

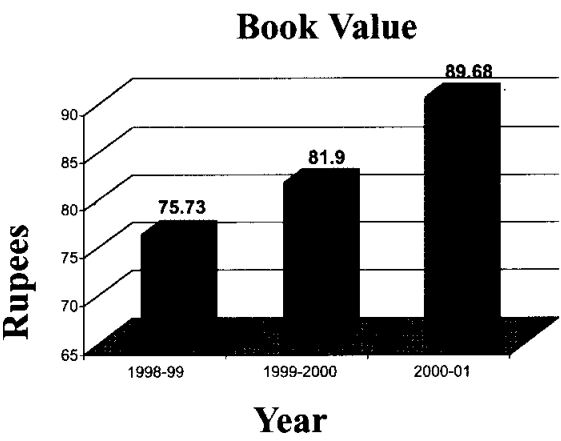
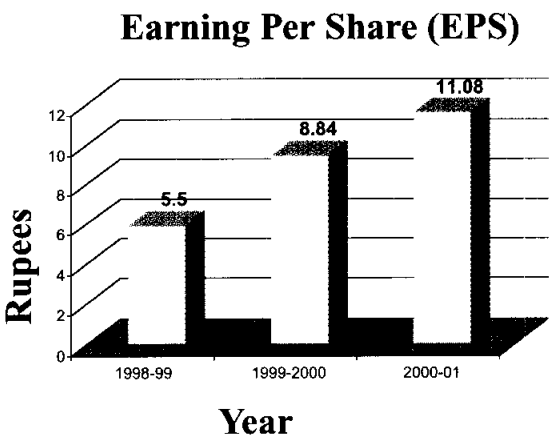
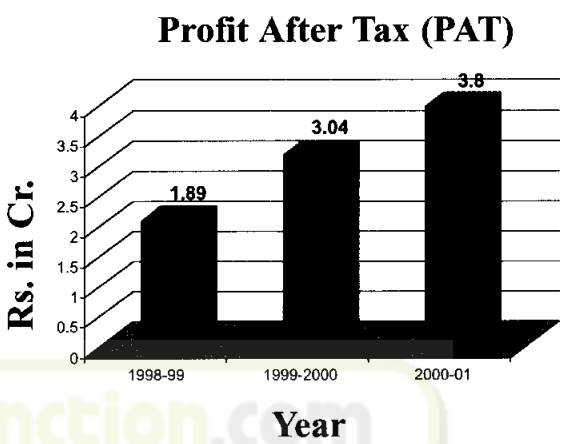
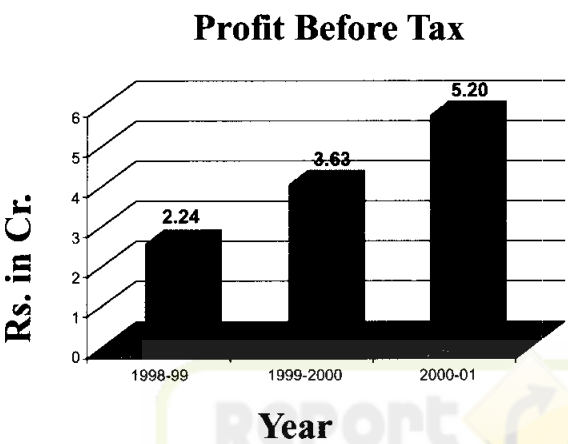
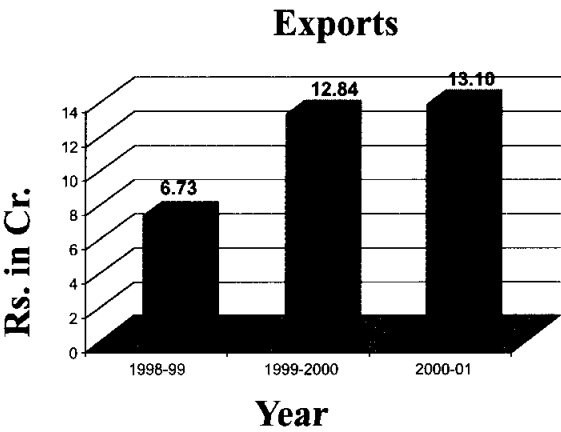
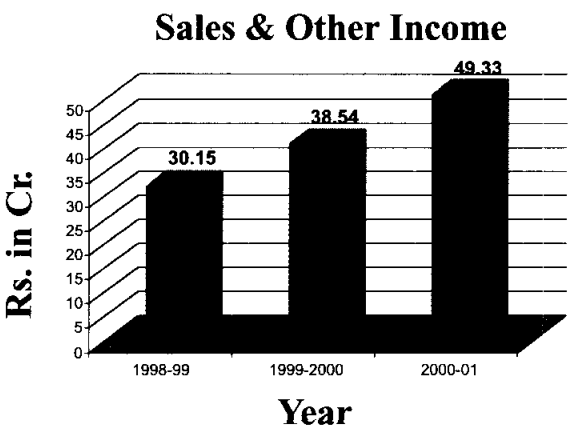


