

*6th
Annual Report
1998-1999*



NCJ INTERNATIONAL LIMITED

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BOARD OF DIRECTORS

**SH. SUNIL JAIN
SH. BIPIN AGARWAL
SH. RAJKUMAR AGARWAL**

AUDITORS

**ANILPRAHLAD & COMPANY
RDC-131/RAJ NAGAR,
BEHIND HOTEL MELA PLAZA
GHAZIABAD (U.P.)**

BANKERS

**CITI BANK
JEEVAN BHARATI BUILDING,
CONNAUGH CIRCUS,
NEW DELHI-110 001.**

**STATE BANK OF MYSORE
ANTRIKSH BHAVAN,
K.G. MARG,
NEW DELHI-110 001.**

REGISTERED OFFICE

**G-55, ROYAL PLACE, 1ST FLOOR
LAXMI NAGAR
DELHI-110 092.**

SHARE TRANSFER AGENT

**SRG INFOTECH LTD.
"DEVRAHA HOUSE" A-256
INDUSTRIAL AREA, PHASE-I
OKHLA, NEW DELHI-110020**

NCJ INTERNATIONAL LIMITED

NOTICE

Notice is hereby given that the 6th Annual General Meeting of the Members of the Company will be held on Thursday 30th September 1999 at 09.30 A.M. at G-55, Royal Place, 1st Floor, Laxmi Nagar, Delhi-110092. to transact the following business:

As Ordinary Business

1. To receive, consider and adopt Company's audited profit and Loss Account for the period ended 31-3-1999 and the Balance Sheet as at that date and the reports of Director's & Auditor's there on.
2. To appoint a director in place of Sh. Sunil jain, who retires by rotation and being eligible offer himself for reappointment.
3. To consider and if thought fit to pass with or without modification the following resolution as an ordinary resolution:-

"Resolved That M/S Anil Prahlad & Co., Chartered Accountants the retiring auditor's of the company be and are hereby re-appointed to hold such office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the board of director's of the company."

Special Business

4. To consider and if thought fit to pass with or without modification of following resolution as an ordinary resolution:-

"Resolved That pursuant to section 257 of the companies act, 1956 Mr. Raj Kumar Agarwal be and is hereby appointed a director of the company liable to retire by rotation."

By Order of the Board

**Place : Delhi.
Date : 1-09-1999.**

**(Bipin Agarwal)
Director**

NCJ INTERNATIONAL LIMITED**Notes:**

1. Members entitles to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy not be a member. Proxy in order to be effective must be deposited at the company's Registered office not less than 48 hours before the meeting.
2. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company during the office hours on all working days between 11.00 A.M. and 1.00 P.M. upto the date of Annual General Meeting.
3. Members/ Proxies should bring the attendance slip duly filled in for attending the meeting.
4. The register of Members shall remain closed on 24th September to 30th September 1999 (both days inclusive).
5. Shareholders seeking any information or having any query with regard to accounts are requested to write to the Company seven days in advance so as to enable the management to keep the information ready.
6. Members/Proxies are requested to bring copy of the Annual Report withthem as no copies of the report will be distributed at the meeting.

Annexure to Notice

In term of section 173 (2) of the companies Act 1956, the following Explanatory statement sets out all material facts relating to special business at Item no. 4 of the accompanying notice dated 1.09.1999.

Item No. 4

The company has received a notice alongwith a deposit of RS. 500/- under section 257 (1) of the companies Act 1956, in writing from a member proposing the candidature of Shri Raj Kumar Agarwal for the office of director liable to retire by rotation vide Article No. 85 of the Article of Association of the company.

None of the Director Except Shri Raj Kumar Agarwal is interested or concerned in the said appointment.

By Order of the Board

Place : Delhi.
Date : 1-09-1999.

(Bipin Agarwal)
Director

NCJ INTERNATIONAL LIMITED**DIRECTORS' REPORT**

Dear Members,

Yours Directors have pleasure in presenting the 6th Annual Report of the Directors of the Company together with the Audited Accounts of the Company for the period ended 31-3-1999.

Financial Results:

	1998-99 (Rs.)	1997-98 (Rs.)
TOTAL INCOME	5938046	571010
PROFIT/LOSS BEFORE DEPRECIATION	854283	(1127458)
DEPRECIATION	3525	3927
PROFIT/LOSS BEFORE TAX	850758	(1131385)
PROVISION OF TAXATION/DOUBTFUL DEBTS	852390
PROFIT/LOSS AFTER TAX	850758	(1983775)

Dividend:

Taking into consideration the increased activities of the company your Directors propose to plough back the available funds for the operation of the company hence no dividend has been recommended during the year.

Working Results:

As the capital market and financial sectors remain depressed for most of the year your company suffered losses mainly on the investments made during the earlier year. The primary market continued to be sluggish through out the year. Your Company could not do much. Due to above factor the Company is not much interested in Non-banking financial activities. So the board has decided to withdraw the registration to carry on business of non-banking financial business w.e.f. 10th Sep., 1998. The company has plan to do software business in the future and opening of training institution for providing software training to students.

Y2K Compliance

The company was fully conscious of the potential threat of Y2K problem. As majority of our systems were quiet recent they were made Y2K complaint without any major cost. All our functions and operations are therefore now Y2K compliance.

Future Planning:

The company has plan in order to diversify the activities and to improve the business of the company and with a view to avail the new opportunities and business trend in the coming year particularly millennium year it has been decided to enter into the business of high growth areas by undertaking the activities of Information technologies and its related business of software, computer and other allied articles and merchandise etc.