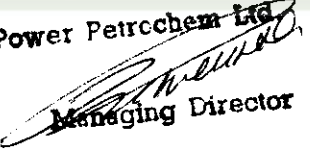


JAL HI POWER PETROCHEM LTD

9TH
ANNUAL REPORT
1999-2000

certified True copy

Jal Hi Power Petrochem Ltd


Managing Director

JAL HI POWER PETROCHEM LTD

NINTH ANNUAL REPORT

1999 - 2000

BOARD OF DIRECTORS : **MR. JAYESH THAKKAR - CHAIRMAN**
MR. DINESH PATIL
MR. JAGGUBHAI DARBAR
MR. SANTOSH KAHAR

REGISTERED OFFICE : **VILLAGE - TUNDAO**
AND FACTORY : **TALUKA - SAVLI**
DIST. : VADODARA

CORPORATE OFFICE : **GALAV CHAMBERS**
9TH FLOOR
OPP. SARDAR PATEL STATUE
SAYAJIGUNJ
BARODA - 390 005

AUDITORS : **M/S. AKSHAY SHAH & CO.,**
CHARTERED ACCOUNTANTS
KOTHI POLE, RAOPURA
BARODA - 390 001

BANKERS : **PUNJAB NATIONAL BANK**
MAHAJAN GALI - BARODA

DIRECTORS REPORT

To,
The Members of
JAL HI POWER PETROCHEM LTD

Your Directors present herewith their Ninth Annual Report alongwith the Audited Balance Sheet as at 31st March,2000 and the Profit and Loss Account for the year ended on that date.

FINANCIAL RESULTS :

	1999-2000	(RS. IN LACS) 1998-99
SALES	1177.32	825.67
OTHER INCOME	12.58	4.71
INCREASE/(DECREASE) IN STOCK	(8.35)	2.37
TOTAL EXPENDITURE	1191.28	760.14
PROFIT/(LOSS) BEFORE DEPRECIATION	(9.73)	72.61
DEPRECIATION	16.46	18.01
PRIOR PERIOD ADJUSTMENT	2.62	0.73
PROVISION FOR TAX	-	3.38
NET PROFIT/(LOSS) FOR THE YEAR	(28.81)	50.49
ADD BALANCE BROUGHT FORWARD FROM PREVIOUS YEAR	(54.58)	(105.07)
BALANCE CARRIED FORWARD TO THE BALANCE SHEET	(83.39)	(54.58)

DIVIDEND :

In view of loss during the year, your Directors do not recommend payment of dividend for the year 1999-2000

OPERATIONS :

During the year 1999-2000, the sales and other income of the Company amounted to Rs. 1181.55 lacs (P.Y. Rs. 832.75 lacs). After deducting therefrom the total expenditure of Rs. 1191.28 lacs (P.Y. Rs. 760.14 lacs), provision for depreciation Rs. 16.46 lacs (P.Y. Rs. 18.01 lacs), prior period adjustment Rs. 2.62 lacs (P.Y. Rs. 0.73 lacs) and tax provision Rs. nil (P.Y. Rs. 3.38 lacs), the net loss during the year amounted to Rs. 28.81 lacs as against net profit of Rs. 50.49 lacs in previous year. After adding thereto the balance brought forward from previous year Rs. 54.58 lacs, the deficit of Rs. 83.39 lacs was carried to Balance Sheet.

SHUT DOWN OF PLANT

Your Directors regret to report that following the cancellation of Licence issued by the District Supply Office, Baroda under the Essential Commodities Act, 1955 and the seizure order issued by the said Authority, the Plant at Village Tundao, Taluka Savli, Dist. Vadodara was ordered to be shut down effective from mid February, 2000, there has been no sales and income generation by the Company during the four months of the current year.

Your Directors are striving hard to see that the shutdown order was lifted by the said Authority as early as possible. Thus the Plant operations are totally closed and the production and sales activities of the Company have come to a grinding halt from mid February, 2000.

CHANGE OF NAME OF THE COMPANY

Members are aware that the Company did not engage in the past nor is engaged at present in the generation, distribution and supply of power/energy. The word "power" in the name of the Company used to create confusion and misunderstanding with the Administrative Ministry. Our concerned Ministry is Ministry of Petroleum and Fertiliser in the Central Government. The Company's application for Licence/Permission and other correspondence meant for Ministry of Petroleum and Fertilisers used to be diverted to the Ministry of Power and Energy because of the word "Power" in the Company's name. This created delays in obtaining Licence/Permission from the concerned Ministry.

Your Directors therefore decided to change the name of the Company to "ATREYA PETROCHEM LIMITED". The application for availability of new name for change of name has already been preferred to Registrar of Companies, Gujarat and ROC approval to such change of name is expected to be received shortly.

