

**20TH ANNUAL REPORT  
2001-2002**

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***POLYGENTA TECHNOLOGIES LTD***

**(Formerly Maskara Industries Ltd)**

128, Jolly Maker Chambers 2, Nariman Point, Mumbai - 400 021.

**POLYGENTA TECHNOLOGIES LIMITED**

**BOARD OF DIRECTORS** : Shri Santosh Kumar Maskara (Chairman)  
Shri Subodh Maskara (Managing Director)  
Shri Dineshchand Sharma (IFCI Venture Capital Nominee)

**BANKERS** : **Dena Bank**  
**Union Bank of India**  
**State Bank of Bikaner and Jaipur**

**REGISTERED OFFICE** : 128, Jolly Maker Chambers II,  
Nariman Point,  
Mumbai - 400 021.

**FACTORY** : A - 5/4, MIDC,  
Murbad,  
District - Thane (Maharashtra).  
  
265/2, 266, Village - Avankhed,  
Taluka - Dindori,  
District - Nashik.

**AUDITORS** : M/s Lodha & Company  
Chartered Accountants,  
40, Hamam Street,  
Mumbai - 400 023.

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**POLYGENTA TECHNOLOGIES LIMITED****NOTICE**

**NOTICE** is hereby given that the Twentieth Annual General Meeting of Members of Polygenta Technologies Limited will be held on 30th July 2002 at the Corporate office of the Company at 2nd Floor, Gandhi Mansion, Bomanji Master Street, Kalbadevi, Mumbai- 400 002 at 11.00 a.m. to transact the following business :

**Ordinary Business : -**

- 1) To consider and adopt the Directors Report and the Audited Profit and Loss Account for the year ended March 31, 2002 and the Balance Sheet as on that date.
- 2) To appoint Director in place of the Mr. Santosh Kumar Maskara, who retires by rotation and being eligible, offers himself for re-appointment.
- 3) To appoint Auditors and fix their remuneration.

**Special Business : -**

- 4) To consider and if thought fit, to pass with or without modification, the following resolution as ORDINARY RESOLUTION, RESOLVED that pursuant to the provisions of sections 309 and 310 of the Companies Act, 1956 and pursuant to the provisions of Schedule XIII of the Companies Act, 1956 and other provisions of the Articles of Association of the Company, the remuneration of Mr. Subodh Maskara, Managing Director of the Company be and is hereby increased to Rs. 75,000/- (Rupees Seventy Five Thousand only) per month and total amount of other perquisites be and is hereby increased to Rs. 25,000/- (Rupees Twenty Five Thousand only) per month which includes furnished accommodation or house rent in lieu thereof, gas, electricity, water and furnishings, medical reimbursements and leave travel concessions for self and family, medical and personal accident insurance, children's education, club fees etc. with other terms and conditions of the appointment remaining unchanged, with effect from 1st April 2002 which together with the total remuneration received by the Managing Director shall not exceed the limits specified in Schedule XIII of the Companies Act, 1956.

By order of the Board

Mumbai  
Date : 29th June 2002

**Santosh Maskara**  
Chairman

**NOTES :**

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll instead himself and the proxy need not be a Member. Proxies in order to be effective must be received by the Company not later than 48 hours before the meeting.
2. Members are requested to notify immediately any change in their addresses.
3. Shareholders desiring any information as regards the accounts are requested to write to the Company at an early date, so as to enable the management to keep the information ready.
4. The Record Date fixed by the Company is 30th July 2002.

**ANNEXURE TO NOTICE (EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 : -**

1. **Item No. 4 :-** It is proposed to increase the remuneration and perquisites given to Mr. Subodh Maskara Managing Director of the Company to Rs. 75,000/- (Rupees Seventy Five Thousand) and Rs. 25,000/- (Twenty Five Thousand) per month respectively, with other terms and conditions of the appointment remaining unchanged. The recommendation is made on the performance evaluation made by the Remuneration Committee of the Company.

Mr. Subodh Maskara, being Managing Director of the Company is interested in the resolution to the extent of remuneration payable to him. No other Director is concerned or interested in the proposal.

The Board of Directors therefore recommend the shareholders approval of items of the notice.

**POLYGENTA TECHNOLOGIES LIMITED****DIRECTORS' REPORT**

To,  
The Members of  
Polygenta Technologies Limited,

The Directors have pleasure in presenting to you the Twentieth Annual Report and Audited Accounts for the accounting year ended March 31, 2002.

