

ANNUAL REPORT 2003 -2004



RKBK Limited



RKBK LIMITED

BOARD OF DIRECTORS

Smt. B.D. Poddar	Wholetime Director
Sri S.K. Neotia	Wholetime Director
Sri B.K. Poddar	Wholetime Director
Sri Y. Poddar	Managing Director
Sri S.P. Saharia	
Sri R.N. Agarwal	
Sri K.K. Gopaldass	

Report Junction.com

EXECUTIVE DIRECTOR

Sri K.P. Poddar

SECRETARY

Sri S.M. Barmecha

BANKERS

State Bank of India

SOLICITORS

M/s. Khaitan & Co.

AUDITORS

M/s. G.P. Agrawal & Co., Kolkata

REGISTERED OFFICE

'Shree Ganesh Centre'
216 Acharya J C Bose Road
Kolkata 700 017



NOTICE TO MEMBERS

NOTICE is hereby given that the **TWENTY EIGHTH** Annual General Meeting of the members of **RKBK LIMITED** will be held at the Registered Office of the Company at 'Shree Ganesh Centre,' 216 A J C Bose Road, Kolkata 700 017 on Monday, the 31st day of May, 2004 at 11.00 A.M. to transact the following business :-

1. To receive and adopt the Audited Balance Sheet and Profit & Loss Account of the Company for the year ended 31st March, 2004 together with the Directors' and Auditors' Report thereon.
2. To declare dividend.
3. To appoint a Director in place of Sri R.N. Agarwal who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Sri K.K. Gopaldass who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint Auditors for the current year and to authorise the Board of Directors to fix their remuneration.

Registered Office :

'Shree Ganesh Centre'

216 A J C Bose Road

Kolkata 700 017

Dated, the 3rd day of May, 2004

By Order of the Board

RKBK Limited

S.M. Barmecha

Secretary

NOTE :

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy so appointed need not be a Member of the Company.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 24th day of May, 2004 to 31st day of May, 2004 (both days inclusive).
3. Dividend that may be declared in the Meeting will be payable to those Members whose names will appear in the Register of Members on the 31st day of May, 2004 within the statutory period.



DIRECTORS' REPORT TO THE MEMBERS

The Directors of your Company are pleased to present the 28th Annual Report on the business operations of the Company and the Audited Financial Statements of the Company for the year ended 31st March, 2004.

FINANCIAL RESULTS

	(Rs. in Lacs)	
	<u>2003-2004</u>	<u>2002-2003</u>
Turnover and other Income	34,375.44	46,860.41
Profit before Depreciation and Tax	351.88	263.11
Less : Depreciation	(97.28)	(70.35)
Provision for Tax – Current	(60.00)	(41.00)
– Deferred	(16.62)	(30.67)
Net Profit after Tax	177.98	121.09
(Less)/Add : Excess provision of I.T. for earlier years w/back	(0.79)	2.11
Balance brought forward from previous year	22.29	15.73
	<u>199.48</u>	<u>138.93</u>
Appropriation :		
Dividend	32.48	32.48
Dividend Tax	4.16	4.16
Reserve for Contingencies	–	–
Transfer to General Reserve	125.00	80.00
Surplus carried to Balance Sheet	37.84	22.29
	<u>199.48</u>	<u>138.93</u>

DIVIDEND

Directors recommend a dividend of 10% (Rupee one) per equity share of Rs. 10/- for the year ended 31st March, 2004.

REVIEW OF WORKING

Limited operations were carried on in cement & fertiliser business to facilitate recovery of outstanding from debtors as well as security deposit and advances lying with Principals. However, Company's focus on expanding base in petroleum products business has borne fruits and helped in sustaining petroleum business in spite of fierce competition, resulting in higher profits.

Upgradation and renovation of retail outlets is going on with the support of Indian Oil Corporation Ltd., our main principals. Directors are confident of maintaining sustained growth in petroleum trade.

During the year your Company has sold certain immovable properties which had hitherto been used for cement & fertiliser trade and earned a net profit of Rs. 55.89 lacs.



BUY BACK OF SHARES

Pursuant to authority given to Board of Directors u/s 77A and 77B and all other applicable provisions at its last Annual General Meeting, 1,082,000 (ten lac eighty two thousand eight hundred) shares were bought back by the Company from its shareholders and after payment amounting to Rs. 30,318,400/- to respective shareholders against the same, share certificates were cancelled and destroyed as per provisions of the act and necessary Returns were filed with the ROC (WB).

