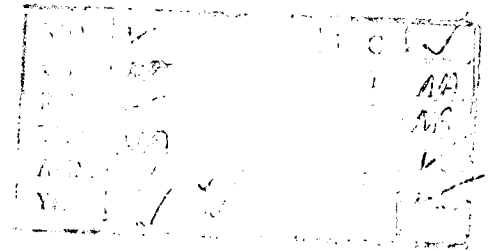


**THESE PEOPLE HAVE
SOMETHING TO SAY
TO YOU**



Cudeshi

Chairman & Managing Director

B. S. S. S.

Joint Managing Director

A. S. S. S.

Wholetime Director

K. S. S. S.

Wholetime Director

G. S. S. S.

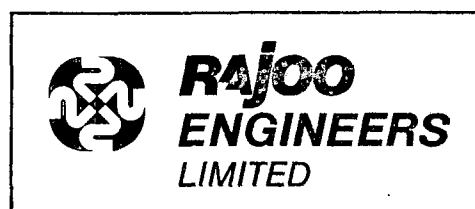
Director

A. S. S. S.

Director

**11th ANNUAL REPORT
1997 - 98**





**11th ANNUAL REPORT
1997-98**

Report  junction.com

Admn. & Mktg. Office :

Plot No.1, Survey No. 210,
Village : Veraval, Taluka : Kotda Sangani,
Dist. : Rajkot. (Gujarat)
Phone : (02827) 52701-2-3-4-5.
Fax : (02827) 52700.

Regd. Office :

Junagadh Road, Manavadar-362 630.
Dist : Junagadh (Gujarat)
Phone : (02874) 21175, 21176.
Fax : (02874) 21326. Cable Silentsiler.





ELEVENTH ANNUAL REPORT : 1997-98

BOARD OF DIRECTORS

: **MR. CHANDRAKANT N. DOSHI**
Chairman & Managing Director

MR. RAJESH N. DOSHI
Joint Managing Director

MR. JAYANTILAL P. AGHERA
Wholetime Director

MR. KHIMJIBHAI P. AGHERA
Wholetime Director

MR. GOPALIAH HARISH
Director

MR. RAJAN N. SHAH
Director

MR. V. V. DAVE
Director (Nominee GLIC)

BANKERS

: STATE BANK OF SAURASHTRA,
Manavadar-362 630. (Gujarat)

AUDITORS

: M.N.MANVAR & CO.,
C-26 Ushakiran Apartments,
Dr. Yagnik Road,
Rajkot-360 001. (Gujarat)

REGD.OFFICE

: Junagadh Road,
Manavadar-362 630.
Dist : Junagadh (Gujarat)

WORKS

: (1) Junagadh Road,
Manavadar-362 630.
Dist : Junagadh (Gujarat)

(2) Plot No.1, Survey No.210,
Village : Veraval, Taluka : Kotda Sangani,
Dist : Rajkot. (Gujarat)

ELEVENTH ANNUAL REPORT : 1997-98**FINANCIAL HIGHLIGHTS**

	Rs. in Lacs						
	1997-98	1996-97	1995-96	1994-95	1993-94	1992-93	1991-92
OPERATING RESULTS							
Sales & Other Income	744.76	847.35	1077.50	658.69	171.69	174.19	90.71
Profit before depreciation but after interest	35.97	51.75	116.58	101.54	22.00	26.58	11.99
Profit before Tax (PBT)	6.27	1.19	92.43	90.63	20.59	25.17	10.22
Profit after Tax (PAT)	5.65	0.06	92.43	86.38	16.59	15.39	6.58
Retained earnings	5.65	0.06	92.43	49.11	2.32	7.05	4.58
Earning per share (EPS) (Rs.)	0.18	0.00	3.00	2.80	1.74	3.90	*329.00
Dividend % p.a.	NIL	NIL	NIL	18%	15%	15%	100%

