

growth & globalization

# On the fast track...

Report

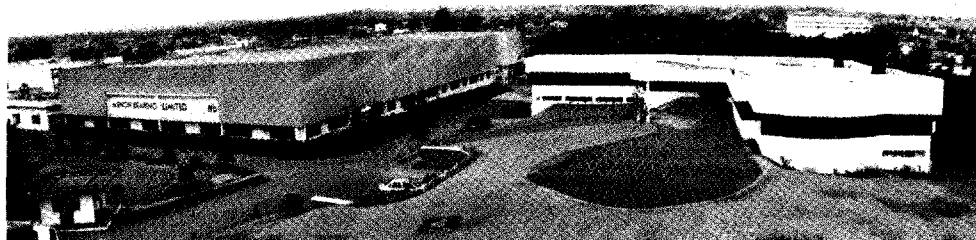


14<sup>th</sup>

Annual Report  
2004-2005



Menon Bearings Ltd.



Menon Bearings Ltd.'s state of the art production facility at Kolhapur.

## contents

Board of Directors	01
Performance Highlights At a Glance	02
Notice	04
Proxy & Attendance Slip	05
<b>Financial Statements of Menon Bearings Ltd</b>	<b>7</b>
Report of the Directors	09
Report on Corporate Governance	13
Auditors Certificate on Corporate Governance	17
Auditors Reports	18
Annexure to Auditors Report	19
Balance Sheet	21
Profit & Loss Account	22
Cash Flow Statement	23
Schedules A to R	24
Schedule R	29
Other Notes	31
Balance Sheet Abstract & General Business Profile	35
<b>Consolidated Financial Statements of Menon Bearings Ltd.</b>	<b>36</b>
Auditors Reports to Consolidated Financial Statements	38
Consolidated Balance Sheets	39
Consolidated Profit & Loss Account	40
Consolidated Cash Flow Statement	41
Significant Accounting Policies	48
Notes to Accounts	49
Statement pursuant to section 212	52
<b>Financial Statements of Menon Alkorp Pvt. Ltd.</b>	<b>54</b>
Board of Directors	56
Reports of the Directors	57
Auditors Report	59
Annexure to Auditors Reports	60
Balance Sheet	61
Schedules A to H	62
Schedule H	64
Balance Sheet Abstract & General Business Profile	66

# the board of directors

**RAM MENON** Chairman  
**SACHIN MENON** Director

**R. D DIXIT** Vice Chairman & Managing Director  
**NITIN MENON** Joint Managing Director  
**T. K. GUHA** Executive Director  
**KUMAR NAIR** Director

**AUDITORS** M/s. P. M. VARDHE & CO.  
Chartered Accountants, Kolhapur

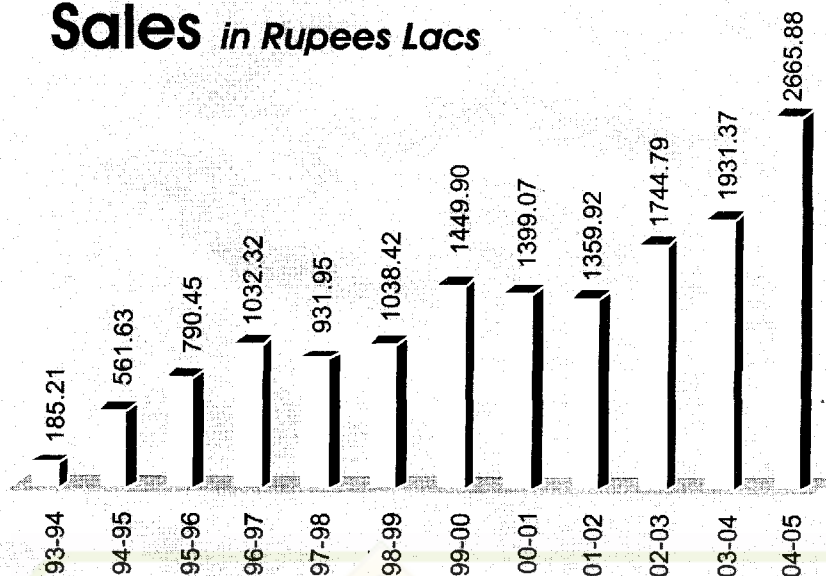
**AMOL PURANDARE** Asst. Company Secretary

