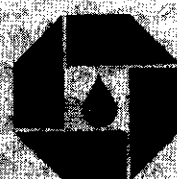


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Laffans

PETROCHEMICALS LIMITED

(AN ISO 9002 FIRM)

## **LAFFANS PETROCHEMICALS LIMITED**

### **BOARD OF DIRECTORS**

Shri Prem Seth	(Managing Director)
Shri Sandeep Seth	(Executive Director)
Shri Sanjay Khaitan	(Solicitor)
Shri Sanjay Seth	(Director)
Shri Jaideep Seth	(Director)

### **ADVISOR**

Shri H.R.Patankar

### **AUDITORS**

S.M.Kapoor & Co.

### **BANKERS**

Indian Overseas Bank  
Indian Bank  
Punjab National Bank

### **CORPORATE OFFICE**

10, Luthra Industrial Premises,  
Ground Floor, Andheri Kurla Road,  
Safed Pool, Mumbai 72.

## 8th Annual Report 1999-2000

**NOTICE :**

NOTICE is hereby given that the Eighth Annual General Meeting of Laffans Petrochemicals Limited will be held on 30th December 2000 at 3.00 P.M. at the Registered Office of the Company to transact following business.

1. To consider and adopt Profit and Loss Account for the year ended 30-9-2000 and Balance-Sheet as on that date together with Directors and Auditors Report thereon.
2. To reappoint a Director who retires by rotation and being eligible offers himself for reappointment.
3. To appoint auditors of the company who shall hold office from conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and fix their remuneration.

**SPECIAL BUSINESS :**

4. To consider and if thought fit to pass with or without modification the following resolution as a ordinary resolution. to give an effect for DEMAT of Equity Shares of the Company w.e.f. 25/9/2000.

"Resolved that pursuant to Section 31(1) and other applicable provisions, if any, of the Companies Act 1956(The Act), the Articles of Association of the Company be and hereby altered in the manner stated in Annexure, as an appendix to the 8th Annual Report"

"RESOLVED FURTHER THAT all the Articles of Association of the Company be renumbered accordingly so as to give effect to the alterations, stated in the Annexure, as appendix, to the 8th Annual Report.

BY ORDER OF THE BOARD

**SANDEEP SETH**  
(Executive Director)

**Place:**  
Registered Office  
Plot NO 321, GIDC  
Panoli, Tal. Ankaleshwar  
Dist. Bharuch. Gujrat.

**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/herself and the Proxy need not be a member of the Company.
2. The Proxy form duly signed should reach the Company's Registered office atleast 48 hours before the time fixed for the meeting.
3. Register of Members and Share Transfer Books of the Company shall remain closed from 26-12-2000 to 30-12-2000 (both days inclusive).
4. Shareholders seeking any information with regard to accounts are requested to write to the Company early so as to enable the management to keep the information ready.

BY ORDER OF THE BOARD

**SANDEEP SETH**  
(Executive Director)

**Place:**  
Registered Office  
Plot NO 321, GIDC  
Panoli, Tal. Ankaleshwar  
Dist. Bharuch. Gujrat.  
Date : 01/12/2000

**EXPLANATORY STATEMENT:**

Item NO (4)

The Company had received intimation from SEBI to Demat its shares & execute the Agreements with NSDL & CDSL & R&T agents by 25/9/00. The Company has already signed the Agreements and have handed over the Share Department work to M/S Big Share Co (R&T agents) w.e.f. 1/10/2000. The DEMAT facility to the shareholders have already been operational.

Consequent upon the Dematerialisation of Equity Shares, the Company is required to amend its Articles of Association, which is in the annexure, enclosed as an Appendix, to the 8th Annual Report of the Company.

BY ORDER OF THE BOARD

**SANDEEP SETH**  
(Executive Director)

**Place:**  
Registered Office  
Plot NO 321, GIDC  
Panoli, Tal. Ankaleshwar  
Dist. Bharuch. Gujrat.

**LAFFANS PETROCHEMICALS LIMITED****DIRECTORS REPORT :****TO THE MEMBERS**

Your directors have pleasure in presenting the 8th Annual Report with the Audited Accounts of the Company for the year ended 30th September 2000.

**FINANCIAL RESULTS**

	<b>(Rs in lacs)</b>	
	1-10-1999 TO 30-09-2000	1-10-1998 TO 30-09-1999
Gross Sales	5011.55	4944.74
Profit before depreciation and interest	400.43	596.91
Interest	37.56	93.97
Profit after Interest	362.87	502.94
Depreciation	74.72	60.99
Profit before Tax	288.15	441.95
Provision for Tax	20.00	38.00
Profit after tax	268.15	403.95
Balance in P&L Account	611.70	207.75
Balance C/fd	879.85	611.70
Balance available for appropriation	879.85	611.70
TRANSFER TO GENERAL RESERVE	400.00	
Balance C/D to B/Sheet	479.85	611.70

**FUTURE PROSPECTS**

The Company continues to maintain its leadership in its product ranges. It expects a spurt in the demand for its products with new expansions planned by its end use industry covering the Paint, Oil, Pharma and textile sectors.