**1. FINANCIAL RESULTS**

	<b>2001-2002 Rs.</b>	<b>2000-2001 Rs.</b>
Sales & Other Income	470,826,499	21,556,487
Loss before Depreciation & Interest	(11,110,472)	(53,749,137)
Less: Depreciation	31,812,401	31,753,915
Borrowing Cost	156,906,578	128,992,852
Profit / Loss before tax	(199,829,451)	(214,495,904)
Provision for Wealth tax	7500	10,000
Loss for the Year	(199,836,951)	(214,505,904)
Income tax for earlier years	—	(218,476)
Transfer from General Reserve	—	—
Transfer from Investment Allowance Reserve	—	1,000,000
Balance of loss b/f from earlier previous year	(409,826,265)	(196,101,885)
<b>Balance of loss carried to the B/S</b>	<b>(609,663,216)</b>	<b>(409,826,265)</b>

**2. DIVIDEND**

In view of the losses during the year, your Directors do not recommend declaration of dividend for the year ended March 31, 2002.

**3. OPERATIONS AND PROJECTS****a) Murbad Unit :**

During the year under review, the operations of Murbad unit has continued to be under temporary closure. The Management will continue to reassess the options periodically and in case there is a significant change in the market condition, the management may restart the operations. However the Company is also evaluating the option of liquidating the said assets to reduce its secured loans.

**b) Polyester (PET) Chips Project :**

The PET chips project continues to be under temporary closure and the Management is formulating a comprehensive technical and financial restructuring plan. In the mean while the Company has initiated Arbitration proceeding against M/s Karl Fischer for failure to comply with product and performance guarantees. The Company is very confident of a favorable award.

**c) Electronic Division :**

With a view to diversify revenue stream the Company has invested to set up manufacturing capabilities for making televisions. During the year the Company has been able to enter into supply contracts with most of the major Companies and are a preferred OEM for western India.

**4. EXPORTS**

During the year under review, foreign exchange earnings were made by way of commission received from the parties for the services provided. There were no exports of goods during the year.

**5. DISCLOSURE OF PARTICULARS**

Information as per the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 relating to conservation of energy, research & development, technology absorption, foreign exchange earnings and outgo are given in Annexure 'I' forming part of this report.

**6. PARTICULARS OF EMPLOYEES**

Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended, is not applicable to the Company as there are no employees drawing remuneration of more than Rs. 24,00,000/- per annum.

**7. DIRECTORS**

In accordance with the provisions of the Companies Act, 1956 and the Articles of Association of the Company Mr. Santosh Kumar Maskara retire by rotation and being eligible, offer himself for re-appointment.

**8. DIRECTORS' RESPONSIBILITY STATEMENT**

The statement as required under Section 217 (2AA) of the Companies Act, 1956 is given in Annexure 'II' forming part of this Report.

**9. AUDITORS**

Messer's. Lodha & Co, Auditors of the Company retire and are eligible for reappointment. Members are requested to appoint Auditors and to fix their remuneration.

**10. AUDITORS REPORT**

The qualifications given in the auditors report are self explanatory and are further explained in detail in the notes to the accounts given in Schedule '18' therefore do not call for any further comments.

**11. FIXED DEPOSITS**

The Company has not accepted renewed any deposits from the public during the year.

**12. REGISTRATION WITH BIFR**

The accumulated of your company as per the audited accounts for the year ended 31st March 2002 amounted to Rs. 6,096.63, which exceeds the net worth of the Company amounting to Rs. 2,225.07 lacs your Company is registered with Board for industrial finance and reconstruction.

**13. INSURANCE**

The Company has insured its assets with the insurance companies.

**14. CORPORATE GOVERNANCE**

Your Company has complied with the Corporate Governance requirements stipulated under Clause 49 of the Listing Agreement. Report on Corporate Governance is annexed as Annexure 'III' forming part of this Report.

**POLYGENTA TECHNOLOGIES LIMITED****15. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Management Discussion and Analysis Report as required under the Listing Agreement with the Stock Exchange is annexed as Annexure 'IV' forming part of this Report.

**16. INDUSTRIAL RELATIONS**

Cordial Industrial relations continued to prevail throughout the financial year under review.

