounts at the meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting.
5. Members are requested to intimate, if shares are held in the same name or in the same order and names, but in more than one account to enable the Company to club the said accounts into one account and to notify immediately the registered address, to the Company.
6. Members are requested to notify change in address, if any, immediately to the company at its registered office quoting their folio numbers.
7. MCS Limited : Neelam Apartment, 88, Sampatrao Colony, Alkapuri, Baroda has been appointed as Registrar and Share Transfer Agents. Equity Shares of the Company can now be traded in dematerialised form. Share holders are requested to opt for the demat facility now available for safe and secure transfers.

By order of the Board

SWISS GLASCOAT EQUIPMENTS LIMITED

Date : 29/06/2002

Place : H-106, GIDC ESTATE

Vitthal Udyogonagar - 388121

Sudarshan Amin

Managing Director

SWISS GLASCOAT EQUIPMENTS LIMITED**DIRECTORS' REPORT**

To,
The Members,

Your Directors herewith submit the 11th Annual Report of your Company for the financial year ended 31st March, 2002.

| | (Rs. in Lacs) | |
|---|----------------------|------------------|
| SUMMARY OF FINANCIAL RESULTS : | 2001-2002 | 2000-2001 |
| A. INCOME FROM OPERATIONS | 1229.88 | 1244.54 |
| B. GROSS PROFIT | 126.94 | 121.12 |
| C. LESS : DEPRECIATION | 41.28 | 33.89 |
| D. PROFIT BEFORE TAX | 85.66 | 87.23 |
| E. LESS : PROVISION FOR TAX | 27.33 | 17.00 |
| F. PROFIT AFTER TAX | 58.33 | 70.23 |
| G. BALANCE BROUGHT FORWARD FROM PREVIOUS YEAR | 97.50 | 180.85 |
| H. BALANCE AVAILABLE FOR APPROPRIATION | 155.83 | 251.08 |
| APPROPRIATION : | | |
| PROPOSED DIVIDEND | 50.00 | 40.00 |
| TAX ON PROPOSED DIVIDEND | - | 4.00 |
| I. GENERAL RESERVE FUND | 50.00 | - |
| J. NET PROFIT CARRIED FORWARD | 55.83 | 207.08 |

PERFORMANCE :

The Company has produced impressive results during the year ended 31st March, 2002. This is despite keen competition in all the areas of the Company's activities and low market enthusiasm due to general uncertain economic and political condition prevalent in the country. The sales has remained the same as compared to last year.

DIVIDEND :

Your Directors are pleased to recommend payment of dividend @ 10% on its augmented equity paid up capital of Rs.500.00 lacs for the year 2001-2002 resulting in payment of Rs.50.00 lacs as dividend.

OPERATIONS :

The turnover of the Company could not be increased due to the reduction in prices of the finished goods. The sales has been adversely affected due to the riots in Gujarat during March-2002

DIRECTORS :

Shri Shashikant Patel retires by rotation and being eligible offers himself for reappointment. You are requested to re-appoint him.

FIXED DEPOSITS :

The Company has not accepted Fixed Deposits from Public as envisaged under Section 58 A and 58 B of the Companies Act, 1956, read with the Companies (Acceptance of Deposits Rules, 1975).

AUDITORS :

The present Auditors M/s. Darji & Associates are retiring at the conclusion of the ensuring Annual General Meeting and are eligible for re-appointment as Auditors. Members are requested to re-appoint them.

CORPORATE GOVERNANCE :

Provisions of Corporate Governance will be applicable to the Company from the current financial year (2002-2003). But as a prudent practice, your Company maintains high standard of corporate Governance since long.

SWISS GLASCOAT EQUIPMENTS LIMITED

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO :

Particulars regarding the conservation of energy, technological absorption and foreign exchange earnings and outgo as envisaged by Sec. 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the report of the Board of Directors Rules 1988) enclosed in annexure 'A' to the Director's Reports.

PARTICULARS OF EMPLOYEES :

The particulars as envisaged by Section 217 (2-A) read with the Companies (particulars of Employees), Rules 1975 need not be given as no employee is covered there under.

Your Directors would like to place on record their appreciation of the contribution made by the employees at all levels. Employees continue to remain our major assets, in our continuing endeavors in the pursuit for excellence.

DIRECTORS RESPONSIBILITY STATEMENT :

In terms of Section 217 (2AA) of the Companies Act, 1956, the Directors would like to state :

- * that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- * that the directors had selected such accounting policies and applied them consistently and made judgement 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 and of the profit or loss of the company for that period;
- * that the directors had taken proper and sufficient care for the maintenance of adequate accounting record in accordance with the provision of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- * that the directors had prepared the annual accounts on a going concern basis.

This is a step in right direction, steering the companies towards global accounting practices.

APPOINTMENT OF AUDIT COMMITTEE :

The Company has constituted the Audit Committee which comprises of Shri Kanubhai Patel, Shri Shashikant Patel and Shri Paresh Shah. The Committee reviewed the internal control systems, scope of Internal Audit and compliance of related regulations. The Committee reviewed at length and approved the annual financial statements before the same were considered by the Board of Directors.

ACKNOWLEDGEMENT :

The Board of Directors are pleased to place on record their sense of gratitude for the continued financial support by banks and other associates.

Date : 29/06/2002

Place :H-106, GIDC ESTATE

Vitthal Udyognagar 388121

By order of the Board
SWISS GLASCOAT EQUIPMENTS LIMITED

K. K. Patel
Chairman

SWISS GLASCOAT EQUIPMENTS LIMITED**ANNEXURE TO DIRECTORS' REPORT**

INFORMATION AS PER SECTION 217 (1) (E) READ WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 AND FORMING PART OF THE DIRECTORS REPORT FOR THE YEAR ENDED 31-03-2002

CONSERVATION OF ENERGY :

Company is aware of the importance of saving energy consumption at all levels and has made endeavors to conserve energy wherever possible.

Total Electric Consumption

| | | | |
|--|---|-------|----------|
| Units | : | Units | 2496105 |
| Rupees | : | Rs. | 13519068 |
| Rate per unit | : | Rs. | 5.42 |
| Total Fuel Consumption of Oil Gas and Lubricants | : | Rs. | 1849283 |

FOREIGN EXCHANGE EARNINGS AND OUTGO :

a). The company as started exporting its product during the year.

b). Total Foreign Exchange Used and Earned :

| | | | | |
|----------------------------------|---|-----------------|-----|--------|
| 1) Total foreign exchange used | : | Import of goods | Rs. | Nil |
| | | Traveling | Rs. | Nil |
| 2) Total foreign exchange earned | : | | Rs. | 640514 |

On behalf of the Board of Directors,

Place : Vitthal Udyognagar
Date : 29th June, 2002

Sudarshan Amin
Managing Director

Ambalal Patel
Director