Annual Report (2002-2003)

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Annual Report (2002-2003

Board of Directors

Mahavir N Sundrawat, CMD

Mukesh N Sundrawat

Sharad H Jagisot

Auditor

Ms, Surendra Kumar Jain & Company

Chartered Accountants

Ahamadabad

Banker's

Punjab National Bank

State Bank of Bikaner & Jaipur

State Bank of India

Registered Office

4 & 5, Near Advani Oeirlicon,

Bhandup (W), Mumbai

400078

Warks

5 & 6 (A), Road No 04, Dahod Road, Inds.

Area, Banswara, Rajasthan 327001

Registrar

Ms, R & D Consultants Limited; 6th Floor, 610, Dalamal Towers, Nariman Points, Mumbal 400021 Phone 022/ 22834347, 22834374

Fax Number 022/ 22855759

Email: Hideons avant Het

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Notice

Notice is hereby given that, 11th Annual General Meeting of the Company, will be held on Wednesday 17th September 2003 at "Pravasi" Netaji Subhash Chandra Marg, Mulund [West] Mumbai to transact following business.

- 01, To receive, consider and adopt the Balance Sheet as at 31st March, 2003 and the Profit & Loss Account for the year ended on that date and the reports of the Directors & Auditors thereon.
- 02. To appoint a Director in place of Mr. Sharad H Jagisot, who retire by rotation and offer himself for reappointment.
- 03. To appoint Auditors, and to fix their remunerations.

By order of the Board.

(Mahavir N Sun<mark>drawat)</mark> Managing Director

Place: Mumbai

Date: Monday, 04th August, 2003

Notes:

- 01. A member entitled to attend and vote is entitled to appoint one or more proxie (s) to attend and vote instead of himself, and a proxy need not be a memebr of the Company.
- 02. The Register of the member and Shares Transfer Book of the Company will remain closed from 10.09.2003 to 17.09.2003 (both days inclusive).
- 03. Shareholders, holds shares in identical names, in more than one folios, are requested to apply for consolidations of folios and send relevant shares certificates to Registrar for consolidations.
- 04. Members desiring any informations as regarding to the accounts are requested to write to the Company at-least 7 days in advance, enable the management to keep the information ready.

By order of the Board.

Mahavir N Sundrawat (Managing Director)

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Director's Report

Dear Members.

Your Directors have pleasure in presenting their Eleventh Annual Report of the Company together with the Audited Accounts of the Company for the financial year ended as on 31.03.2003.

Financial Results:

The financial results of the Company for the year under review are summarized as under.

| | | | (Rs in Lacs) |
|--------------------------------|---------------------|---------------------|---|
| Item | As on 31.03.2003 | As on 31.03.2002 | |
| Turnover | 80.61 | 79.59 | e de la companya de La companya de la co |
| Other Income | 01.98 | 27.40 | |
| Profit (Loss) before taxations | 04.07 | 06.75 | |
| Balance b/f from last year. | (67.52) | (78.38) | |
| Extraordinary Items | 00.00 | 04.11 | |
| Carried to Balance Sheet | (63.44) | (67.52) | |
| | | · | . v |

Dividends:

In view of accumulated losses your Directors are unable to declare any dividends.

Operations:

The Company manage to come out from the losses despite recessionary phases. And, now the focus is shifted towards further consolidations on all corners.

Fixed Deposits:

The Company has not accepted any deposits from public in the year under review.

Responsibility Statement:

The Director's Confirm:

- a) that in the preparation of the annual accounts, the applicable accounting standards have been followed and that no material departures have been made from the same.
- b) that they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
- c) that they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities:
- d) that they have prepared the annual accounts on a going concern basis.

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Statutory Informations:

i) Since, no employee's covered under Section 217(2A), of the Companies Act, 1956 the information required under Section is not given.

ii) Conservations of Energy, Technology, Foreign Exchange Earnings:

Information pursuant to Section 217(1) of the Companies Act, 1956 read with Companies (Disclosures in Report of the Board of Directors) Rules 1988 are as follows.

| A. Power Consumptions: | As on | As on |
|------------------------|------------|------------|
| Item | 31.03.2003 | 31.03.2002 |
| Units | 492928 | 541068 |
| Total Amount | 2541591 | 2866710 |
| Rate/Unit | 05.16 | 05.30 |

B. Technology:

Latest technology has been adopted in the plant to maximize productions, yields, better quality with minimum consumptions of energy.

C. Foreign Exchange Earnings and Outgo:

There in no inflow or outflow of foreign exchange during the year.

Director's:

Mr. Sharad H Jagisot Director of the Company, is retire by rotation and is eligible offer himself for reappointment.

Auditor's

Ms, Surendra Kumar Jain & Company, retire and are eligible for appointment as Auditors.

Employee's Relations:

Relations between the management and employees remain cordial during the year under review. The Director's place on records their appreciations of the efficient and loyal services rendered by the employee's at all levels.

Acknowledgement:

The Director's wish to express their deep appreciations and gratitudes to Banker's, Financial Institution's and all central and state level departments for their valued supports.

For & on behalf of the Board.

(Mahavir N Sundrawat)
Managing Director

Place: Mumbai

Date: Monday, 04th August, 2003

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Corporate Governance

Your Company is in process of complying with all material features of the Corporate Governance Code as per Clause 49 of the Listing Agreement.

A. Mandatory Requirements.

1. Company's Philosophy on Corporate Governance.

Corporate Governance is the combination of voluntary practices and compliances with the laws and regulations leading to effective control and management of the organizations. Good Corporate Governance leads to long term shareholders value and enhances interest of other stakeholders.

2. Board of Directors

The constitution of the Board is given below.

| Name of the Director | Executive / Non Exec. / Independent | No of other Membership of other Directorship Board Committees | |
|----------------------|-------------------------------------|---|--|
| Mahavir N Sundrawat | Executive | Nil | |
| Mukesh N Sundrawat | Executive | Nil | |
| Sharad H Jagisot | Non executive | 1 | |
| Dilatat II Gagisot | Itom executive | | |

Attendance of Directors at Board Meeting and last Annual General Meeting.

The Board of the Company met six times during the last financial year, on following dates.

| 26th April, 2002 | 25th July, 2002 |
|--------------------|--------------------|
| 30th July, 2002 | 16th August, 2002 |
| 29th October, 2002 | 31st January, 2003 |

The attendance in the Board meetings and last Annual General Meeting were as under.

| Name of Director | Board Meetings. | | AGM |
|---------------------|-----------------|--------------------|-----|
| | Attended | Held during Tenure | |
| Mahavir N Sundrawat | 6 | 6 | Yes |
| Mukesh N Sundrawat | 3 | 6 | Yes |
| Sharad H Jagisot | . 6 | 6 | No |

3. Remuneration of Directors.

Mr. Mukesh N Sundrawat and Mr. Sharad H Jagisot is not drawing any remuneration from the Company, whereas Mr. Mahavir drawing a notional amount for carrying out day to day activities.