**NEW PROJECT :**

The Company's Project under GIC finance is progressing well with -all major equipments ordered. The same is expected to commence as per schedule.

**DIVIDENDS**

Your Directors do not propose to declare a dividend due to commitments in its new project and lower level of borrowings from the institutions/banks."

**DIRECTORS**

Shri Sanjay Seth & Shri Sanjay Khetan ,retire by rotation and being eligible, offer themselves for reappointment.

**AUDITORS**

The Auditors, M/S S.M.Kapoor & Co,Chartered Accountants, retire at the conclusion of this Annual General Meeting and being eligible,offer themselves for reappointment.

**PERSONNEL.**

There is no employee drawing salary in excess of limits prescribed under section 217(2 A) of the Companies Act, 1956 read with the Companies Rules 1975, as amended.

**FIXED DEPOSITS**

Your Company has not accepted any deposit within the meaning of section 58 (A) of the Companies Act,1956 and the rules made there under. The Company did not accept or renew any deposits from the public.

**DEMAT OF SHARES:**

The Company has already signed agreements with NSDL/ CSDL & R&T Agents & have complied with SEBI's directives. All the Shareholders can have the DEMAT facility. The Company's shares are listed at Mumbai, Varodara, Ahemdabad, Delhi Stock Exchanges.

**CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION**

Information pursuant to Section 217(1)(e) of the Companies Act 1956 read with the companies (Disclosure of particulars in the report of Board of Director) Rules 1988 is annexed and forms a part of this report.

## 8th Annual Report 1999-2000

The Company has signed an Agreement with Gujrat Gas Co. Ltd to supply natural gas, as fuel for Boilers, and will result into significant cost savings.

### APPRECIATION

The Board of Directors of the Company take this opportunity to place on record its appreciation and sincere thanks to the valuable support given by various Government Departments Financial Institutions, Banks, Project consultants, Equipments suppliers and all others who have extended their full co-operation. The Board also wishes to place on record its appreciation for all the employees at all levels who have worked as an efficient team making a significant contribution to the project and to acheive its planned targets.

### ACKNOWLEDGEMENT

Your directors acknowledge with gratitude the co-operation and assistance given by the financial institutions/Bankers of the Company during the year ended 30th September 2000.

BY ORDER OF THE BOARD

**SHRI PREM SETH**  
(Managing Director)

**SHRI SANDEEP SETH**  
(Executive Director)

**SHRI SANJAY SETH**  
(Director)

Place: Mumbai  
Date : 01/12/2000

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**LAFFANS PETROCHEMICALS LIMITED****ANNEXTURE TO THE DIRECTORS REPORT:****PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURES OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988.****1. CONSERVATION OF ENERGY**

The Company has taken several measures for conservations of energy under its modernization programme which will also result in higher yields per unit cost. It has recently received an approval for exemption in Electrical duty for five years.

**FORM A****A. Disclosures of Particulars in respect of Conservation of Energy Consumption.**

	1999-2000	1998-99			
<b>1. ELECTRICITY</b>					
Units (in thousands)	2527.17	2333.54			
Total Amount (Rs in lacs)	98.16	95.63			
Rate/Unit (Rs)	3.88	4.09			
<b>2. OIL</b>					
(a) Consumed Units (in lacs)	22.12	16.86			
Total amount Rs in lacs	199.39	117.12			
Average rate (per 1 ltr)	9.01	6.96			
<b>3. GAS</b>					
(a) Consumed units	0.00	0.00			
(in thousand Kgs)					
Internal generation					
Total Amount	0.00	0.00			
b) Consumption per unit of production	N.A.				
Electricity (KWH)	Furnace Oil	Per unit	Units	Amount	Average
	1999-00	Rupees			
	Units	in lacs	in lacs	Rs in lacs	
Rate per MT	2527.17	98.16	22.12	199.39	9.01
Previous year	2333.34	95.63	16.86	117.12	6.94

**FORM B****II TECHNOLOGY ABSORPTION ADOPTION AND INNOVATION.****1. RESEARCH AND DEVELOPMENT**

The Company has continued to add more ethoxylated products for the Personal care, Terry Towel and Agro industry as a commitment towards new product development.

**III. FOREIGN EXCHANGE EARNINGS & OUTGOING**

Foreign Exchange Earnings were NIL (Previous Year Nil).

Foreign Exchange outgoings were Rs 3.71 lacs.

(Previous year Rs 13.67 lacs).

For and on Behalf of The Board of Directors.

SHRI PREM SETH SHRI SANDEEP SETH SHRI SANJAY SETH

Place : Mumbai  
Date : 01/12/2000

Managing  
Director

Executive  
Director

Director.