**17. ACKNOWLEDGEMENT**

The Board wishes to place on record its appreciation of the valuable co-operation extended to the Company by the employees of the Company, Government Departments, Lending Institutions, Bankers, Suppliers and Customers for their support in the times of difficulty faced by the Company.

**FOR AND ON BEHALF OF THE BOARD**

Place : Mumbai **SANTOSH KUMAR MASKARA**  
Dated : 29th June, 2002. **CHAIRMAN**

**ANNEXURE 'I' TO DIRECTORS' REPORT**

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

**1. CONSERVATION OF ENERGY**

- (a) **ENERGY CONSERVATION MEASURES TAKEN**
  - Reducing the maximum demand by evenly distributing the loads through out the day and increasing the efficiency of plant and equipment.
  - Implementation of sequential start-up of various air compressors.
  - Incentives for employees for energy saving.
- (b) Additional Investments & Proposals, if any, being implemented for Reduction of Consumption of Energy: Nil.
- (c) The adoption of energy conservation measures indicated above will result in savings in the cost of production in the coming years.
- (d) Total energy consumption and energy consumption per unit of Production as per Form A for disclosure of particulars w.r.t. Conservation of Energy.

**PART 'A'****I. Power and Fuel Consumption**

	Current Year	Previous Year
<b>1. a) Electricity</b>		
Purchased Units (in Lacs)	N A	6.10
Total Amount (Rs. in Lacs)	N A	47.67
Per Unit (Rs.)	N A	7.81
<b>b) Own Generation</b>		
Through Diesel Generator		
Units (Lacs)	0.89	1.56
Units per unit of fuel	3.02	3.80
Cost/Units (Rs)	7.57	3.47
<b>2. L.D.O.</b>		
Purchased Units (K.Ltrs.)	0.03	0.41
Total Amount (Rs. in Lacs)	6.74	5.42
Average rate per Ltr (Rs.)	22.85	13.22

<b>3. Furnace Oil</b>		
Purchased Units (K.Ltrs.)	N A	0.51
Total Amount (Rs. in Lacs)	N A	5.14
Per Unit (Rs.) (Per K.Ltrs.)	N A	10.08

**Part 'B'****Consumption per unit of Production**

	2001-02	2000-01
<b>Electricity (KWH)</b>		
Texturising / Twisting	N.A	N.A.
PET Chips / POY	N.A	0.88
Television	0.25	N.A.

**Note:** The Company manufactures different product mix and separate power meter are not installed for each product. Hence actual consumption for each product is not available.

**Foreign Exchange Earnings and Outgo :**

	2001-02	2000-01
<b>Total Foreign Exchange</b>		
Earned (Rs)	4,833,827	7,934,697
Total Foreign		
Exchange used (Rs)	10,949,097	42,016

**3. TECHNOLOGY ABSORPTION ADAPTATION AND INNOVATION : NIL**

**FOR AND ON BEHALF OF THE BOARD**

Place : Mumbai **SANTOSH KUMAR MASKARA**  
Dated : 29th June, 2002. **CHAIRMAN**

**Disclosure as per Clause 31 of the Listing Agreement**

The equity shares of the Company are listed on the Stock Exchange, Mumbai. The Company has paid the annual listing fees to the said exchange.

**ANNEXURE 'II' TO DIRECTORS' REPORT**

Directors' Responsibility Statement as required under section 217(2AA) of the Companies Act, 1956 (The Act):

- (i) That in the preparation of the annual accounts for the Year ended March 31, 2002, the applicable accounting standards have been followed. There are no material departures from the applicable accounting standards;
- (ii) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that year;
- (iii) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors had prepared the annual accounts on a going concern basis.

**FOR AND ON BEHALF OF THE BOARD**

Place : Mumbai **SANTOSH KUMAR MASKARA**  
Dated : 29th June, 2002. **CHAIRMAN**

**POLYGENTA TECHNOLOGIES LIMITED****ANNEXURE III****REPORT ON CORPORATE GOVERNANCE****(1) Company's Philosophy on Corporate Governance Code**

The Company's philosophy on Corporate Governance is sustained growth, transparency, disclosure, internal controls and internal and external communications, and high standards of accounting fidelity. The Company also complies with the listing requirements of the stock exchange where its shares are listed. The following is a report on the status and progress on major aspects of Corporate Governance.