FINANCIAL SUMMARY

Assets Employed :							
Fixed Assets (Net)	513.91	557.09	595.33	448.84	85.52	38.35	9.79
Working Capital (Net)	625.80	513.20	314.96	147.81	55.62	38.76	25.36
Capital Employed	1048.13	1217.26	929.62	629.91	181.62	181.09	35.91

FINANCED BY

Share Capital	308.10	308.10	308.10	308.10	116.00	95.00	2.00
Reserves	194.87	164.22	164.16	71.72	22.60	20.28	8.88
Total Shareholders Funds	502.97	472.32	472.16	379.82	138.60	115.28	10.88
Borrowings	545.17	744.94	457.36	250.09	43.02	65.81	25.03
Debt:Equity	1.08:1	1.58 : 1	0.97 : 1	0.66 : 1	0.31 : 1	0.57 : 1	2.30 : 1

OTHER

Book Value Per Share (Rs.)	16.32	15.33	15.33	12.33	14.59	12.13	*544.00
Gross Fixed Assets	629.19	648.29	635.96	465.52	91.28	42.71	19.19

NOTE : *Face value of Share is Rs.100/- per shares



NOTICE TO THE SHAREHOLDERS

NOTICE is hereby given that ELEVENTH ANNUAL GENERAL MEETING of the Members of **RAJOO ENGINEERS LIMITED** will be held on Monday 14th September, 1998 at 11:00 A.M. at the Registered office, situated at Junagadh Road, Manavadar-362 630.

ORDINARY BUSINESS :

- 1 To consider and adopt the Profit & Loss Account for the year ended on 31st MARCH, 1998 and the Balance Sheet as on that date, the Director's Report and the Auditor's Report thereon.
- 2 To elect a Director in place of Mr. Gopaliah Harish, Who retires by rotation and being eligible, offers himself for reappointment.
- 3 To elect a Director in place of Mr. Rajan N. Shah, Who retires by rotation and being eligible, offers himself for reappointment.
- 4 To appoint Auditors and to fix their remuneration.

On behalf of the Board of Directors

Date : 29th June, 1998
Regd. Office : Manavadar

(C. N. DOSHI)
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. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THIS ANNUAL GENERAL MEETING.
- (2) The documents referred to in the Explanatory Statements are open for inspection at the Registered Office of the company during office hours on all working days on working days upto the date of the Annual General Meeting.
- (3) The Register of Members shall remain closed from 7th September'1998 to 14th September, 1998 both days inclusive.
- (4) Shareholders seeking any information with regard to accounts are requested to write to the Company latest by 10.9.98 to enable the management to keep the same ready.
- (5) Members are requested to notify any change in their address to the company quoting their folio No. at earliest to avoid inconvenience at a later stage.

ELEVENTH ANNUAL REPORT : 1997-98

DIRECTORS' REPORT

To,
The Members of,
RAJOO ENGINEERS LIMITED,
MANAVADAR-362 630.

Your Directors have pleasure in presenting before you, Company's ELEVENTH ANNUAL REPORT with Audited Statement of Accounts of the Company for the year ended on 31st MARCH 1998.

FINANCIAL HIGHLIGHTS AND APPROPRIATIONS

	For the year ended 31st March, 1998 (Rs. in lacs)	For the year ended 31st March, 1997 (Rs. in lacs)
Sales and Other Income	744.76	847.35
Profit before depreciation but after interest	35.97	51.75
Less : Depreciation	29.71	50.56
Net Profit before Tax	6.26	1.19
Provision for Taxation	0.61	1.13
Net Profit after Tax	5.65	0.06
Balance brought forward	107.93	107.87
Amount available for appropriation	113.58	107.93
APPROPRIATIONS		
Balance carried to Balance Sheet	113.58	107.93

01. OPERATION :

During the year under review, the Net profit after tax is increased subsequently from Rs.5,641/- to Rs.5,65,367- though there is slight decline in the turnover of the company over the previous year. This is possible due to the control over administrative expenses and other overheads. In view of the recessionary trend in the economic condition and lower utilisation of capital goods consumption, the performance of your company is quite satisfactory.

