

# JHAVERI WELDFLUX LIMITED

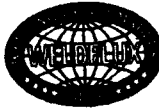
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For JHAVERI WELDFLUX LTD.

DIRECTOR

## 11TH ANNUAL REPORT 2001-2002

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**BOARD OF DIRECTORS**

**Prafull Jhaveri**  
Chairman/Managing Director

**Anand Divan**

**Dilip Panchmatia**

**Pankaj Jhaveri**  
(Technical Director)

**Jayesh Jhaveri**  
(Executive Director)

**Kavita Jhaveri**

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**BANKERS**

**Andhra Bank**

**Union Bank of India**

**AUDITORS****GPS & ASSOCIATES**

(Chartered Accountants, Mumbai)

**REGISTERED OFFICE**

Panchsheel Industrial Estate, Plot  
No.27/28, Village Kharsundi, Taluka  
Khalapur, Dist. Raigad, Maharashtra.

**ADMINISTRATIVE OFFICE & SHARE  
DEPARTMENT**

726, The Commodity Exchange Building,  
Plot Nos. 2, 3 & 4,  
Sector-19, Vashi, Navi Mumbai - 400 705.

**ANNUAL GENERAL MEETING**

On Tuesday, the 31st December,  
2002, at Panchayat Samiti Hall,  
Opposite Tahsildar Office,  
Khalapur, District Raigad,  
Maharashtra, at 11.00 a.m.

Members are requested to kindly  
bring their copies to the meeting.

2001-2002

JHAVERI WELDFLUX LIMITED

11TH ANNUAL REPORT

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 11th Annual General Meeting of the Company will be held at Panchayat Samiti Hall, Opposite Tahsildar Office, Khalapur, District Raigad, Maharashtra on Tuesday, the 31st December, 2002 at 11.00 A.M. to transact the following business:

1. To receive, consider and adopt the Audited Balance Sheet as on 30th June, 2002 and the Profit & Loss Account for the year ended on that date together with the Directors' Report and the Auditors' Report thereon.
2. To appoint a director in place of Mr. Pankaj Jhaveri, who retires by rotation and being eligible, offers himself for reappointment
3. To appoint M/s. A.J. Kotwal & Co., chartered Accountants, Mumbai in place of the retiring auditors to hold office from the conclusion of the Annual General Meeting until conclusion of the next Annual General Meeting at such remuneration as Board of Directors decide on behalf of the Company.

**SPECIAL BUSINESS:**

4. To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution.  
**"RESOLVED THAT** Mrs. Kavita Jhaveri, who was appointed an additional Director of the Company and who holds office upto the date of this Annual General Meeting pursuant to the provisions of section 260 of the Companies Act, 1956 and being eligible for reappointment and in respect of whom the Company has received notice in accordance with provisions of section 257 of the Companies Act, 1956 from a member of the Company proposing her candidature for appointment as Director of the Company, be and is hereby appointed as Director of the Company liable to retire by rotation."

By Order of the Board

Jayesh Jhaveri

(Executive Director)

Navi Mumbai, 29th November, 2002

Registered Office: Panchsheel Industrial Estate, Plot No. 27/28, Village Kharsundi, Taluka Khalapur, District Raigad.

**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. A PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. THE REGISTER OF MEMBERS AND THE SHARE TRANSFER BOOKS OF THE COMPANY SHALL REMAIN CLOSED FROM SATURDAY, 28TH DECEMBER 2002 TO TUESDAY, 31ST DECEMBER 2002 (BOTH DAYS INCLUSIVE).
3. MEMBERS ARE REQUESTED TO NOTIFY ANY CHANGE IN THE ADDRESS TO THE SHARE DEPARTMENT OF THE COMPANY.
4. THE EQUITY SHARES OF YOUR COMPANY HAVE BEEN ADMITTED FOR DEMATERIALISATION WITH CDSL & NSDL. ALL SHAREHOLDERS ARE REQUESTED TO DEMAT THEIR SHARES THROUGH THEIR DEPOSITORY PARTICIPANTS.
5. THE EQUITY SHARES OF THE COMPANY ARE LISTED AT THE FOLLOWING STOCK EXCHANGES:
  1. THE STOCK EXCHANGE, MUMBAI  
PHIROJ JEEJEEBHAY TOWERS,  
DALAL STREET, MUMBAI.
  2. THE STOCK EXCHANGE, AHMEDABAD  
KAMADHENU COMPLEX,  
OPP. SAHAJAN COLLEGE,  
PANJARA POLE AMBAVADI,  
AHMEDABAD-380015.
6. THE SHARE DEPARTMENT OF THE COMPANY IS LOCATED AT:  
726, COMMODITY EXCHANGE BUILDING,  
PLOT NOS. 2, 3 & 4, SECTOR-19, VASHI,  
NEW BOMBAY-400 705.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956.****Item No. 6**

In a meeting of the Board of Directors held on November 29, 2002, Mrs. Kavita Jhaveri was appointed as Additional Director of the Company. Pursuant to Section 260 of The Companies Act, 1956, Mrs. Kavita Jhaveri, holds office only upto the date of the forthcoming Annual General Meeting. A notice in writing along with a deposit of Rs. 500/- has been received from a shareholder of the Company under section 257 of the Companies Act, 1956, signifying his intention to propose Mrs. Kavita Jhaveri as a candidate for the office of Director.

Mrs. Kavita Jhaveri, 40 years old is B.Com by qualification. She is having good experience in administration and corporate management. Her continuation on the Board will be a major asset to the Company.

Her directorship and Committee Membership of the Board of other Limited Companies as on date is as follows:

Name of the Company	Position	Committee Membership
Splitchem India Private Limited	Director	N. A.

Your Directors recommend that Mrs. Kavita Jhaveri be appointed as a Director of the Company.

None of Directors, except Mrs. Kavita Jhaveri and Jayesh Jhaveri are concerned or interested in the Resolution

Date: 29th November, 2002

Place: Vashi, Navi Mumbai

By Order Of the Board

Jayesh Jhaveri  
(Executive Director)

Regd. Office : Panchsheel Industrial Estate  
Plot No. 27/28, Village  
Kharsundi, Taluka Khalapur  
District Raigad