

**ANNUAL
REPORT
1998-99**

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MARDIA EXTRUSIONS LIMITED

MARDIA EXTRUSIONS LIMITED

19th Annual Report 1998-99

DIRECTORS :

Surendra Mardia Chairman
Ravindra Mardia
Jung Soon Jo

AUDITORS :

M/S SHYAM C. AGRAWAL & CO.
Chartered Accountants
3/910-L, Navjivan Society
Lamington Road,
Mumbai - 400 008.

BANKERS :

Dena Bank
Union Bank Of India

REGISTERED OFFICE :

Mardia House,
96, C. P. Tank Road,
Mumbai - 400 004.

WORKS :

1. J-55, MIDC Indl. Area,
Boiser, Tarapur,
Dist. Thane,
Maharashtra
2. 40A/47A Dhan Udyog,
Sahakari Sangh Indl. Estate,
Piparia, Silvassa (U.T.)

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MARDIA EXTRUSIONS LIMITED**NOTICE**

NOTICE is hereby given that the **NINETEENTH ANNUAL GENERAL MEETING** of the Members of **MARDIA EXTRUSIONS LIMITED** will be held on Monday, the 24th May 1999 at 3.00 P.M. at **96 C. P. Tank Road, Mumbai 400 004**, to transact the following business.

ORDINARY BUSINESS:

1. To consider and adopt the Balance Sheet as at 31st March, 1999 and the Profit and Loss Account of the Company for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Surendra Mardia who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

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 SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The instrument of 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. Members are requested to notify immediately any change in their address to the Company's Share Transfer division at the Regd. Office at Mardia House, 96, C.P. Tank Road, Mumbai 400 004, and quote their folio number in all their correspondence.
3. Members are requested to bring their copy of Annual Report at the Meeting and produce attendance slip at the entrance where Annual General Meeting will be held.
4. Register of members and Share Transfer Books of the Company will be closed from Monday the 17th May 1999, to Monday the 24th May 1999, both days inclusive.
5. Members seeking any information as regards to Accounts are requested to write to the Company atleast ten days in advance so as to enable the Company to keep the information ready.

By order of the Board of Directors

Place : Mumbai
Date : 22.04.1999

SURENDRA MARDIA
CHAIRMAN

Registered Office :
Mardia House
96, C. P Tank Road
Mumbai - 400 004.

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DIRECTORS' REPORT

To

The Members,

MARDIA EXTRUSIONS LIMITED

Your Directors have pleasure in presenting the NINETEENTH Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 1999.

FINANCIAL RESULTS:

	CURRENT YEAR	PREVIOUS YEAR
	(Rs. in Lacs)	(Rs. in Lacs)
OPERATING PROFIT/(LOSS) (PBIDT)	(28.19)	(73.94)
Interest & Financial Charges	105.88	166.58
PROFIT/(LOSS) BEFORE DEPRECIATION & TAXATION	(134.06)	(240.52)
Depreciation	50.51	43.98
PROFIT/(LOSS) BEFORE TAXATION	(184.57)	(284.50)
Provision for Taxation	0.00	0.00
NET PROFIT/(LOSS) AFTER TAX	(184.57)	(269.63)

Your Company has achieved another year of growth in performance, as a result of constant efforts at improvement in quality, reduction of overheads, and through stringent cost control measures. Your Company has suffered losses due to overall poor market conditions and non-availability of raw materials due to fluctuation in international copper prices.

DIVIDEND

In spite of management policy of rewarding the Shareholders with constant dividend, your Directors are constrained from recommending any dividend for the year ended 31st March, 1999.

OPERATIONS

During the year under review, your company has achieved a gross turnover of Rs. 78.66 lacs, as against Rs. 605.07 lacs for the previous year. However, in order to achieve higher sales and establish the Company's new products in the market, the company shall adhere to low margin, high turnover principle. The Company also trying to restart its Silvassa manufacturing facilities at the earliest. However due to heavy interest burden the company has suffered very badly. The company is also trying the hive off its Silvassa plant if it can repay its term loan liabilities.

PROMISE VS PERFORMANCE (IN TERMS OF CLAUSE 43 OF LISTING AGREEMENT)

The position of profitability projections in the prospectus dated 23.01.95 for public issue of equity shares as compared to the actual is as follows:-

Particulars	(Rs. in lacs)	
	Projections	Actual
Total Turnover	630.39	78.66
Profit after tax	307.17	(184.57)
E.P.S. (Rs.)	4.04	0

MARDIA EXTRUSIONS LIMITED**EXPLANATION FOR VARIATIONS**

- a) Low profitability due to introduction of new range products to capture and establish our market share.
- b) Erratic supply of raw material due to fluctuation in international market prices.