**BANKERS** UTI Bank Limited, Kolhapur

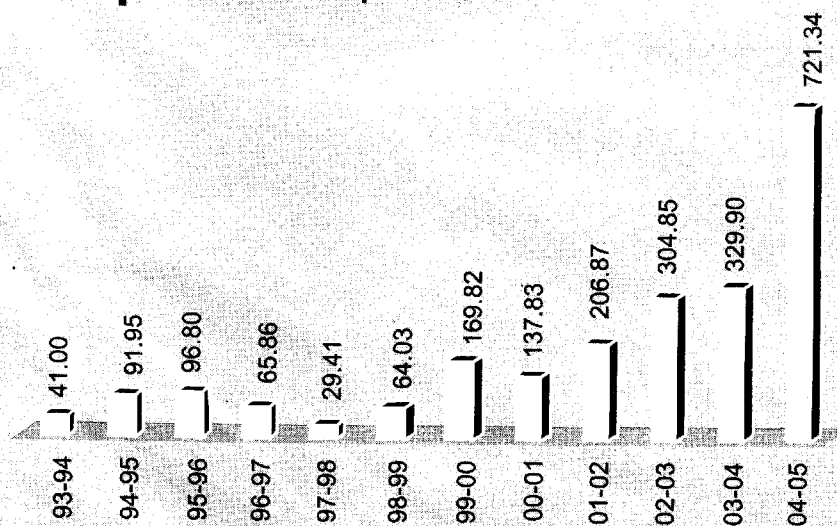
**REGISTERED OFFICE**  
G-1, MIDC, Gokul Shirgaon, Kolhapur 416 234

page 1

## Sales *in Rupees Lacs*



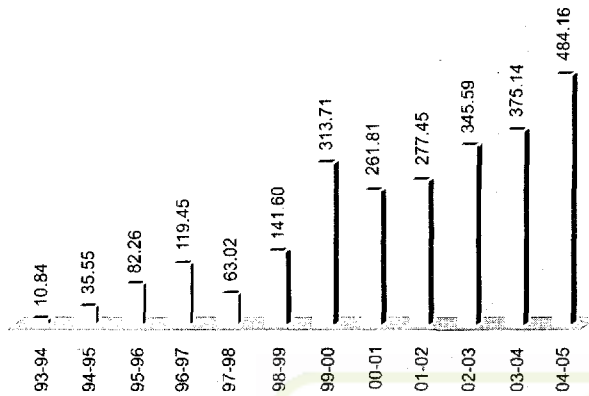
## Exports *in Rupees Lacs*





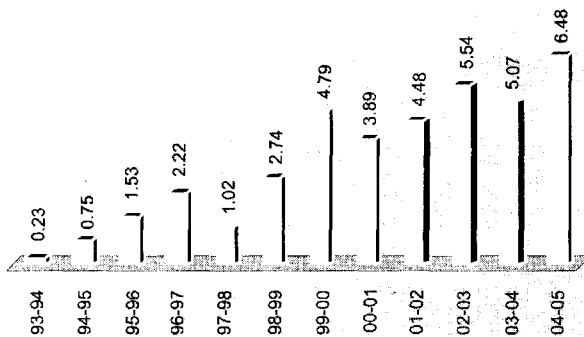
consistent  
performance

### Profit Before Tax *in Rupees Lacs*



Current Year

### Earning Per Share *in Rupees*



**Sales Up**

**38.03 %**

**Rs. 26.65 Cr.**

**Exports Up**

**122.00 %**

**Rs. 7.21 Cr.**

# Notice

14th AGM of  
Menon Bearings Ltd.



MENON BEARINGS LIMITED

Regd Office: G-1, MIDC, Gokul Shirgaon, Kolhapur 416234

## NOTICE

Notice is hereby given that the Fourteenth Annual General Meeting of the Company will be held on Saturday, the 6<sup>th</sup> August, 2005 at 10.30 a.m. at the Registered Office of the Company at G-1, MIDC Gokul-Shirgaon, Kolhapur to transact the following business:

### Ordinary business

- 1) To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March 2005 and the profit and Loss Account for the year ended 31<sup>st</sup> March 2005 and the report of the Directors and of the Auditors.
- 2) To declare a dividend.
- 3) To appoint a Director in place of Mr. Sachin Menon, who retires by rotation and being eligible offers himself for reappointment.
- 4) To appoint M/s P. M. Vardhe & Co., Chartered Accountants, as Auditors to hold office from the conclusion of this Annual General Meeting up to the conclusion of next Annual General Meeting and to fix their remuneration.

