

MD	<input checked="" type="checkbox"/>		BKC	<input checked="" type="checkbox"/>
CS	<input checked="" type="checkbox"/>		DPY	<input type="checkbox"/>
RO	<input checked="" type="checkbox"/>		DIV	<input type="checkbox"/>
TRA	<input checked="" type="checkbox"/>		AG	<input checked="" type="checkbox"/>
AGM	<input checked="" type="checkbox"/>		SHI	<input checked="" type="checkbox"/>
YE	<input checked="" type="checkbox"/>			<input checked="" type="checkbox"/>

NATRAJ PROTEINS L I M I T E D

Report



Certified True Copy

For NATRAJ PROTEINS LTD.

[Signature]
Director

7TH ANNUAL REPORT 1997-98

Report  junction.com

BOARD OF DIRECTORS

: Surendra Singh Arora
(Managing Director)
J.P. Agrawal
(Whole Time Director)
Kailash Chand Sharma
(Whole Time Director)
Sharad Jain
(Whole Time Director)
Dr. D.K. Sharma
M.R. Agrawal
S. Ramji
(Nominee, IDBI)

AUDITORS

: Bhutoria Ganesan & Co.
Chartered Accountants
Bhopal

COMPANY LAW ADVISOR

: D.K. Jain & Co.
Company Secretaries
Indore (M.P.)

BANKERS

: Central Bank of India

REGISTERED OFFICE

: Gandhi Nagar, Itarsi (M.P.) 461111

FACTORY

: Nagpur-Kalan
Ordinance Factory Road,
Itarsi (M.P.)

NATRAJ PROTEINS LIMITED**NOTICE**

NOTICE is hereby given that 7th Annual General Meeting of the Members of the **NATRAJ PROTEINS LIMITED** will be held at the Factory premises of the Company at, Nagpur-Kalan, Ordinance Factory Road, Itarsi (M.P.) on Saturday, the 26th day of September, 1998 at 2.00 P.M. to transact the following business:

I. ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet and Profit & Loss Account of the Company for the year ended 31st March, 1998 together with the report of the Directors & Auditors thereon.
2. To appoint a Director in place of Shri J.P. Agrawal, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Dr. D.K. Sharma, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration.

Certified True Copy

BY ORDERS OF THE BOARD
For, **NATRAJ PROTEINS LIMITED.**

Place: Bhopal

Dated: 22nd August, 1998

For **NATRAJ PROTEINS LTD.**

Signature
Director

SURENDRA SINGH ARORA
Managing Director

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 and the proxy need not be a Member. Proxy in order to be effective must be received by the Company not less than 48 hours before the Meeting.
2. Register of Members and Share Transfer Book of the Company shall remain closed from 26.09.1998 to 30.09.1998 (both days inclusive) Last date for payment of call money have been extended by the Board till 30.09.1998, Members are requested to please pay their out standing call money within the extended period.
3. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays between 11.00 A.M. to 1.00 P.M.
4. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting so that the information required may be made available at the Meeting.
5. The Company shall make available transport facilities from Itarsi to factory premises for attending the Annual General Meeting.



ANNUAL REPORT 1997-98

DIRECTOR'S REPORT TO THE MEMBERS

The Directors have pleasure in presenting their 7th Annual Report on the business and operation of the Company together with the Audited Balance Sheet & Profit and Loss Accounts for the year ended 31st March, 1998.

FINANCIAL RESULTS :

	(Rs. in lacs)	
	1997-98	1996-97
Profit before Depreciation	108.89	90.60
Less: Depreciation	56.25	59.91
Profit Before Tax	52.64	30.69
Provision for taxation	5.55	4.20
Provision for income tax relating to earlier year	9.00	-
Profit available for appropriation	38.09	26.49
Balance c/f to Balance Sheet	38.09	26.49

DIVIDEND:

The Company proposes to plough back the profits to strengthen the financial base. Hence your Directors do not recommend dividend for this year.

REVIEW OF WORKING :

During the year under review the Company has achieved the turnover of Rs. 7935.51 Lakhs compared to 8235.62 Lakhs in the preceding year. However, the net profit of the Company has increased from Rs. 26.49 to Rs. 38.09 Lakhs, during the year under review.