KABRA EXTRUSIONTECHNIK LIMITED

18TH ANNUAL REPORT

2000-2001

Financial Highlights



BOARD OF DIRECTORS	Shreevallabh G. Kabra	<i>Chairman & Managing Director</i>
	Satyanarayan G. Kabra	<i>Director</i>
	Punamchand C. Parmar	<i>Director</i>
	Haridas S. Sanwal	<i>Director</i>
	Mahavir Prasad Taparia	<i>Director</i>

COMPANY SECRETARY Y. D. Sanghavi

AUDITORS A. G. Ogale & Co. *Chartered Accountants
Pune.*

BANKERS State Bank of India

REGISTERED OFFICE Kolsite House, Off Veera Desai Road,
Andheri (W), Mumbai - 400 053.
Tel : 6367551 (8 lines) Fax : 6367512

WORKS Plot No. 14, 15, & 16 Kabra Industrial Estate,
Kachigam, Daman - 396 210.

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18th ANNUAL GENERAL MEETING **Date** : 2nd August, 2001
Day : Thursday
Time : 2.30 p.m.
Place : Hotel Park View, 38, Lallubhai Park Road,
Next to Lallubhai Park, Andheri (West),
Mumbai-400 058.

ANNUAL REPORT 2000-2001

FINANCIAL HIGHLIGHTS

(Rs. in Lacs)

	2000-2001	1999-2000	1998-99	1997-98	1996-97
Operating Results					
Sales & Other Income	4932.79	3854.42	3014.58	3089.21	2641.90
Profit before Interest and depreciation	623.84	449.13	306.74	283.31	434.17
Less :					
interest	16.79	14.50	18.14	35.94	42.36
Depreciation	86.89	71.54	64.55	63.52	60.03
Profit before Tax (PBT)	520.16	363.09	224.05	183.85	331.78
Taxation	140.00	60.00	35.00	20.00	73.00
Profit after Tax (PAT)	380.16	303.09	189.05	163.85	258.78
Retained earnings	277.27	220.78	120.46	95.26	155.90
Earning per share (EPS) (Rs.)	11.08	8.84	5.50	4.78	7.55
Dividend %	30	24	20	20	30
Financial Summary					
Assets Employed					
Fixed Assets (Net)	1288.62	1262.05	1110.24	1124.80	1162.66
Working Capital (Net)	1297.64	1315.32	1359.53	1238.95	1384.48
Capital Employed	3330.05	3033.23	2675.61	2590.86	2757.40
Financed by					
Share Capital	342.95	342.95	342.95	342.95	342.95
Reserves	2732.58	2465.81	2254.07	2141.16	2069.19
Total Shareholders Funds	3075.53	2808.76	2597.02	2484.11	2412.14
Borrowings	254.51	224.47	78.58	106.75	345.25
Debt: Equity	0.08 : 1	0.08 : 1	0.03 : 1	0.04 : 1	0.14:1
Others					
Book Value Per Share (Rs.)	89.68	81.90	75.73	72.43	70.33
Gross fixed Assets	1774.71	1667.17	1447.36	1399.42	1376.20
Employees Cost	304.46	242.51	186.08	156.98	148.77

NOTICE

NOTICE is hereby given that the Eighteenth Annual General Meeting of the Members of **KABRA EXTRUSIONTECHNIK LIMITED** will be held on Thursday, the 2nd day of August, 2001 at 2.30 p. m. at Hotel Park View, 38, Lallubhai Park Road, Next to Lallubhai Park, Andheri (West), Mumbai - 400 058 to transact the following business :

ORDINARY BUSINESS :

1. To receive and adopt the audited Balance Sheet as at 31st March, 2001 and the Profit & Loss Account for the year ended on that date together with Directors' and Auditors' Reports thereon.
2. To declare a dividend on Equity Shares for the financial year ended 31st March, 2001.
3. To appoint a Director in place of Shri. H. S. Sanwal, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri. M. P. Taparia, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Messrs. A. G. Ogale & Co., Chartered Accountants, as Auditors of the Company to hold such office from the conclusion of this meeting, until the conclusion of the next Annual General Meeting, and on such remuneration plus out of pocket expenses, if any, as may be mutually agreed upon between the Board of Directors of the Company and the Auditors.

