

**ANNUAL REPORT
2007 - 2008**



RKBK Limited



RKBK LIMITED

BOARD OF DIRECTORS

Smt. Bimla Devi Poddar
Sri Suresh Kumar Neotia
Sri Brijendra Kumar Poddar
Sri Yashwardhan Poddar
Sri Shree Prakash Saharia
Sri Kamal Kumar Gopaldass

Wholetime Director
Wholetime Director
Wholetime Director
Managing Director

SECRETARY

Sri Suparas Mall 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, A J C Bose Road
Kolkata 700 017



**NOTICE
TO THE MEMBERS**

NOTICE is hereby given that the **THIRTY SECOND** Annual General Meeting of the members of **RKBK LIMITED** will be held at the Registered Office of the Company at 'Shree Ganesh Centre', 216 AJC Bose Road, Kolkata - 700 017 on Saturday, the 6th day of September, 2008 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, 2008 together with the Directors' and Auditors' Report thereon.
- 2) To declare dividend.
- 3) To appoint a Director in place of Sri K K Gopaldass who retires by rotation and being eligible, offers himself for re-appointment.
- 4) To appoint Auditors for the current year and to authorize the Board of Directors to fix their remuneration.

Registered Office:
'Shree Ganesh Centre'
216, AJC Bose Road, Kolkata - 700 017
Dated, the 31st day of July, 2008

By Order of the Board
RKBK LIMITED

S.M. Barmecha
Secretary

NOTES:

- 1) A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.
- 2) The register of members and share transfer books of the company will remain closed from 28th August, 2008 to 6th September, 2008 (both days inclusive).
- 3) Proxy forms duly completed must reach the registered office at least 48 hours before the time of holding the meeting.
- 4) Members are requested to intimate the changes, if any, in their registered address.
- 5) 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 6th September, 2008, within the statutory period.



DIRECTORS' REPORT TO THE MEMBERS

The Directors of your Company are pleased to present the 32nd Annual Report on the business and operations of the Company and the Audited Financial Statements of the Company for the year ended 31st March, 2008.

FINANCIAL RESULTS

	<i>(Rs. in Lacs)</i>
Turnover and Other Income	28676.54
Profit before Depreciation and Tax	131.69
<i>Less</i> : Depreciation	(106.06)
Provision for Tax - Current	(42.00)
- Deferred	33.43
- FBT	(7.20)
Net Profit after Tax	<u>9.86</u>
<i>Add</i> : Excess provision of I.T. written back	4.68
Balance brought forward from previous year	<u>58.66</u>
	<u>73.20</u>
Appropriation:	
Dividend	16.24
Dividend Tax	2.76
Surplus carried to Balance Sheet	<u>54.20</u>
	<u>73.20</u>

DIVIDEND

Directors recommend a dividend of 5% (fifty paise) per equity share of Rs.10/- for the year ended 31st March, 2008.

REVIEW OF WORKING

As reported in the last report, due to closure of several Retail Outlets, sales of petroleum products has come down. However, Salt trade picked up satisfactorily and contributed to revenue. Logistic services provided to Telecom companies was as expected. Directors are exploring other options to expand its operations in service sectors and dealership for gas marketed by Indian Oil Corporation Ltd. Barring unforeseen circumstances your Directors are hopeful of presenting better results for current year.

FIXED DEPOSITS

As at 31st March, 2008 the total amount of unclaimed fixed deposits held by Company stood at Rs.0.58 lacs only. There are no overdue deposits.

DIRECTORS

Sri K K Gopladass retires by rotation but being eligible offers himself for re-appointment.

Sri Vinod Kumar Neotia, who was appointed as an Additional Director by the Board w.e.f. 24th September, 2007 resigned from the Board w.e.f. 31st July, 2008. Your Directors would like to place on records their sincere appreciation for the valuable guidance given by him during his tenure as a Director.



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 : NIL

PARTICULARS OF EMPLOYEES

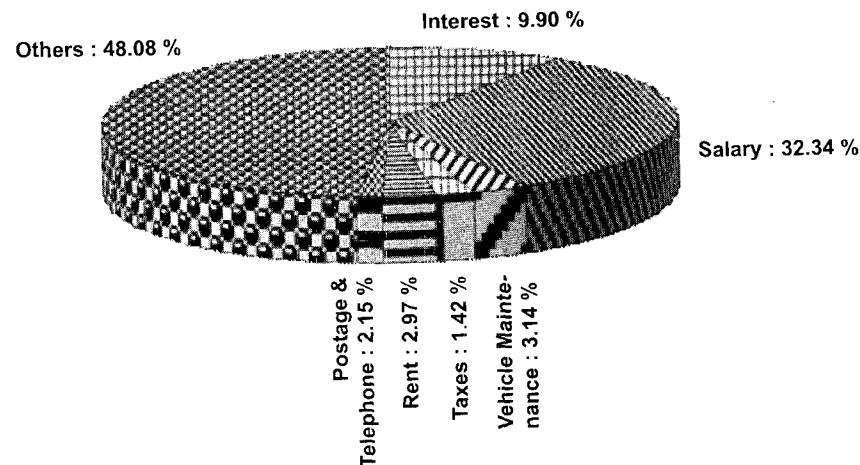
Information required under section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 : NIL.