DIRECTORS

Mr. Jagdish Thakkar resigned as a Director of the Company w.e.f 30th December, 1999 due to preoccupation and personal reasons.

Your Directors have placed on record their appreciations of the services rendered by Mr. Jagdish Thakkar during his tenure as a Director of the Company.

Mr. Jaggubhai Darbar and Mr. Santosh Kahar were appointed by the Board as additional Directors w.e.f 30th December 1999 and 10th July, 2000 respectively, pursuant to Article 134 of the Articles of Association of the Company. Both these Directors hold the office of Director upto the date of the ensuing Annual General Meeting of the Company and are eligible for re-appointment. Your Directors recommend their appointment.

Mr. Dinesh Patil will retire by rotation at the ensuing Annual General Meeting of the Company and being eligible offers himself for re-appointment.

FIXED DEPOSITS :

The company has not accepted any deposits from public to which provisions of section 58 A of the Companies Act 1956 read with the Companies (Acceptance of Deposits) Rules 1975 as amended are applicable.

PARTICULARS OF EMPLOYEES :

None of the employees was in receipt of a total remuneration exceeding the limit prescribed in section 217 (2 A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules 1975 as amended and hence no particulars need to be given.

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

Particulars of Conservation of Energy, Technology, Absorption and Foreign Exchange Earnings and Outgo required to be disclosed pursuant to the provisions of section 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 are given below.

(a) Electricity

	Total Units	Total Amount	Cost per unit
	(Nos.)	(Rs.)	(Rs.)
Consumption of Electricity	1,15,461	6,58,311	5.70

(b) Energy Conservation :

The company has been very particular about conservation of energy. The company from time to time adopts the various devices to conserve the energy at all levels.

(c) Foreign Exchange Earning & Outgo :

	1999-2000 (Rs.)	1998-1999 (Rs.)
(i) Foreign Exchange Earned	NIL	NIL
(ii) Foreign Exchange Outgo	NIL	NIL

Y2K COMPLIANT

Your Directors wish to state that the Computers are used for Share Transfer and accounts package as well as office communications purposes only and the computer and software are with Y2K compliant and the company will not face any risk due to this factor.

PERSONNEL :

The relations between the Management and Employees remained cordial at all levels. Management wish to place on record their appreciations of the services rendered by all the employees and the members of the staff.

AUDITORS :

M/S Akshay Shah & Co. Chartered Accountants Baroda, the retiring Auditors of the Company holds office as Statutory Auditors until the conclusion of this Annual General Meeting of the Company and are eligible for re-appointment. You are requested to appoint them at the ensuing Annual General Meeting of the Company.

AUDITOR'S REPORT :

As regards observations made by Auditors in their report, the Notes on Account are largely self explanatory and no further explanations of the Board of Directors are called for.

ACKNOWLEDGEMENT :

Your Directors wish to place on record their appreciations for the co-operation and support received by the Company from Central and state govt. authorities, customers and suppliers and expect to receive the same co-operation in future.

Vadodara
26th August, 2000

By order of the Board
For and on behalf of
JAL HI POWER PETROCHEM LTD


(JAYESH THAKKAR)
Chairman.

Report

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AUDITORS' REPORT

TO
THE MEMBERS

JAL HI POWER PETROCHEM LIMITED

We have audited the attached Balance Sheet of JAL HI POWER PETROCHEM LIMITED as at 31st March, 2000 and also the annexed Profit & Loss Account for the year ended on that date and report that:

1. As required by the Manufacturing and other companies (Auditor's Report) order, 1988 issued by The Company Law Board in terms of Section 227 (4A) of the Companies Act, 1956, we annexed hereto a statement on the matters specified in paragraphs 4 & 5 of the said order.
2. Further to our comments in the Annexure referred to in paragraph 1 above, we report that:

* Reference is invited regarding Non-compliance with the provisions of the Companies (Appointment & Qualification of Secretary) Rules, 1988.

* Reference is invited regarding Non-compliance with AS-15 Accounting for Retirement Benefit in the Financial statement of employer.

In absence of information relating to liability thereto, effect of the same on Profit & Loss Account and Balance Sheet can not be ascertained.

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of the books.
- c) The Balance Sheet and Profit & Loss Account given with this report are in agreement with the books of accounts of the Company and comply with the Accounting Standard referred to in Section 211 (3c) of the Companies Act, 1956, except Accounting Standard II.

In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with and subject to the notes thereon give the information as required by the Companies Act, 1956 in the manner so required and give a true and fair view:

- (i) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2000.
- (ii) In the case of Profit and Loss Account, of the loss for the year ended on that date.

FOR AKSHAY SHAH & CO
CHARTERED ACCOUNTANTS

AKSHAY SHAH
PARTNER

M. NO. 32765

VADODARA

26TH AUGUST, 2000