SPECIAL BUSINESS :

6. To consider and if thought fit, to pass, with or without modification the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of sub-section (1B) of section 314 and such other applicable provisions of the Companies Act, 1956 and subject to the approval of the Central Government, consent of the Company be accorded to the appointment of Shri. Anand S. Kabra, as President (Operation) of the Company, a relative of a Director of the Company, who shall accordingly hold and to continue to hold an office of profit under the Company with effect from 1st June, 2001 upon the remuneration and other terms as follows:

Basic Salary (including Dearness Allowance) : Rs. 50,000/- per month in the pay scale of Rs. 50,000/- Rs. 7,500/- Rs. 87,500/-

Perquisites : Following allowances and reimbursement shall be granted/paid to him in addition to salary mentioned above as per rules of the Company applicable presently and from time to time.

1. House Rent Allowance upto a maximum of 10% of the basic salary.
2. Education Allowance : Rs. 1200 per annum.
3. Maintenance & Furnishing Allowance : 10% of basic salary.
4. Leave Travel Allowance Rs. 14,000/- per annum or Rs. 28,000/- in a block of two calendar years for self and family.
5. Contribution to Provident Fund : 12% of basic salary or at such percentage as may be prescribed.
6. Contribution to Superannuation Fund Scheme : 15% of basic salary.
7. Bonus as may be declared annually by the Company.
8. Leave encashment.
9. Coverage under Medi-claim Policy and Group Personal Accident Insurance.
10. Gratuity as per Group Gratuity Scheme of the Company.
11. Performance Incentive : at such percentage of basic salary as may be declared annually by the Company, but not exceeding 15%.
12. Providing Car and Telephone for official use.
13. Medical Expenses : Rs. 15,000/- per annum.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to effect such modification in the pay scale of the remuneration, or any perquisites in terms of the Company's Rule/(s), Statutory Provision/(s) as may be applicable with amendment thereto, from time to time and as approved by the Central Government.

Place : Mumbai
Dated : 25th May, 2001

Registered Office :

Kolsite House,
Off. Veera Desai Road,
Andheri (West),
Mumbai - 400 053

By order of the Board
Kabra Extrusiontechnik Limited

Y. D. Sanghavi
Company Secretary

ANNUAL REPORT 2000-2001**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.

The instrument appointing a proxy should however be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

- 2) The relative Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956, in respect of Special Business under Item No. 6 of the Notice is annexed hereto.
- 3) The Register of Members and Share Transfer Books of the Company will remain closed from 17th July, 2001 to 27th July, 2001 (both days inclusive).
- 4) The dividend on equity shares recommended by the Board of Directors for the year ended 31st March, 2001 if declared at this meeting, will be paid to those Members whose names will be appearing on the Register of Members as on 27th July, 2001 and in respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership as per details furnished by the depositories as of 27th July, 2001 for this purpose.
- 5) Pursuant to the provisions of Section 205A-205C of the Companies Act, 1956, dividend for the financial year ended 31st March, 1995 and thereafter, which remain unpaid or unclaimed for a period of 7 years have to be transferred to the Investor Education and Protection Fund of the Central Government. Shareholders who have not encashed the dividend warrant(s) so far in respect of the financial year ended 31st March, 1995 or any subsequent financial years are requested to make their claim to the Registered Office (Secretarial Department) of the Company. It may also be noted that once the unclaimed dividend is transferred to the Central Government, as above, no claim shall lie in respect thereof.
- 6) Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days in advance so as to enable the Company to keep the information ready at the meeting.
- 7) Members are requested to intimate to the Company changes, if any, in their registered addresses, bank account and mandate details, residential status etc. to the Company at its Registered Office.
- 8) In terms of notification issued by Securities & Exchange Board of India (SEBI), equity shares of the Company are under compulsory trading in demat form by all investors w.e.f. 26th March, 2001.
The equity shares of the Company have been already made available for dematerialisation. National Securities Depository Limited (NSDL) has activated the scrip w.e.f. 9-9-2000. Central Depository Services (India) Limited (CDSL) has also activated the scrip w.e.f. 21-9-2000. **ISIN allotted to our equity shares is INE900B01011.** Number of shares already dematerialised till date is about 70% of the total.
- 9) Members who holds shares in dematerialised form are requested to bring/intimate their client ID and DP ID Numbers for easy Identification at the time of attendance at the General Meeting.
- 10) The equity shares of the Company are listed on the Stock Exchange at Mumbai, Ahmedabad and also on the National Stock Exchange at Mumbai. The Company has already made payment of annual listing fees due to all the above stock exchanges for the year 2001-2002.
- 11) Individual shareholders can now avail of the facility of nomination. The nominee shall be the person in whom all rights of transfer and/or amount payable in respect of the shares shall vest in the event of the death of the shareholder(s). A minor can be a nominee provided the name of the guardian is given in the Nomination Form. The facility of nomination is not available to non-individual shareholders such as Societies, Trusts, Bodies Corporate, Partnership Firms, Kartas of Hindu Undivided Families and holders of Powers of Attorney.