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.

EXPENSES





AUDITORS' NOTES

Observations 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, the 31st day of July, 2008

For and on behalf of the Board
Brijendra Kumar Poddar
Wholtime Director
Yashwardhan 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, 2008 and the relative Profit and Loss Account and the Cash Flow Statement for the year ended on that date, all of which we have signed under reference to this report. These financial statements are the responsibility of the management of the Company. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We have 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 Government of India in terms of section 227(4A) of 'The Companies Act, 1956' (the 'Act') and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we set out 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 in paragraph 3 above, we report that:
 - (a) 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;
 - (b) 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;
 - (c) The Balance Sheet, the Profit and Loss Account and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the Balance Sheet, the Profit and Loss Account and the Cash Flow Statement dealt with by this report have been prepared in compliance with the applicable accounting standards referred to in Section 211 (3C) of the Act;
 - (e) On the basis of written representations received from the directors, as on 31st March, 2008, and taken on record by the Board of Directors of the Company, none of the directors is disqualified as on 31st March, 2008 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act;
 - (f) In our opinion and to the best of our information and according to the explanations given to us, the Balance Sheet, the Profit and Loss Account and the Cash Flow Statement together with the Notes thereon and in particular Note no. 2 of Schedule 15 regarding change in the method of depreciation, give in the prescribed manner the information required by the Act and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2008,
 - ii) in the case of the Profit & Loss Account, of the Profit for the year ended on that date, and
 - iii) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

7A Kiran Shankar Ray Road
Kolkata 700 001
Dated, the 31st day of July, 2008

For **G.P. Agrawal & Co.**
Sunita Kedia
Partner
Membership No. 60162
Chartered Accountants



Annexure to the Auditors' Report

Statement referred to in our report of even date to the members of RKBK Limited on the accounts for the year ended 31st March, 2008.

- (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 of substantial portion of fixed assets during the year.
- (ii) a) The inventories has been physically verified during the year by the management at reasonable intervals.
- b) In our opinion and according to information and explanations given to us, the procedures of physical verification of stock followed by the management are reasonable and adequate in relation to size of the company and nature of its business.
- c) On 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 stock and book records.
- (iii) a) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Act.
- b) As the Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in register maintained under section 301 of the Act, clauses (iii)(b) to (iii)(d) of paragraph 4 of the said order are not applicable to the Company.
- c) The Company has taken unsecured loans from 2 companies covered in the register maintained under Section 301 of the Act. The maximum amount involved during the year was Rs.4,48,47,093/- and the year-end balance of loans taken from such party was Rs. 3,70,39,555/-.
- d) In our opinion and on the basis of information and explanations given to us, the rate of interest and other terms and conditions of loans taken by the Company are not prima facie prejudicial to the interest of the Company.
- e) As explained to us, loans taken are repayable on demand and has been repaid as and when demanded.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control systems, commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and also for the sale of goods and services. During the course of our audit, we have not observed any major weakness in internal controls.
- (v) a) Based on the audit procedure applied by us and according to information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.
- b) In our opinion and according to information and explanation given to us, the transactions made in pursuance of such contracts 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 or any other relevant provisions of the Act and the Rules framed thereunder with regard to deposits accepted from the public. We are informed that no order has been passed by the Company Law Board or National Company Law Tribunal or any Court or any other Tribunal.
- (vii) In our opinion, the company has an internal audit system commensurate with size of the company and the nature of business.
- (viii) The provisions regarding maintenance of cost records are not applicable to the Company.



- (ix) a) According to the records, the Company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Investor Education and Protection Fund, Wealth Tax with the appropriate authorities. As explained to us, the provisions of Excise duty, Custom duty and Cess are not applicable to the Company.
- b) According to the information and explanations given to us, there is no disputed amount of Income Tax, Sales Tax, Provident Fund, Employees' State Insurance, Wealth Tax, Service Tax and Investor Education and Protection Fund outstanding as on 31st March 2008.
- (x) The company has no accumulated losses and has not incurred any cash losses during the financial year covered by our audit or in the immediately preceding financial year.
- (xi) The Company has not defaulted in payment of dues to a financial institution or bank. The Company has not issued any debenture.
- (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 Company is not a Chit Fund, Nidhi or Mutual benefit society.
- (xiv) The Company is not dealing or trading in shares, securities, debentures or other investments. However, the investments made by the Company have been held by the Company in its own name.
- (xv) According to the records of the Company and the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xvi) According to the records of the Company and the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
- (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 Act.
- (xix) The Company has not issued any secured debentures.
- (xx) The Company has not raised any moneys by public issue during the period covered by our audit report.
- (xxi) According to the information and explanation given to us, no fraud on or by the Company has been noticed or reported during the year.

7A Kiran Shankar Ray Road
Kolkata 700 001
Dated, the 31st day of July, 2008

For G.P. Agrawal & Co.
Sunita Kedia
Partner
Membership No. 60162
Chartered Accountants