FIXED DEPOSITS

As at 31st March, 2004 the total amount of Fixed Deposits held by the Company was Rs. 234.30 lakhs. There are no overdue deposits.

DIRECTORS

Sri R N Agarwal and Sri K K Gopaldass retire by rotation but being eligible offer themselves for re-appointment.

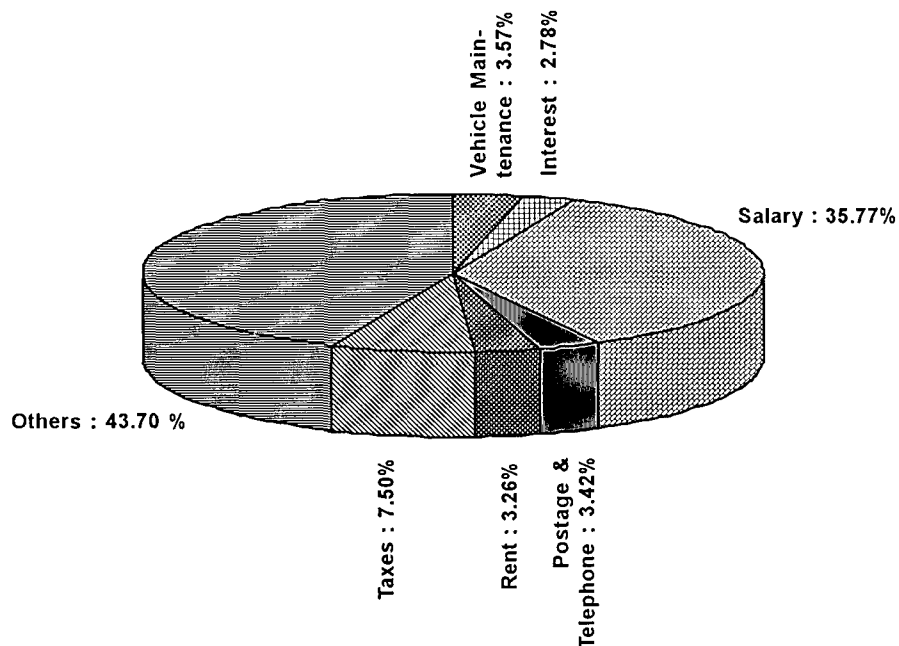
DISCLOSURE OF PARTICULARS AS PER SECTION 217(1)(E) OF THE COMPANIES ACT, 1956, PURSUANT TO THE COMPANIES (AMENDMENT) ACT, 1988 –

- a) Conservation of Energy Absorption : N.A.
 b) Foreign Exchange
 i) Earnings : NIL
 ii) Outgo : Rs. 12,000/-

PARTICULARS OF EMPLOYEES

Information required Under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 : NIL.

EXPENSES





DIRECTORS' RESPONSIBILITY STATEMENT

As stipulated in Section 217 (2AA) of the Companies Act, 1956 your Directors subscribe to the "Directors' Responsibility Statement" and confirm as under :-

- (i) that in the preparation of accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) that the directors have selected such accounting policies and applied them consistently and made judgements 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 or loss of the Company for that period;
- (iii) that the directors have taken proper care of the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the directors have prepared the annual accounts on a going concern basis.

AUDITORS' NOTES

Observation made in the Auditors' Report are dealt with in the Notes to the Accounts at appropriate places and are self explanatory, hence do not call for further comments or explanations.

AUDITORS

The Company's Auditors, M/s. G.P. Agrawal & Co., Chartered Accountants, retire at the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

ACKNOWLEDGMENTS

Your Directors are very thankful to the principals, particularly Indian Oil Corporation Ltd., for having reposed their faith in the Company. Directors are thankful to State Bank of India for the continuous support given to the Company and for their confidence in the management. The Directors express their gratitude to employees and executives who are sincere to the Company. Your Directors convey their warm appreciation for their loyalty and dedication.