Place : Mumbai

Dated : 25th May, 2001

Registered Office :

Kolsite House,
Off. Veera Desai Road,
Andheri (West),
Mumbai - 400 053

By order of the Board
Kabra Extrusiontechnik Limited

Y. D. Sanghavi
Company Secretary

ANNEXURE TO NOTICE EXPLANATORY STATEMENT

(Pursuant to Section 173(2) of the Companies Act, 1956)

Item No. 6

Shri. Anand S. Kabra, is a professionally qualified as B.E. (Mechanical) and MBA in management of family business and has sufficient post qualification experience. He is a son of Shri. Shreevallabh G. Kabra, Chairman & Managing Director of the Company and therefore a relative within a meaning of Section 6(c) of the Companies Act, 1956 and Schedule I A appended to the said act.

Section 314(1B) (a) provides that no partner or relative of a director or manager, shall hold any office or place of profit in the Company which carries a total monthly remuneration of not less than Rs. 20,000/- except with the prior consent of the company by a special resolution and approval of the Central Government.

The Board of Directors of the Company in their meeting held on 25th May, 2001 approved his appointment as President (Operation) of the Company w.e.f 1st June, 2001, subject however to your approval and also by the Central Government. Shri. Anand S. Kabra is well versed with Advanced Technology, Computer Science and Management Skill. He is a young, dynamic, and competent to contribute his best for all-round growth of the Company.

Your approval is sought for his appointment as proposed by a Special Resolution as set out at item no. 6 of the accompanying notice. Papers related thereto are open for inspection by the Members of the Company at its Registered Office between 11.00 a.m. to 1.00 p.m. on any working day of the Company.

Shri. S. V. Kabra is considered to be concerned or interested in this resolution.

Place : Mumbai

Dated : 25th May, 2001

Registered Office :

Kolsite House,
Off. Veera Desai Road,
Andheri (West),
Mumbai - 400 053

By order of the Board
Kabra Extrusiontechnik Limited

Y. D. Sanghavi
Company Secretary

ANNUAL REPORT 2000-2001**DIRECTORS' REPORT**

To,
The Members,
Kabra Extrusiontechnik Limited,
Mumbai.

Your Directors are pleased to present the EIGHTEENTH ANNUAL REPORT, together with the AUDITED STATEMENT OF ACCOUNTS of the Company for the year ended 31st March, 2001.

FINANCIAL RESULTS :

	2000-2001 (Rs.in lakhs)	1999-2000 (Rs.in lakhs)
Sales turnover & Other income	<u>4932.79</u>	<u>3854.42</u>
Profit before interest and depreciation	623.84	449.13
Less : Interest	16.79	14.50
Depreciation	86.89	71.54
Gross Profit before Tax	520.16	363.09
Provision for Taxation	140.00	60.00
Net Profit after tax	380.16	303.09
Add : Balance b/f from previous year	654.02	477.29
Balance available for appropriation	<u>1034.18</u>	<u>780.38</u>

APPROPRIATIONS :

Transferred to General Reserves	45.00	35.00
Provision for Proposed Dividend	102.89	82.31
Provision for Tax on Proposed Dividend	10.49	9.05
Surplus balance c/f to balance sheet	875.80	654.02
	<u>1034.18</u>	<u>780.38</u>

DIVIDEND :

Your Directors are pleased to recommend a dividend of Rs. 3.00 per share of Rs. 10/- each for the year ended 31st March, 2001 (Rs. 2.40 per share for the previous year) subject to the Members' approval. Corporate dividend tax has been provided as per provisions of Income Tax Act.

OPERATIONS :

The Company could achieve the Operational and Other Income for the year under review at Rs. 4932.79 lakhs as against the previous year's operations income of Rs. 3854.42 lakhs, an increase of 28% over previous year. The Profit before tax is Rs. 520.16 lakhs against the previous year profit of Rs. 363.09 lakhs, an increase of over 43%.

