



***INTEGRATED
THERMOPLASTICS
LIMITED***

***9th Annual Report
2002-2003***

INTEGRATED THERMOPLASTICS LIMITED



BOARD OF DIRECTORS :

- | | |
|----------------------------------|--------------------------|
| 1. Mr. S.P.Y. REDDY | <i>Chairman</i> |
| 2. Mr. N.RAMA SUBBAIAH | <i>Managing Director</i> |
| 3. Mr. SHEIK CHAND BASHA | <i>Director</i> |
| 4. Mr. Y. SRINIVASA REDDY | <i>Director</i> |
| 5. Mr. S.V. RAGHU | <i>Director</i> |

**REGISTERED OFFICE
& WORKS :**

Survey No. 375
Manoharabad (V)
Toopran (M)
Medak (District) – 502 334

**ADMN., & CORPORATE
OFFICE :**

701, 7TH Floor
Paigah Plaza
Basheerbagh
Hyderabad – 500 063

STATUTORY AUDITORS:

M/s. M.T.R. & Associates
Chartered Accountants
Hyderabad – 500 038

BANKERS :

M/s. The Karur Vysya Bank Ltd
Osmangunj,
Hyderabad – 500 001

REGISTRARS & SHARE TRANSFER AGENTS:

M/S. KARVY CONSULTANTS LIMITED
KARVY HOUSE , 46 AVENUE 4 , STREET NO 1,
BANJARA HILLS, HYDERABAD – 500 034.

INTEGRATED THERMOPLASTICS LIMITED



NOTICE

Notice is here by given that the Ninth Annual General Meeting of the members of INTEGRATED THERMOPLASTICS LIMITED will be held on Monday, the 29th September, 2003 at Survey No.375, Manoharabad(v), Toopran(M), Medak(district) – 502 334, A .P. at 12 noon to transact the following Business :

ORDINARY BUSINESS :

1. To receive , consider and adopt the audited Profit & Loss Account for the year ended 31st March 2003 and Balance Sheet as at 31st March 2003 together with the reports of Auditors & Directors there on.
2. To appoint a director in place of Sri. Sheik Chand Basha, who retires by rotation and being eligible ,offers himself for re-appointment
3. To appoint a director in place of Sri. Y. Srinivasa Reddy, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration.

NOTES :

1. A member entitled to attend and vote is entitled to appoint a proxy instead of himself/herself and such proxy need not be a member of the company. A proxy to be effective has to be received by the company at its registered office not later than 48 hours before commencement of the meeting.
2. The Register of Members and Share Transfer Books of the company will remain closed from Saturday the 20th September ,2003 to Monday the 29th September ,2003(Both days inclusive).
3. Share holders seeking any information with regard to Accounts are requested to write to the company at an early date so as to enable the management to keep the information ready.

For and on behalf of the Board

Place: Hyderabad.

Date: 30-06-2003

N. RAMA SUBBAIAH

Managing Director

INTEGRATED THERMOPLASTICS LIMITED**DIRECTOR'S REPORT**

To
The Members
M/s Integrated Thermooplastics Limited.

Your Directors have pleasure in presenting the Ninth Annual Report of the company and the Audited results for the year ended 31st March, 2003.

FINANCIAL RESULTS

	(Rupees in lacs)	
	2002-03	2001-02
Sales	2110.20	2678.66
Other Income	42.60	39.52
PBDIT (Including interest on OTs Rs. 332.38)	357.59	96.90
Depreciation	36.56	35.89
Interest	Nil	74.11
Misce., Expenses Written Off	8.92	10.08
Profit(Loss) before tax	312.11	(23.18)
Provision for Tax	7.21	-
Profit (Loss) after tax	304.90	(23.18)

REVIEW OF OPERATIONS:

The Turnover during the year under review is Rs. 2110.20 Lakhs against the previous year turnover of Rs.2678.66 Lakhs.

The performance of the Company for the year ending 31-03-2003 resulted in Net Profit before depreciation Rs. 15.01 lakhs as compared to previous year Rs.11.43 lakhs. The marketing of products is becoming very competitive year by year, cost of production is increasing due to inflation and our company is selling the goods at competitive rates. Hence the company has been incurring losses continuously.

INTEGRATED THERMOPLASTICS LIMITED**SICKNESS OF THE COMPANY:**

Your Company has become sick as pointed out by the auditors for the last three years and the net worth of the company is completely eroded. The Application made by the company to BIFR during the year 1999-2000 has been rejected.

During the year the management has settled the amount due to M/s. Dhanalaxmi Bank & Haritha Finance in OTs, because of this, there was saving in interest payable to the tune of Rs. 3,32,37,644-50 the same has been credited to the Profit & Loss Account

FUTURE OUTLOOK:

The Board is of the expectation to maintain the same level of operation in future.

CORPORATE GOVERNANCE:

The report on the Corporate Governance in compliance with the provisions of clause 49 of the listing agreement is given at annexure - A and this report forms part of the Director's Report.

AUDIT COMMITTEE:

Pursuant to the provisions of section 292 A of the companies Act, 1956, Audit Committee has been constituted with the following Directors;

- 1.Sri. SPY Reddy
- 2.Sri.Sheik Chand Basha
- 3.Sri. Y. Srinivasa Reddy

DIRECTORS:

Sri. Sheik Chand Basha, Director of the company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Sri Y. Srinivasa Reddy, Director of the company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

INTEGRATED THERMOPLASTICS LIMITED



**DIRECTORS RESPONSIBILITY STATEMENT:
YOUR DIRECTORS CONFIRM:**

1. that in the preparation of annual accounts, the applicable standards had been followed along with proper explanation relating to material departures;
2. that they had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the company at the end of the financial year and of the profit or loss of the company for that period;
3. that they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. that they had prepared the annual accounts on a going concern basis.