Registered Office :
'Shree Ganesh Centre'
216 A J C Bose Road, Kolkata 700 017
Dated, 3rd May, 2004

For and on behalf of the Board
Brijendra Kumar Poddar
Wholtime Director
Yash Poddar
Managing Director



AUDITORS' REPORT

To The Members of RKBK Limited

1. We have audited the attached Balance Sheet of **RKBK LIMITED**, as at 31st March, 2004 and also the Profit and Loss Account for the year ended on that date annexed thereto and the Cash Flow Statement for the year ended on that date. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that:
 - (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (ii) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books;
 - (iii) The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account;
 - (iv) In our opinion, the Balance Sheet and Profit and Loss Account dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956;
 - (v) On the basis of written representations received from the directors, as on 31st March, 2004, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2004 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - (vi) **ATTENTION IS INVITED TO FOLLOWING:**
ACCOUNTING POLICY NO. A (3) IN SCHEDULE 15 REGARDING VALUATION OF INVENTORY ON LIFO BASIS WHICH IS NOT IN ACCORDANCE WITH ACCOUNTING STANDARD 2 (REVISED) PRESCRIBED BY THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA.
 - (vii) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2004;
 - b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - c) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

7A Kiran Shankar Ray Road
Kolkata 700 001
Dated, the 3rd day of May, 2004

For G.P. Agrawal & Co.
Sunita Saraf
Partner
Chartered Accountants



Annexure

Referred to in the Auditors' Report to the members of RKBK LIMITED for the year ended 31st March, 2004.

- i) a) The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
- b) The fixed assets have been physically verified by the management during the year. To the best of our knowledge, no material discrepancy was noticed on such verification.
- c) The company has not disposed off substantial part of fixed assets during the year.
- ii) a) The inventory has been physically verified during the year by the management at reasonable intervals.
- b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of stocks followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
- c) On the basis of our examination, we are of the opinion that the company is maintaining proper record of inventory. No material discrepancies were noticed on verification between the physical stocks and the book records.
- iii) a) The Company has not granted any loans to companies, firms or other parties covered in the Register, maintained under Section 301 of the Companies Act, 1956. The Company has taken loans from 3 parties covered in the Register, maintained under Section 301 of the Companies Act, 1956 aggregating to Rs. 39,25,000/-;
- b) The rate of interest and other terms and conditions on which loans have been taken by the Company are not, prima facie, prejudicial to the interest of the Company. The company has not given any loan during the year;
- c) In respect of such loans taken by the Company, where stipulations have been made, payments of principal amount and interest are regular, where applicable;
- d) In respect of such loans taken by the Company, there are no overdue amounts more than Rs. 1,00,000/-.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures, commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and for sale of goods.
- v) a) The transactions made in pursuance of contracts or arrangements, that need to be entered into the register maintained under Section 301 of the Companies Act, 1956 have been recorded in the register;
- b) In our opinion and according to the information and explanation given to us, these transactions have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- vi) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 58A and 58AA of the Companies Act, 1956 and the Rules framed there under with regard to deposits accepted from the public. We are informed that no Order has been passed by the Company Law Board.
- vii) In our opinion, the company has an internal audit system commensurate with the size of the company and nature of its business.
- viii) The provision regarding maintenance of cost records is not applicable to the Company.
- ix) a) As per the information and explanations given to us, there were no outstanding in respect of Income Tax, Provident Fund, Employees' State Insurance, Sales Tax and Wealth Tax as on 31st March, 2004 for more than six months from the date they became payable. As further explained to us, the provisions of Investor Education and Protection Fund, Custom Duty, Excise Duty and Cess are not applicable to the Company.
- b) According to the information and explanation given to us, there is no disputed amount of Income Tax, Sales Tax, and Wealth Tax outstanding as on 31st March, 2004.
- x) There are neither accumulated losses in the company nor it has incurred cash losses during the year or the immediately preceding year.
- xi) The company has not defaulted in payment of dues to a financial institution or bank or debenture holders.
- xii) The company has not granted loans and advances on the basis of security by way of pledge of shares, debentures or other securities.
- xiii) The provisions of any special statute applicable to chit fund are not applicable to the company.
- xiv) The company is not dealing or trading in shares, securities, debentures or other investments.
- xv) The company has not given any guarantee for loans taken by others from bank of financial institutions.
- xvi) On the basis of our examination and according to the information and explanation given to us, the term loans have been applied for the purpose for which the loans were obtained.
- xvii) On the basis of our examination and according to the information and explanation given to us, the funds raised on the short term basis have not been used for long-term investment and vice versa.
- xviii) The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- xix) The company has not issued any secured debentures.
- xx) The company has not raised any money during the year by public issue.
- xxi) According to the information and explanation given to us, no fraud has been noticed or reported during the year.

7A Kiran Shankar Ray Road
Kolkata 700 001
Dated, the 3rd day of May, 2004

For G.P. Agrawal & Co.
Sunita Saraf
Partner
Chartered Accountants