### Special Business

- 5) To consider and, if thought fit, to pass, with or without modification, the following resolution as

#### Ordinary Resolution:

RESOLVED THAT Mr. Kumar Nair who was appointed as an Additional Director of the company from 20<sup>th</sup> January, 2005 by the Board of Directors and holds office upto the date of this Annual General Meeting under Section 260 of the Companies Act, 1956 (the Act) read with Article 130 of the Articles of Association of the Company, but being eligible, offers himself for reappointment and in respect of whom the company has received a notice in writing under Section 257 of the Act from a shareholder signifying his intention to propose Mr. Kumar Nair as a candidate for the office of director, be and is hereby appointed as a Director of the Company and whose term of office shall be liable to determination by retirement of the directors by rotation."

Kolhapur

Date: 08-05-2005

For Menon Bearings Ltd.

Ram Menon

Chairman

**Notes: : 1.) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM, 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) The register of the members and the share transfer register of the company will remain closed from 24/07/2005 to 06/08/2005. (Both days inclusive).

3) Consequently upon the amendment to Section 205A of the Companies Act, 1956 and insertion of Section 205C by the Companies (Amendment) Act, 1999, the amount of dividend remaining unpaid or unclaimed for a period of seven years shall hereafter have to be transferred to the Investor Education and Protection Fund. Shareholders are requested to kindly note the same.

4) As per requirement of SEBI and Mumbai stock exchange, the Company has dematerialized its shares from April 2001.

5) The company has appointed following Registrar and Share Transfer Agents:

Intime Spectrum Registry Ltd.

C-13, Pannalal Silk Mills Compound,

LBS Marg, Bhandup (W),

Mumbai 400078. Ph. (022) 55555367/68

Shareholders are requested to approach above Registrars for share transfer / transmission / change of address / dematerialization etc.

**Explanatory Statement pursuant to Section 173 (2) of the Companies Act, 1956**

#### Resolution 5:

Mr. Kumar Nair was appointed as an Addition Director of the Company with effect from 20<sup>th</sup> January, 2005 in the meeting of the Board of Directors held on 20<sup>th</sup> January, 2005 and holds office only upto the date of this Annual General Meeting. Notice in writing under Section 257 of the Companies Act, 1956 has been received from a shareholder signifying his intention to propose Mr. Kumar Nair as a candidate for the office of Director. Further particulars regarding Mr. Kumar Nair are given in para 1.2.1. of the Report on Corporate Governance. The Board recommends the above appointment of Mr. Kumar Nair. Except Mr. Kumar Nair no Directors are interested in the resolution.