**(2) Board of Directors**

The Composition of the Board of Directors of the Company meets the stipulated requirements

Name of Director(s)	Category of Directorship	No. of other directorship	No. of Committee membership in all companies	No. of Board Meetings attended	Attendance at last AGM
Mr.Santosh Maskara, Chairman	Non- Executive	6	2	6	Yes
Mr. Subodh Maskara Managing Director	Executive	5	Nil	6	Yes
Mr. M P Mehrotra * Director	Non-Executive Independent	-	Nil	Nil	No
Mr. Dineshchand Sharma, Nominee Director (IFCI-Venture Capital)	Non-Executive Independent	5	2	2	Yes
Mr. T B Sinha ** Director	Non-Executive	-	Nil	Nil	No

\*\* Mr. T B Sinha's resignation was accepted by the Board of Directors of the Company with effect from 30/4/2001.

\* Mr. M P Mehrotra's resignation was accepted by the Board of Directors of the Company with effect from 29/6/2002.

There were Six Board meetings held during the year ended 31.03.2002. These were on 03.04.2001, 31.07.2001, 05.09.2001, 29.10.2001, 31.01.2002 and 28.02.2002. The last Annual General Meeting (AGM) was held on 30.04.2001.

**3. Audit Committee**

Since the Company has three Directors only the Audit Committee constituted consists of all the three Directors which includes one executive Director. The said committee was set up by the Board of Directors on 22.04.2001. Terms of Reference of the Audit Committee are as per the guidelines set out in the listing agreements that inter alia, include overseeing financial reporting processes, reviewing with the management the financial statements, accounting policies and practices, adequacy of internal control systems, adequacy of internal audit function and discussion with internal auditors on any significant findings, financial and risk management policies. During the year ended 31.03.2002, three Audit Committee meetings were held. These were held on 31.07.2001, 29.10.2001 and 31.01.2002.

Name of Director	Profession	No. of meetings attended
Mr. Santosh Maskara (Chairman)	Industrialist	3
Mr. Subodh Maskara	Industrialist	NIL
Mr. Dineshchand Sharma	Service	3



**POLYGENTA TECHNOLOGIES LIMITED****4. Shareholders Grievance Committee**

The Board has constituted a "Shareholders Grievance Committee" on 22.04.2001 which looks into shareholders and investors grievances. Composition and attendance at the meeting of the said Committee are as under :

Name of Director	No. of meetings attended
Mr. Dineshchand Sharma-Chairman	3
Mr. Santosh Maskara	3

There were three Committee meetings held during the year ended 31.03.2002. These were on 31.07.2001, 31.01.2002 and 28.2.2002.

Number of shareholders complaints received during the year were one, the same was satisfied within one month. The Company has furnished necessary information/ documents to the shareholders. Number of pending share transfer as on 31.03.2002 was nil. Presently, Company Secretary is the Compliance Officer of the Company.

**5. General Body Meetings**

The last Annual General Meetings was held at 2nd Floor, Gandhi Mansion, Bomanji Master Street, Kalbadevi, Mumbai - 400 002 and the two Annual General Meetings earlier to the previous year at 128, Jolly Maker Chamber II, Nariman Point, Mumbai - 400 021. as per details given below :

Year	Day	Date	Time
1999	Friday	29.10.1999	10.00 a.m.
2000	Saturday	02.09.2000	10.00 a.m.
2001	Monday	30.04.2001	10.00 a.m.

No Resolution was put through postal ballot last year.

**6. Disclosures**

There are no transaction, carried out during the year with any related parties i.e. Promoters, Directors, Relatives, Subsidiary, or Management.

The Company has complied with the requirements of Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets during the last three years. No penalties or strictures have been imposed on the Company by the said authorities.

**7. Means of Communication**

The quarterly results are usually published in Free Press Journal (English Newspaper) and Navshakti (Marathi Newspaper).

**8. General Shareholder Information****A. 20th Annual General Meeting - Day, Date, Time and Venue**

Day	Date	Time	Venue
Tuesday	30/7/2002	11.00 am	2nd Floor, Gandhi Mansion, Bomanji Master Street, Kalbadevi, Mumbai - 400 002.

