

KLK



KLK ELECTRICAL LIMITED

23RD ANNUAL REPORT
2003 - 2004

BOARD OF DIRECTORS

Shri. V. Lavakumar	<i>Chairman & Managing Director</i>
Shri. J.M. Menezes	<i>Director</i>
Smt. Devi Lavakumar	<i>Director</i>
Shri. John. B. Thangasamy	<i>Director</i>
Auditors	<i>M/s. N. Subramanian Chartered Accountant # 81, Greems Road, Chennai - 6.</i>
Regd. & Admin. Office	<i>Plot NO. 2-B/10 III Main Road, Ambattur Industrial Estate, Chennai - 600 058.</i>
Share Transfer Agency	<i>M/s. Cameo Corporate Services Ltd. 'Subramanian Building' No. 1, Club House Road, Chennai - 600 002.</i>
Listing on Stock Exchanges	<i>a) The Stock Exchange Mumbai P. J. Towers, Dalal Street, Mumbai - 400 001. b) Madras Stock Exchange Ltd. Exchange Building, 11, Second Line Beach, Chennai - 600 001.</i>

NOTICES

Notice is hereby given that 23rd Annual General Meeting of KLK ELECTRICAL LIMITED will be held at the Registered office on Thursday, the 30th Day of September 2004 at 3.00 p.m. to transact the following business:

1. To receive and adopt the Profit & Loss account for the year ended 31st March 2004, the Balance Sheet as on that date and the Report of the Directors and Auditors thereon;
2. To appoint director in place of Mr. J. M. Menezes who retires by rotation, and being eligible, offer himself for re-appointment.
3. To appoint Auditor and to fix their remuneration;

For & on behalf of the Board of Directors,

Place: Chennai
Date: 4th September 2004

(-sd-) **V. Lavakumar**

Chairman & Managing Director

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. 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 Share Transfer Books of the Company will remain closed from 28th September 2004 to 30th September 2004 (both days inclusive)
3. Member/Proxy holder must bring the attendance slip to the meeting and hand it over at the entrance duly signed.

DIRECTOR'S REPORT TO THE MEMBERS

The Directors have pleasure in placing before you the Twenty Third Annual Report and the Audited accounts for the year ended 31st March 2004.

1. OPERATIONS :

Particulars	31-03-04 (Rs. in Lakhs)	31-03-03 (Rs. in Lakhs)
Sales	NIL	NIL
Other Income	6.47	4.96
Extra ordinary Item income	NIL	206.33
(Loss)/Profit Before dep. & Tax	(51.85)	192.51
Depreciation	1.78	1.80
(Loss) / Profit After depreciation	(53.63)	190.71
Provision for Taxation	NIL	NIL
(Loss) / Profit After Tax	(53.63)	190.71
Investment allowance reserve	NIL	NIL
Transferred to General Reserve	NIL	NIL
Provision for dividend	NIL	NIL
Balance C/F to next year	(53.63)	(0.00)

2) PERFORMANCE REVIEW :

During the financial year under review the performance of the Company was not satisfactory. The Company has not carried on manufacturing activity.

Your Directors are initiating necessary steps to revive the business of the Company and are striving hard to earn profit in the years to come.

3) DIVIDEND

The Directors have not recommended any dividend to the members due to non-availability of profits.

4) PERSONNEL

During the year, there was no employee in respect of whom information as per Section 217(2A) of the Companies Act 1956 is required to be given in the Director's report.

5) PARTICULARS AS REQUIRED UNDER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956

As the company has not carried on any major manufacturing activity during the year under review, there is no matter to report under the provisions of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988 with regard to conservation of energy. There is no foreign exchange earning and out-go.

TECHNICAL ABSORPTION

The Company has entered into Technical collaboration with M/s. Elin Union, Austria.

- a) Technology imprinted : Load Break switch and off load isolators.
- b) Year of Import : Agreement 1984 extended for a further period of six years from 1999.
- c) Has technology been fully absorbed : yes.

6) DEPOSITS :

The Company has not accepted any fixed deposits during the year under review.

7) CORPORATE GOVERNANCES :

As the paid up capital of the Company is less than 3 crores reporting on corporate governance does not apply to the Company.

8) DIRECTOR

Mr. J. M. Menezes, who retires by rotation at the conclusion of this General Meeting have expressed his desire to seek reappointment. Since his knowledge and experience in the Industry will be of help, he is being proposed again for a further term.

9) APPOINTMENT OF COMMON AGENCY FOR INVESTORS SERVICES

Consequent upon the circular issued by the securities and Exchanges Board of India to all the Companies to appoint a common agency for handling the share registry functions at Single Point, your Company has appointed M/s. Cameo Corporate Services Ltd. as their Registrars and Transfer agent. Share holders are requested to send their Correspondence to the following address.

M/s. Cameo Corporate Service Ltd.

'Subramanian Buliding'

No. 1, Club House Road, Chennai -600 002.

Phone : 91 - 044 - 28460390

Fax : 91 - 044 - 28460129

10) AUDITORS

The retiring auditor, Mr. N. Subramanian, Chartered Accountant, who retires in the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

11) REPLY TO REMARKS MADE BY THE AUDITORS IN THEIR REPORT WITH REFERENCE TO POINT NO. f(i) to (iii) ARE GIVEN AS UNDER :

With regard to point f(i) to (iii) of the Auditor's Report we state that

The Directors of your company had taken effort for the past several years to recover doubtful debts. No good Purpose will be served by writing it off now. However the same will be written off in future years when the company makes profit.

The Company has already made necessary steps for getting confirmation for which the company had not received proper reply. However the company will make its best efforts to get the confirmation in time.

REPLY TO POINT NO 10(a) OF THE ANNEXURE TO AUDITOR'S REPORT.

With regard to point to 10(a) of the Annexure to the Auditor's Report we state that an amount of Rs. 236, 943/-

have been deducted at source in subsequent years and revised returns are being filed for taking credit for the same. However efforts are being taken to settle the balance dues.

12) RESPONSIBILITY STATEMENT

The Directors confirm :

i) that in the preparation of final accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

ii) 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 affairs of the company at the end of the financial year and of the profit or loss of the company for that period;

iii) that they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

iv) that they have prepared the annual accounts on a going concern basis.

13) ACKNOWLEDGEMENT :

The relationship between the management and the employee remain cordial. The Directors wish to record their appreciation for the sincerity to those who have worked under difficult conditions as an effective team. The Directors also wish to record their appreciation for the co-operation of the Financial institutions, Banks, Suppliers and customers of the Company.

By the order of the Board

Place : Chennai (-sd-) **J.M. Menezes** (-sd-) **V. Lavakumar**

Date : 04-09-04

Director

Chairman &
Managing Director

COMPLIANCE CERTIFICATE

Registration No. 18-8230

Authorised Capital: Rs.2,00,00,000/-

To,

The Members,

M/s. KLK ELECTRICAL LIMITED

(PREVIOUSLY KNOWN AS M/S.KLK ELECTRICAL INDUSTRIES LIMITED)

We have examined the registers, records, books and papers of **M/S. KLK ELECTRICAL LIMITED** (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2004**. In our opinion and to the best of our information and according to the examinations carried out by us and information, explanations and declarations furnished to us by the company, its officers and agents, we certify that in respect of the aforesaid financial year: