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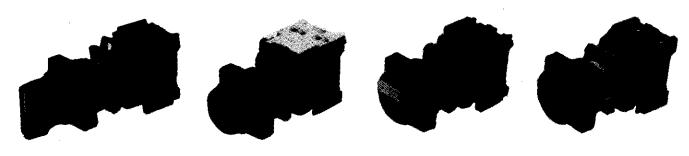
56th ANNUAL REPORT 1998-99

CERTIFI' D TRUE COPY

KAYCEE INCHISTRIES LTD.



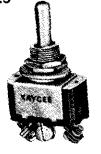
PUSH BUTTON - PILOT LAMPS - CONTROL UNITS



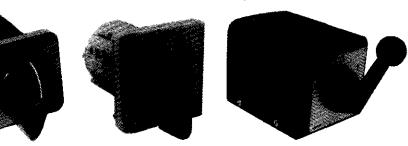
MICROSWITCHES



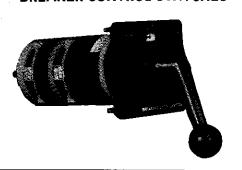
TOGGLE SWITCHES



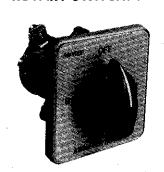
MOTOR CONTROL SWITCHES



BREAKER CONTROL SWITCHES



ROTARY SWITCHES







BOARD OF DIRECTORS

Naresh Chandra

Chairman & Managing Director

Niraj Bajaj

A. K. Jalan

S. K. Nevatia

Sopan Agarwal

FINANCE MANAGER

M.G. Gogate

BANKERS

Central Bank of India
Saraswat Co-operative Bank Ltd.

AUDITORS

N. D. Kapur & Co. Chartered Accountants

REGISTERED OFFICE

32, Ramjibhai Kamani Marg, Ballard Estate, Mumbai-400 001.

FACTORY

70, Lake Road, Bhandup, Mumbai-400 078.

NOTE:

56th Annual General Meeting at KAMALNAYAN BAJAJ HALL, BAJAJ BHAVAN, 226, Nariman Point, Mumbai 400 021. on Thursday, 29th July, 1999 at 4.30 p.m.

OFFICES

Bangalore, Calcutta, Delhi, Chennai.



DIRECTORS' REPORT

1. The Directors' present their 56th Annual Report and Audited Statement of Accounts for the year ended 31st March, 1999.

2. Financial Results:

rinanciai Results :	1998-99 Rupees	Previous Year Rupees
Turnover	11,29,50,013	11,60,86,983
Gross Profit	21,93,393	59,72,485
Depreciation	11,68,080	9,27,756
Profit before Taxation	10,25,313	50,44,729
Provision for Taxation	3,50,000	22,87,328
Balance Profit	6,75,313	27,57,401
Provision for doubtful Debts	_	43,855
Retained Profit brought forward	2,98,828	2,86,120
Balance transferred to General Reserve	3,50,000	20,00,000
Proposed Dividend	3,82,275	6,37,125
Provision for tax on dividend	42,051	63,713
Balance carried forward	1,99,815	2,98,828

3. Dividend:

3.1 In view of the profits made in the year the Directors are pleased to recommend a Dividend of 15% amounting to Rs. 3,82,275/- which if approved by the members at the Annual General Meeting of the Company, will be paid out of the profits of the year.

4. Performance of the Company:

4.1 Turnover of the Company for the year is Rs. 1129.50 lacs as compared to Rs. 1160.87 lacs for the previous year. Profits after tax amounted to Rs. 6.75 lacs as against Rs. 27.57 lacs in the previous year.

The general economy slowed down in the year under review. However, every effort is being made to improve the turnover and performance of the Company in the current year.

4.2 The export of the Company is Rs. 47.75 lacs as compared to Rs. 39.14 lacs in the previous year.

5. Pakistan Unit:

5.1 Pakistan Unit continues to be under the control and management of Pakistan Government. A statement of assets and liabilities of the Factory as on 30th June, 1964 has been annexed to the Balance Sheet. Since 30th June, 1964 no further statement of accounts have been received from the unit.

6. Deposits:

6.1 Deposits totalling Rs. 10,000/- due for repayment as on 31.3.1999 remained unclaimed.

7. Directors:

- 7.1 Shri Niraj Bajaj & Shri S. K. Nevatia are retiring at the 56th Annual General Meeting of the Company and being eligible, offer themselves for reappointment.
- 7.2 Your Director Shri S.R. Halbe resigned from the Board during the year. The Directors record their appreciation for services rendered by him during his association with the company.

8. Auditors Report:

8.1 Auditors have referred to Note No. 18 as appearing in Schedule No. 11 forming part of the accounts. In the opinion of the Directors this note is self explanatory and requires no further explanation.

9. Auditors:

9.1 You are requested to appoint Auditors for the year from the conclusion of the ensuing Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuncration.

10. Particulars of Employees:

10.1 Particulars required under Section 217(2-A) of the Companies Act, 1956 are given in the annexure, forming part of this report.

11. Environment safety and energy conservation:

11.1 As required by the companies (Disclosure of the Particulars in the Report of Board of Directors) Rules 1988 the relevant data pertaining to conservation of energy and technology absorption are given in the prescribed format as an Annexure to this report.

12. Y2K Compliance:

12.1 The company has achieved year 2000 (Y2K) compliance as on 31st MARCH 1999 for all its internal operations. The expenditure to ensure Y2K Compliance has no material financial impact.