**B. Financial Calendar**

**Financial Year** 1st April to 31st March

**Adoption of Quarterly****Results for quarter ending :**

June, 2002	Last week of July, 2002
September, 2002	Last week of October, 2002
December, 2002	Last week of January, 2003
March, 2003	Last week of April, 2003

**Annual Book Closure** 26.8.2002 to 29.8.2002 (Both days inclusive)

**Dividend Payment Date** Not Applicable as no dividend is recommended.

**C. Listing on Stock Exchanges** : The Stock Exchange, Mumbai  
**Stock Code** : 514486

**D. Market Price Data :**

Month	Bombay Stock Exchange		BSE Sensex	
	High	Low	High	Low
March 2002	11	11	3,758.27	3,454.27

The Company's shares were not traded on the Stock Exchange on daily basis hence the high and low prices of the shares are given as and when the shares were traded.

**E. Registrar & Transfer Agents :**

The Company has appointed M/s Mondkar Computer Services Pvt Ltd as Share Transfer agents.

**F. Share transfer System :**

With a view to expedite the process of share transfers, the Board of Directors has delegated the power of share transfer to Share Transfer agents. The shares for transfer received in physical mode by the Company, are transferred expeditiously.

**G. Dematerialisation of Shares**

The shares of the Company are not covered under compulsory demat. The Company's has entered into a contract with CDSL as on 31st March, 2002. ISIN no is INE44/D01012.

**H. Shareholding Pattern as on 31.03.2002 :**

Category	No. of Shares	%
Promoters	34,51,600	17.76
Bodies Corporate	56,32,800	28.99
NRIs/OCBs	52,93,788	27.25
Banks, Financial Institutions	5,08,580	2.62
Mutual Funds	30,00,000	15.44
Public	15,42,420	7.94
<b>Total</b>	<b>1,94,29,188</b>	<b>100.00</b>

**POLYGENTA TECHNOLOGIES LIMITED****I. Distribution of Shareholding as on 31st March, 2002**

Share Holding of Nominal Value of		Share Holders		Share Holdings		Share Amount	
Rs.	Rs.	Number	% of Total	Holdings	% Total	Rs.	% Total
1		2	3	4	5	6	7
Upto	5,000	993	81.081	1,53,450	0.790	1,534,500	0.790
5,001 -	10,000	72	5.878	60,400	0.311	604,000	0.311
10,001 -	20,000	35	2.857	57,500	0.296	575,000	0.296
20,001 -	30,000	25	2.041	67,300	0.346	673,000	0.346
30,001 -	40,000	7	0.571	26,500	0.136	265,000	0.136
40,001 -	50,000	7	0.571	33,500	0.172	335,000	0.172
50,001 -	1,00,000	24	1.959	2,05,200	1.056	2,052,000	1.056
1,00,001 and above		62	5.061	1,88,25,338	96.892	188,253,380	96.892
<b>TOTAL</b>		<b>1225</b>	<b>100.000</b>	<b>19429188</b>	<b>100.000</b>	<b>194291880</b>	<b>100.000</b>

**Liquidity of Shares :** The Equity Shares of the Company are included under Z category at The Stock Exchange, Mumbai.

**9. Plant locations :**

Gate No. 266, Village - Avankhed, Taluka - Dindori, Dist - Nashik - 422 201.

**10. Address for Correspondence:**

The shareholders may address their communications/suggestions/grievances/queries to :

The Company Secretary,  
Polygenta Technologies Limited  
2nd Floor, Gandhi Mansion,  
Bomanji Master Street, Kalbadevi,  
Mumbai - 400002

OR

The Registrar and Transfer Agents  
M/s. Mondkar Computer Services Pvt Ltd.  
25, Shakil Niwas, Mahakali Caves Road,  
Andheri (East), Mumbai - 400 093.

**11. Remuneration Committee**

The Board has constituted a "Remuneration Committee" on 28.02.2002 with mandate to review and recommend/approve remuneration payable to the Managerial Personnel. Composition of the committee is as under :

**Name of Directors :-**

Mr. Dineshchand Sharma (Chairman)  
Mr. Santosh Maskara

**12. Auditors' Report on Corporate Governance :****CERTIFICATE**

To the Members of  
**Polygenta Technologies Ltd.**  
Mumbai

We have examined the compliance of conditions of corporate governance by Polygenta Technologies Ltd., for the year ended on 31st March, 2002, as stipulated in clause 49 of the Listing Agreement of the said company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement. Since the Company has three Directors only, Audit Committee constituted consists of all the three Directors which includes one executive Director which is non-compliance with the requirements of Listing Agreement with the Stock Exchange such as that interalia it does not have minimum two independent Directors.