DIRECTORS

In accordance with the Provisions of the Companies Act, 1956, and Articles of Association of the Company Mr. Ravindra Mardia retires by rotation, at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

FIXED DEPOSITS

The Company has not accepted any deposits during the year within the meaning of Sections 58A of the Companies Act, 1956 read with the Companies (Acceptance of Deposits) Rules, 1975.

AUDITORS

M/s SHYAM C. AGRAWAL & COMPANY, Chartered Accountants, auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting. The Company has received a letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956. Accordingly, the said Auditors will be appointed as Auditors of the Company at the ensuing Annual General Meeting.

PARTICULARS OF EMPLOYEES :

No employee of the Company is covered under the provisions of section 217(2A) of the Companies Act, 1956, read with the Company's (Particulars of Employees) Amendment Rules, 1988.

DISCLOSURE OF PARTICULARS U/S 217 (1)(e) OF THE COMPANIES ACT, 1956

In accordance with the provisions of Section 217 (1)(e) of the Companies Act, 1956 the required information relating to conservation of energy, technology absorption and Foreign exchange earning and outgo is annexed to the report.

ACKNOWLEDGEMENT

Your Directors are pleased to place on record their appreciation of the value, contribution, devotion and sense of commitment extended by the employees of the Company, which inspires confidence to plan for greater accomplishments in the current financial year.

Your Directors would also like to place on record its sincere appreciation for the whole hearted support and contributions made by the various Financial institutions, Banks, Central, State Government and Local bodies, distributors, suppliers and other business associates towards conduct of efficient operations of your company.

For and on behalf of the Board

Place : Mumbai
Dated : 22.04.1999

SURENDRA MARDIA
CHAIRMAN

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ANNEXURE 'A' TO THE DIRECTOR'S REPORT

PARTICULARS REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF THE BOARD OF DIRECTORS) RULES, 1988.

FORM A

Disclosure of particulars with respect to conservation of energy.

A. Power and Fuel consumption	CURRENT YEAR	PREVIOUS YEAR
1) Electricity:		
a) Purchased		
Units (kwh)	165942	1,37,383.00
Total Amount	Rs. 875879	Rs. 6,79,558.00
Rate per unit	Rs. 5.27	Rs. 4.94

FORM B

Disclosure of particulars with respect to technology absorption

Research and Development:

No Research and Development activities have been carried out separately by the Company during the year. However, product cost reduction, quality improvement and automation are ongoing process alongwith regular production.

Technology Absorption:

The Company has not imported any technology during the year. However, the technology already imported has been fully absorbed by the Company.

C. FOREIGN EXCHANGE EARNING AND OUTGO.

The foreign exchange earnings during the year amounted to Rs. NIL on account of export of its products. The exchange outgo also amounted to Rs. Nil.

For and on behalf of the Board

Place : Mumbai
Date : 22.04.1999

SURENDRA MARDIA
CHAIRMAN

MARDIA EXTRUSIONS LIMITED

SHYAM C. AGRAWAL & CO.
CHARTERED ACCOUNTANTS

**3/910-L NAVJIVAN SOCIETY,
 LAMINGTON ROAD,
 MUMBAI - 400 008**

AUDITORS' REPORT

To
 The members of
MARDIA EXTRUSIONS LIMITED

We have audited the attached Balance sheet of **MARDIA EXTRUSIONS LIMITED**, as at 31st March, 1999 and the Profit and Loss account for the year ended on that date annexed thereto and report that :

1. As required by the manufacturing and other Companies (Auditors' Report) order, 1988 issued by the Company Law Board in terms of section 227(4A) of the Companies Act, 1956, we give in the annexure a statement on the matters specified in the paragraph 4 and 5 of the said order.
2. Further to our comments in the annexure referred to in paragraph (1) above, we state that :
 - i) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - ii) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of such books.
 - iii) In our opinion and to the best of our information and according to the report are in agreement with the books of account maintained by the company.
 - iv) a) Liability for retirement benefits has neither been actuarially determined nor any provision has been made in accordance with AS-15 issued by the institution of Chartered Accountant of India. (Refer Note No. 6)
 - b) No Independent confirmation of balances of Sundry Debtors, Sundry Creditors, Loans and Advances to other parties have been produced before us and consequential impact of any could not be ascertained, (Refer Note No.3)
 - c) Subject to forgoing in our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the companies Act, 1956, in the manner so required and give a true & fair view :-
 - (i) In so far as it relates to the balance sheet, of the state of affairs of the company as at 31st March, 1999.
 - (ii) In so far as it relates to the profit and loss accounts, of the "LOSS" of the company for the year ended on the date.

For SHYAM C. AGRAWAL & CO.,
Chartered Accountants

Place : Mumbai
Dated : 22.04.1999

S. C. AGRAWAL
(Proprietor)