FIXED DEPOSIT:

Your Company has not invited/accepted any deposits from the public which fall under Section 58A of the Companies Act, 1956 during the year under review.

AUDITORS AND THEIR OBSERVATIONS:

The existing Statutory Auditors M/s. MTR & Associates, Chartered Accountants, Hyderabad, retire at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

The Comments made by the auditors in their report on Accounts for the period ended 31st March, 2003 are self explanatory.

PERSONNEL:

During the year under review the company has maintained a very good cordial relationship with its workers and staff. The Industrial relations at all levels are satisfactory.

INTEGRATED THERMOPLASTICS LIMITED



PARTICULARS OF EMPLOYEES UNDER SECTION 217 (2A) OF THE COMPANIES ACT, 1956:

During the year, no employee was in receipt of a remuneration which in the aggregate was Rs.24,00,000/- per annum or more or was part of the year at the rate of Rs.2,00,000/- per month or more as stipulated under Section 217 (2A) of the Companies Act, 1956.

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

Information on conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 217 (1) (e) of the Companies Act, 1956, is set out at Annexure-B, which forms part of this report.

ACKNOWLEDGEMENT:

Your Directors wish to place their sincere gratitude to the Government of India, Government of Andhra Pradesh, Bankers, Company's Dealers, suppliers, Customers and Employees for their whole-hearted co-operation extended to the company during the year under review.

For and on behalf of the Board

Place:Hyderabad
Date: 30-06-2003.

S.P.Y.REDDY
Chairman

INTEGRATED THERMOPLASTICS LIMITED

**ANNEXURE TO THE DIRECTOR'S REPORT
FOR THE YEAR 2002-2003**

ANNEXURE - A**Director's Report on Corporate Governance :**

1. The Board of Directors are interested in the Good Corporate governance and lay strong emphasis on transparency, accountability and business ethics. The report of the Directors on Corporate Governance is given hereunder.

2. Board of Directors :

The Board consists of 5 Directors.

Board Meetings :

Board Meetings are held during the period 2002-2003 (i.e) 30th June 2002, 31st July, 2002, 31st October 2002 and 31st January 2003, The Company held its previous AGM on 28th September 2002.

The Particulars of Directors and their attendance and other Directorships/ Chairman Ships are given below.

Sl. No.	Name	Category	Attendance		Particulars of other Directorships		
			B.M.	AGM	Director ship	Committee	Chairman ship
1.	S.P.Y. Reddy	Chairman	4	Yes	1	-	-
2.	N. Rama Subbaiah	MD	4	Yes	-	-	-
3.	Sheik Chand Basha	Non Executive	4	Yes	-	-	-
4.	Y. Srinivasa Reddy	-do-	4	Yes	-	-	-
5.	S.V. Raghu	-do-	4	Yes	-	-	-

3. Audit Committee :

The Audit Committee consisting of 3 directors was constituted. The powers duties and responsibilities of the audit Committee are similar to those in clause 49 of listing agreement of Stock Exchange. The members are S.P.Y. Reddy, Sheik Chand Basha and Y. Srinivas Reddy.

4. Remuneration Policy :

The remuneration of the Managing Director is approved by the Board of Directors and share holders, no separate remuneration committee is formed. The M.D. is paid by way of salary and perquisites only.

The Managing Director is paid for the year ended 31-3-2003 Rs. 1,20,000/- towards salary and perquisites.

INTEGRATED THERMOPLASTICS LIMITED**5. Share Transfer Committee & Grievance Committee :**

The Share Transfer Committee is formed with N. Rama Subbaiah and Y. Srinivasa Reddy as members, and meets monthly or earlier as and when required.

The 5 complaints received are solved to the satisfaction of the shareholders.

6. General Body Meetings :

The Eighth Annual General meetings is held at Survey No. 375, Manoharabad (vil.) Toopran (M), Medak (Dt) AP on 28-9-02 at 12.00 noon .No special resolution is put to vote by postal ballot.

7. Means of Communication :

The Quarterly and Half yearly financial results are published in news papers and sent to Stock exchange at Hyderabad and Mumbai.

8. Share Holders Information :**Annual General Meeting**

Date : September 29, 2003

Time : 12 Noon

Venue : Registered Office, Survey No. 375,
Manoharabad (Vil), Toopram (M),
Medak Dt. - 502 334.

Financial Calender :

1. Un-Audited results for quarter ending June 30, 2003 - last week of July 2003.
2. Un-Audited results for quarter ending September 30, 2003 - last week of October 2003.
3. Un-Audited results for quarter ending December 31, 2003 - last week of January 2004.

9. Disclosure :

a. Materially significant related party transactions of the company of material nature with its promoters, the directors or the management their subsidiaries or relatives if that may have potencial conflict with the interests of the company at large;

None of the transactions with any of the related parties were in conflict with the interest of the company.



b. Details of Non Compliance by the company, penalties imposed / Structures passed on the company by Stock Exchanges, SEBI or any other statutory authority on any matter related to capital markets during the last three years;

The Company has complied with the requirements of regulatory authorities on capital markets and no penalties / structures have been imposed / passed against it.

10. Registrars and transfer Agents :

Physical - M/s. Karvy Consultants Limited,
Karvy House, 46 Avenue - 4,
Street No. 1, Banjara Hills,
Hyderabad - 500 034.

Share Transfer system : The share transfers received in Physical Form are processed in registrars and the share certificates are returned with in a Period of 2 weeks from the date of receipts.

Dematerialisation & Liquidity : The company shares are traded in physical form only. The company's shares have not been dematerialised. The shares are listed with Stock exchanges at Hyderabad and Mumbai.