EXPORTS :

Exports during the year have increased to Rs. 1310.10 lakhs as against Rs. 1283.70 lakhs of exports in the previous financial year and thereby maintained exports during the year.

DIRECTORS :

In accordance with the provisions of the Companies Act, 1956 and the Company's Articles of Association, Shri. H. S. Sanwal and Shri. M. P. Taparia, Directors, retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

DIRECTORS RESPONSIBILITY STATEMENT :

The Board of Directors in pursuance of Section (2AA) of Section 217 of the Companies Act, 1956, hereby states that the annual accounts for the year ended 31st March, 2001 presented herewith are prepared on a going concern basis by following applicable accounting standards and there is no material departures from such standards and further state that they have selected such accounting policies and applied them consistently and made judgements and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company for the said financial year and also had taken proper and sufficient care for maintenance of adequate accounting records as statutorily provided to safe guard the assets of the Company and prevent and detect fraud and other irregularities.

AUDITORS :

Messrs. A. G. Ogale & Co., Chartered Accountants, Auditors of the Company retire at the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have furnished a certificate for re-appointment u/s 224(1-B) of the Companies Act, 1956 and they are not disqualified under amended section 226(3) (e) of the said Act.

LISTING FEES :

The Company declares that its Securities are listed on the Stock Exchanges at Mumbai and Ahmedabad and also on the National Stock Exchange, Mumbai. The Company confirms that it has paid Annual Listing Fees due to all the above stock exchanges for the year 2001-2002.

DEMATERIALISATION OF SHARES :

In terms of notification issued by Securities & Exchange Board of India (SEBI), Equity shares of the Company are under compulsory trading in demat form by all the investors w.e.f. 26th March, 2001 and are available for dematerialisation with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

SUBSIDIARY COMPANY :

The audited statement of Accounts alongwith the Report of "KABRA WINDERS LIMITED", a subsidiary of your Company and the Auditors' Report thereon for the year ended 31st March, 2001 are annexed together with a statement made pursuant to Section 212 of the Companies Act, 1956.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION :

A statement giving details of conservation of energy, technology absorption and foreign exchange earnings and outgo in accordance with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 form part of this report as Annexure—A.

EMPLOYEES RELATIONS :

Employees Relations continued to be cordial throughout the year. The Directors appreciate the efforts put in by the employees at all levels.

There are no employees covered under Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended and hence no particulars are required to be furnished.

ACKNOWLEDGEMENT :

The Board of Directors of your Company place on record their gratitude and would like to thank Shareholders, Bankers, Foreign Collaborators, Customers and Suppliers for their support and co-operation.

For and on behalf of the Board

S. V. KABRA
Chairman

Mumbai, May 25, 2001

ANNUAL REPORT 2000-2001**ANNEXURE - I TO THE DIRECTORS' REPORT**

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS REQUIRED UNDER 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.

A. Conservation of Energy :

- Energy Conservation Measures taken : Continuous efforts are being made by the production team for conservation of energy. Heating time for trials, testing etc. is strictly monitored and certain savings are expected, but total impact of this cannot be measured.
- Additional investments and proposals, if any being implemented for reduction of consumption of energy : None
- Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods: With the implementation of the measures indicated in (a) above, it is expected that there would be a corresponding favourable impact on the energy cost per unit of production.

B. Technology Absorption :

Efforts made in technology absorption :

- Specific areas in which R & D carried out by the company :
 - For the first time in India, a new range of high output new generation HDPE Pipe Plants and Silicon-coated telecom pipe plants has been manufactured and marketed.
 - Similarly in PVC Pipe Plants, a new range of next generation very high output plants has been introduced.
- Benefits derived as a result of the above R & D :
Products range of the Company has been widened.
- Future plan of action : -
- Expenditure on R & D :
During the year, the company spent recurring amount of expenditure on R&D which have been included in the respective expenses heads. No separate account head for expenditure on R&D has been maintained.
- Technology Imported during the last 5 years.:

Technology for	Imported from	Year of import	Status
i) Manufacture of Twin Screw Plastic Extrusion Machinery, Single Screw Extruders for HDPE Pipes, Foam Core Pipes, Multilayer Pipes & Aluminium Composite Pipe System and Dies & Tooling for Window Profiles.	M/s. Battenfeld Extrusionstechnik GmbH, Germany	2000	Technology absorption is in progress.

C. Foreign Exchange Earnings and outgo :

	2000-2001 Rs. in lacs	1999-2000 Rs. in lacs
Foreign Exchange earned	1310.10	1283.70
Foreign Exchange used	219.88	144.76

For and on behalf of the Board

Mumbai, May 25, 2001

S.V. KABRA
Chairman