During the year under review the sentiments in the market were depressed. Crisis in the South East Asian countries continues, political uncertainty further resulted in the loss of confidence to the investors. Industrial growth during the year was only 5% as compared to 11% during 1995-97. In the soya unit there was low parity of the realisation as a whole, which also effected net profit of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION :

CONSERVATION OF ENERGY:

1. Power and Fuel Conservation:	Year ended	
	31.3.98	31.3.97
i) Electricity :		
a) Units (in KW)	1289997	1907500
b) Total amount (Rs. in lacs)	46.27	73.14
c) Rate per KW (in Rs.)	3.58	3.83
ii) a) Coal (Qty. in MT)	8499.507	8533.455
b) Total cost (Rs. in lacs)	107.11	144.96
c) Average rate per M.T.(in Rs.)	1260.17	1347.17
2. Consumption per unit of Production: Production in M.T.		
a) Crude Oil	11240.450	10943.538
b) Refined Oil	8241.895	9371.816
c) De-oiled Cake	50661.460	50626.428
d) Acid Oil	600.200	497.540
e) Gums	1972.850	2010.134
f) Fatty Acid	28.070	35.575

Consumption:

Seed (MT)	62620.942	60790.257
-----------	-----------	-----------

NATRAJ PROTEINS LIMITED



TECHNOLOGY ABSORPTION

The technology selected by your Company for solvent plant and refinery is well proven within the country and the Company is making all the efforts to update its technology. The Company had also established a laboratory for Research & Development facilities as well as quality control purpose.

FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year, your Company has made exports through the export houses. There are no direct export earnings and there is no out flow of foreign exchange.

COMPANY UNDER THE SAME MANAGEMENT/SUBSIDIARY COMPANY:

There is no Company under the same management as defined under Section 370 (1B) of the Companies Act, 1956.

HOLDING & SUBSIDIARY COMPANY

The Company do not have any subsidiary and it is also not a subsidiary of any other holding Company as defined under the Companies Act, 1956.

LISTING OF SHARES:

The Company's equity shares are listed with The M.P. Stock Exchange (Regional), The Stock Exchange, Ahmedabad, & The Stock Exchange, Mumbai. During the year under review, Shares of the Company were traded and there was no suspension of trading. The Company had also paid annual listing fee to all these exchanges.

STATEMENT UNDER CLAUSE 43 OF THE LISTING AGREEMENT:

The comparison between the projections in terms of prospectus dated 10.1.1995 and actuals for the year 1997-98 is given below.

	(Rs. in Lakhs) 1997 - 98	
	Projected as per Prospectus.	Actual
<u>Operations :</u>		
Gross Turnover	3,998.55	7,935.51
PBIDT	366.02	285.37
Profit After Tax	166.96	38.09

The Company has achieved about 200% of projected turnover but profit were lower due to increase in cost of Raw Material and lower margin.

PARTICULARS OF EMPLOYEES:

Particulars of the employees as required under Section 217 (2A) of the companies Act, 1956 read with the Companies (Particulars of the Employees) Rules 1975 are not applicable since, none of the employee of the company is drawing more than Rs. 3,00,000 P.A. or Rs. 25,000 per month for the part of the year.

DIRECTORS

Shri J.P. Agrawal and Shri D.K. Sharma, retires by rotation at the ensuing Annual General Meeting and being eligible offers themselves for re-appointment.



ANNUAL REPORT 1997-98

FIXED DEPOSITS :

To meet out the Financial requirements the Company has accepted fixed deposits on private placement and the necessary formalities have been complied with. There is no matured outstanding public deposits as on 31st March, 1998.

AUDITORS REPORT :

The comment in the Auditors report are self explanatory and need no comments.

AUDITORS :

M/S Bhutoria Ganeshan & Company, Chartered Accountants, the Auditors of the Company hold office up to the conclusion of ensuing Annual General Meeting, and being eligible have offered themselves for re-appointment. The Board recommends the re-appointment of M/s Bhutoria Ganeshan & Company, Chartered Accountants as the Auditors of the Company. The Company has also received a certificate from the auditors to the effect that their re-appointment if made, would be in accordance with the provisions of section 224(1-B) of the Companies Act, 1956.

INDUSTRIAL RELATIONS :

Relation between the workers and management remained cordial during the year. There has been no loss of production on account of Industrial relations.

ACKNOWLEDGEMENT :

Your Directors would like to express their appreciation for devotion and sincerity in the services rendered by the employees of the Company for its continuous growth and success. Your Directors are also thankful to the IDBI, the Central Bank Of India, and the Members of the Company for their faith and confidence in the Management of the Company. Lastly your Directors also place on record their sincere thanks to all the Govt. Authorities, Railway Department for their valuable support.

Certified True Copy
 For NATRAJ PROTEINS LTD.
 JMD
 Director

For & On Behalf of the Board

Place : Bhopal
 Dated : 22nd August, 1998

S.S. ARORA
 Chairman