13. Appreciation:

13.1 The Board wishes to place on record their appreciation of the services of workers, staff and Bankers who have contributed towards the working of the Company.

On behalf of the Board of Directors

MUMBAI NARESH CHANDRA

DATED: 31st May 1999 NIRAJ BAJAJ



ANNEXURE TO DIRECTORS' REPORT

Information as per Section 217 (1) (e) read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 and forming part of the Directors' Report for the year ended 31st March 1999.

A. Conservation of energy

a. Energy conservation measures taken: The requirement of power is not large and the position does not warrant any special conservation measures.

b. Additional investments and proposals, if any, being implemented for reduction of consumption of energy. : Nil

c. Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods. : Nil

d. Total energy consumption and energy consumption per unit of production.

: Not Applicable

B. Technology Absorption

e. Efforts made in technology absorption as per Form B.

: Form B attached

C. Foreign Exchange Earning and Outgo

f. Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services, and export plans.

The Company is continuously making efforts to increase the exports and during the year exports amounted to Rs. 47,75,246/-.

g. Total foreign exchange used and carned.

: Foreign Exchange used equivalent to Rs. 13,02,140/- Foreign Exchange earned Rs. 47,75,246/-.

FORM -B

Disclosure of particulars with respect to Absorption.

Research and Development (R & D).

1. Specific areas in which R & D carried

out by the company

: Micro Switches, Rotary Switches, and development of new products like Breaker

Control Switch, Push Buttons.

2. Benefits derived as a result of the

above R & D

: Improvements in existing products in quality

& performance.

3. Future plan of action

: Efforts will be continued to introduce new

products and to improve existing products.

4. Expenditure on R & D

a. Capital

: Nil

b. Recurring

: Rs. 1,38,707/-

c. Total

: Rs. 1,38,707/-

d. Total R & D expenditure as a

percentage of total turnover

: 0.12

Technology absorption, adaptation & innovation.

1. Efforts, in brief, made towards technology absorption, adaptation and innovation.

No technology has been imported by the Company over the last five years reckoned from the beginning of the financial year under reference. The Company is updating the existing technology. The Scope of innovation with existing range of products is limited.

2. Benefits derived as a result of the above: Nil efforts e.g. product improvement, cost reduction, product development, import substitution, etc.

3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished.

: Not Applicable

4. a. Technology imported

Not Applicable

b. Year of Import ^

: Not Applicable

c. Has technology been fully absorbed .: Not Applicable

d. If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action. : Not Applicable



BALANCE SHEET AS AT 31ST MARCH, 1999

					Previo		ous Year	
			Schedule	Rupees	Rupees	Rupees	Rupees	
I.	SO	URCES OF FUNDS:		_	_	-	-	
	1.	SHAREHOLDERS' FUND :						
		a) Share Capital	1	25,48,500		25,48,500		
		b) Reserves & Surplus	2	1,66,64,123		1,64,13,136		
					1,92,12,623		1,89,61,636	
	_							
	2.	LOAN FUNDS :	3					
		a) Secured Loans		1,91,15,035		1,71,16,036		
		b) Unsecured Loans		<u>24,60,000</u>		13,19,000	10105006	
					2,15,75,035		1,84,35,036	
		TOTAL			4,07,87,658		3,73,96,672	
H.		PLICATION OF FUNDS:						
	1.	FIXED ASSETS:	4					
		a) Gross Block		1,77,04,999		1,63,75,227		
		b) Less: Depreciation		1,22,42,454		1,16,36,184		
		c) Net Block		54,62,545		47,39,043		
		d) Building under Construction	1	19,205		19,205		
					54,81,750		47,58,248	
	2.	INVESTMENT:						
		(Other than Trade —						
		Unquoted at Cost)						
		(100 fully paid shares						
		of Rs. 10/- each of						
		Saraswat Co-op. Bank Ltd.)			10,000		10,000	
	_							
	3.	CURRENT ASSETS, LOANS						
		AND ADVANCES:	5					
		a) Inventories		3,00,40,853		2,74,31,384		
		b) Sundry Debtors		2,33,76,757		2,64,91,180		
		c) Cash and Bank Balances		13,75,018		10,75,245		
		d) Loans & Advances		83,02,799		77,77,120		
				6,30,95,427		6,27,74,929		
		Less: CURRENT LIABILITIE	S					
		AND PROVISIONS	6					
		a) Liabilities		2,31,43,564		2,55,85,700		
		b) Provisions		55,32,275		54,37,125		
				2,86,75,839		3,10,22,825		
		NET CURRENT ASSETS		,,·,	3,44,19,588	.,,,.	3,17,52,104	
					, , == ,= == ==		, , -,	
	4.	PAKISTAN BRANCH (NET)	7		8,76,320		8,76,320	
		TOTAL			4,07,87,658		3,73,96,672	
		TOTAL.	•		7,07,07,030		5,75,70,074	
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				for and on De	vait ot			
				KAYCEE IND				
As per our report of even date attached			_	ish &	- 1-en-	~ €		
For N. D. KAPUR & CO.				Mar	ish		- 1	
		d Accountants		· ·				

For N. D. KAPUR & CO.
Chartered Accountants

S.K. AGRAWAL Partner MUMBAI, 31st May, 1999

M. G. GOGATE Finance Manager

Managing Director NARESH CHANDRA Chairman & Managing Director

S. K. NEVATIA A. K. JALAN NIRAJ BAJAJ Directors