Notice

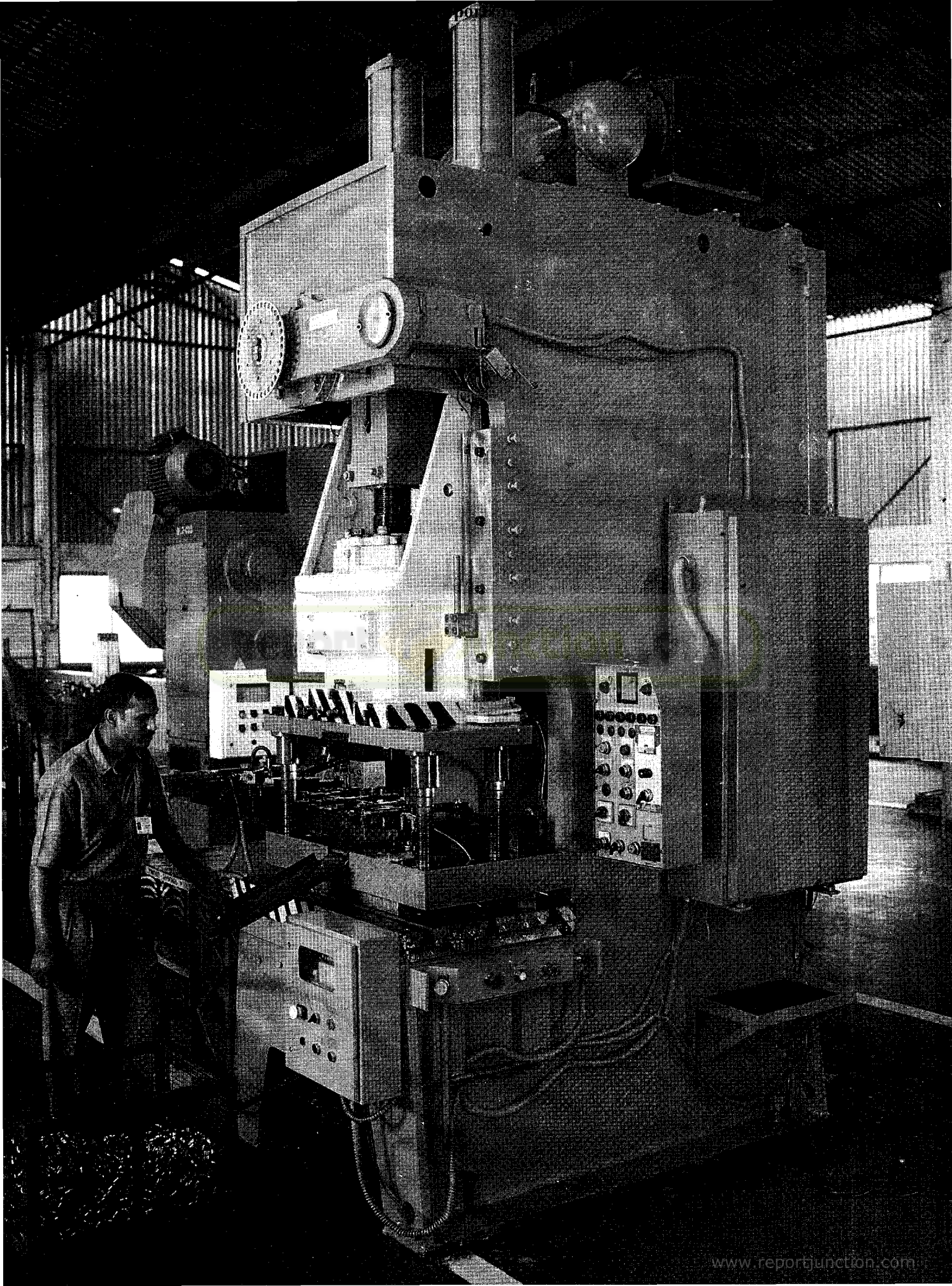
14th  
Annual  
General  
Meeting

financial  
statements

Menon  
Bearings  
Ltd.

page 4













**MENON BEARINGS LIMITED**

Regd. Office : MIDC, Gokul - Shirgaon, Kolhapur - 416234

### PROXY

I / We \_\_\_\_\_

Of \_\_\_\_\_ being a member / members of Menon

Bearings Limited hereby appoint

Mr. / Mrs. \_\_\_\_\_

of \_\_\_\_\_

or failing him

Mr. / Mrs. \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy to attend and vote for me / us on my / our behalf

at the 14th Annual General Meeting of the company to be held

on 6th August 2005 at 10.30 A. M. and any adjournment thereof

Signed \_\_\_\_\_

This \_\_\_\_\_

day of \_\_\_\_\_ 2005.

Affix  
30 paise  
Revenue  
Stamp

Members' Folio Number :

No. of Shares held :

DP ID :

Client ID No. :



**MENON BEARINGS LIMITED**

Regd. Office : MIDC, Gokul - Shirgaon, Kolhapur - 416234

### ATTENDANCE SLIP

( To be handed over at the entrance of the meeting hall )

I hereby record my presence at the 14th Annual General Meeting of the Company to be held at the Registered Office of the company on Saturday the 6th of August 2005 at 10.30 A. M.

NAME OF THE ATTENDING MEMBER ( In Block letters )

NAME OF THE PROXY ( To be filled in if the proxy attends instead of the members ) ( in block letters )

Signature of the Member / proxy \_\_\_\_\_

Members' Folio Number :

No. of Shares held :

DP ID :

Client ID No. :

#### Notes :

1. Shareholders / proxy holders are requested to bring the attendance slip with them duly completed when they come to the meeting and hand them over to the gate after affixing signatures on them.
2. The proxy form must be deposited at the Registered Office of the company G-1, MIDC, Gokul - Shirgaon, Kolhapur - 416234, not less than 48 hours before the time for holding the meeting.



# financial statements

Menon Bearings Ltd



Menon Bearings Ltd.