02. EXPORTS :

During the year, your company exported machines worth Rs.145.96 lacs as compared to previous year Rs.91.20 lacs. Which is 60% higher than earlier year. Your company is concentrating more and more on the exports front to earn valuable foreign exchange for the country.

03. DIVIDEND :

In view of lower profits and to conserve the resources for long term working capital requirements of the company, the directors do not think it prudent to declare any dividend.

04. FINANCE :

The company has been repaying the interest and installments of G.I.I.C. loan regularly. The company has not accepted any public deposits during the year. The company has received capital subsidy of Rs.25,00,000 - during the year.

**05. DIRECTORS :**

Mr. Gopaliah Harish and Mr. Rajan N. Shah, the Directors respectively retires by rotation, and being eligible offers himself for the reappointment.

06. AUDITORS :

M. N. MANVAR & CO., Chartered Accountants, vacate their office at the conclusion of forthcoming Annual General Meeting and are eligible for re-appointment, offer themselves for re-appointment.

07. INDUSTRIAL RELATIONS :

The employer-employee relations were cordial throughout the year under review. The Company's performance owes much to their efforts.

08. INSURANCE :

The asset and the stock of the company are adequately covered under insurance.

09. PARTICULARS REGARDING EMPLOYEES :

Information pursuant to sub-section 2-A of section 217 of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules, 1975 is not required to be furnished as during the year, there was no employee who was employed throughout the year at a remuneration aggregating to at least Rs. 300000/- or more per annum, or who if employed for a part of the year entitled to remuneration at a rate exceeding Rs. 25000/- or more per month.

10. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS & OUTGO.

Disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange earning and outgo as required under section 217 (1) (e) of the Companies Act, 1956 read with companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988 is submitted as per Annexure- 'I' attached to and forming part of this report.

11. APPRECIATION :

The Board of Directors wish to place on record its appreciation for the services rendered by the Bankers of the company, State Bank of Saurashtra - Manavadar, for their co-operation and assistance for working capital finances, all employees of the Company, Shareholders, Financial Institution, Foreign Collaborator, Customers and Suppliers during the year.

On behalf of the Board of Directors

Date : 29th June, 1998

Place : Manavadar

(C. N. DOSHI)

Managing Director

ELEVENTH ANNUAL REPORT : 1997-98**ANNEXURE-1 TO THE DIRECTOR'S REPORT**

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS REQUIRED UNDER SECTION 217 (1) (e) OF THE COMPANIES ACT, 1956 READ WITH COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988.

A. Conservation of Energy :

a) Energy Conservation Measures Taken :

Continuous efforts are being made by the production team for conservation of energy. Heating time for trials, testing etc. is strictly monitored and certain savings are expected, but total impact of this cannot be measured.

b) Additional Investments and proposals, if any, being implemented for reduction of consumption of energy :
None under present consideration.

c) Impact of measures (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods : With the implementation of the measures indicated in (a) above, energy consumption is likely to go down which will result in reduced cost of production.

B. Technology Absorption :**Efforts made in technology absorption :**

1. Specific areas in which R & D carried out by the company : None

2. Benefits derived as a result of the above R & D : None

3. Future plan of action : N.A.

4. Expenditure on R & D : N.A.

5. Technology Imported during the last 5 years :

Technology for	Imported from	Year of Import	Status
i) Manufacture of Stretch-cling blown film plants	M/s. Wittey Machinery Ltd. U.K.	March 1994	In the process of absorption, More than 80% components indegenised.

C. Foreign Exchange Earnings and Outgo :

Foreign Exchange Earned

Rs.145.96 lacs

Foreign Exchange Used

Rs. 2.85 lacs

On behalf of the Board of Directors

Date : 29th June,1998

Place : Rajkot

(C. N. DOSHI)

Managing Director