We state that no investor grievance is pending for a period exceeding one month against the company as per the records maintained by the Shareholders/ Investors Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For and on behalf of  
**For LODHA & COMPANY**  
**CHARTERED ACCOUNTANTS**

**(N KISHORE BAFNA)**  
**PARTNER**  
Mumbai

Dated: 29th JUNE, 2002.



**POLYGENTA TECHNOLOGIES LIMITED****ANNEXURE IV****MANAGEMENT DISCUSSION AND ANALYSIS REPORT**✓ **Industry Structure and Developments:**

Most brands are now outsourcing production to manage their costs, logistics, market response time and product mix. To capitalize on this growing trend, the Company has positioned itself to be the leading OEM (Original Equipment Manufacturer) supplier in India.

During the first year of operation the Company has been able to establish supply contracts with leading brands like BPL, SHARP, LG etc.

✓ **Opportunities :**

India represents an excellent potential for growth due to the following reasons :

- A) Very low levels of television penetration as compared to similar economies in Asia;
- B) Proliferation of television channels delivering good source of entertainment;
- C) Rapid penetration of cable network across the length and breadth of India to deliver content to houses.

Keeping in mind the expected rate of growth of the industry the Company expects to double the last years performance and position itself as a formidable player in this segment.

✓ **Risks and Concerns:**

The management and the workers at the shop floor share a vision that the Company intends to become one of the leading OEM (Original Equipment Manufacturers).

The major concern with respect to the business of the Company is to increase the production capacity in view of the growing demand of the requirements of existing clients and the association with new reputed clients. The Company is in the process of devising a detailed analysis of the total requirements in accordance of every aspect of the manufacturing line and supported activities. The Company is confident to achieve its target for the ensuing year assuring the highest possible standards.

The other major concern of the Company is to upgrade the technical skills and to increase the efficiency of the workers at the shop floor, to produce quality goods with total precision. For the purpose of which the company has started various training programs in house to implement the same.

✓ **Segment-Wise Performance:**

**Business segment as primary segment:**

Sr. no.	Segment	Sales	Revenue (Rs.in Crores.)
1.	Electronic Division		46.34
2.	Polyester Division		0.478

✓ **Internal Control Systems and their Adequacy:**

The company is constantly enhancing its internal control system commensurate with its size and nature of business with regard to purchase of stores, raw materials including components, plants and machinery, equipments and other assets.

✓ **Financial and Operational Performance:**

The sales turnover of the company has increased to Rs. 46 crores as compared to Rs. 2 crores for the previous year.

✓ **Human Resource Development and Research Activities:**

Continuous training emerged as a priority in a rapidly changing external environment. The Company assessed training needs from the performance appraisal feedback forms and efficiency checks. The company's strength lies in its human resource. Promoted, directed and managed by technocrats, it is ably supported by 100 employees including professionals in production, maintenance and administration.

The Company has also initiated various employee motivation programs for developing Performance Driven Culture. The Company has always initiated major steps for the welfare of the employees to generate a feeling of belongingness towards the family of Polygenta Technologies Ltd.

*Armed with this resource base and a vision to be India's leading OEM of Colour Television, Polygenta Technologies Ltd is setting higher targets every year. With a commitment to growth and excellence, it won't be left far behind.*

**ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT / REAPPOINTMENT OR SEEKING ELECTION AT THE ANNUAL GENERAL MEETING AS PRESCRIBED UNDER THE LISTING AGREEMENT**

Following is the brief resume of the Directors seeking re-election or re-appointment as Director/Managing/Joint Managing/Wholtime Directors :

Mr. Santosh Maskara, aged 57 years, is a senior person with lot of experience and knowledge in the Industry to which company's business is related. He is one of the main promoters of the Company. He is Chairman of the Company. His business acumen, entrepreneurial zeal and organizational skill has been very much helpful to the Company to grow.

Mr. Subodh Maskara, aged 36 years is an MBA from Kellogs University USA. His association with the Company has been very constructive by virtue of his valuable advices and guidance supported by his expertise and experience.

Mr. Dinesh Chand Sharma, is a nominee Director on the Board of the Company appointed by IFCl venture Capital Funds Ltd, the lending Institution.

Mr. M P Mehrotra has tendered his resignation and the Board has accepted the same on the meeting held on 29th June 2002.