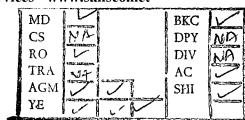
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RAVINAY TRADING COMPANY LIMITED

Registered Office: STATE BANK BUILDING (ANNEXE), BANK BTREET, FORT, MUMDAI 400 023

ANNUAL REPORT

AND

ACCOUNTS FOR THE YEAR EMDED

31ST MARCH, 1998

K.D.VYAS & COMPANY CHARTEREN ACCOUNTANTS MUMBAI

RAVINAY TRADING COMPANY LIMITED

REGD.OFFICE: STATE BANK BUILDING ANNEXE, BANK STREET, FORT, MUMBAI 400 023.

NOTICE

NOTICE IS HEKERY DIVEN THAT the Seventeenth Annual General Meeting of Ravinay Trading Company Limited will be held on Thursday, the 6th August, 1998 at 3.00 p.m. at the Registered Office of the Company at State Bank Building Annexe, Dank Street, Fort, Mumbai 400 023, to transact the following business:

- 1. To receive and adopt the Directors Report and Audited Profit and Loss Account of the Company for the year ended 31st March 1998 and the Balance Sheet as at that date.
- To appoint a Director in place of Shri S.R. Nevatia, who retires by rotation and being eligible offers himself for re-appointment.
- 3. To appoint Auditors for the period viz.from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

FOR & ON WEHALF OF THE BOARD OF DIRECTORS.

sd/-S.R. NEVATIA, CHAIRMAN.

Mumbai, dated 29th June, 1998.

- NOTE: (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 A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
 - (2) The Register of Members and the Share Transfer Books of the Company shall remain closed from 28th July, 1998 to 6th August, 1998 (hoth days inclusive) for the purpose of Annual General Mecting.

RAVINAY TRADING COMPANY LIMITED

REGD.OFFICE: STATE BANK BUILDING ANNEXE, BANK STREET, FORT, MUMBAI 400 023.

DIRECTORS' REPORT

10. The Members of Ravinay Trading Company Limited

Your directors have pleasure in presenting before you their Seventeenth Annual Report together with the Audited statement of accounts for the year ended 31st March, 1998.

the sales of the Company from its trading activity amounted to Rs.24,28.160/- during the year as against Rs.15,05,978/- during the preceding year. The working has resulted into a net profit of Rs.1,57,820/ after making a tax provision of Rs.10,000/-. The balance surplus being Rs.4,83,477/- was carried forward to the next year's accounts. With a view to conserve resourcess, the directors do not recommend payment of any dividend.

Shri S.R. Nevalia, a director of the Company, retires by rotation at the ensuing annual general meeting and is cliqible for re-appointment.

As required under the provisions of the Companies Act, 1956, the accounts together with Directors' Report of Vinaykumar Family Investments Limited, the company's subsidiary, for the year ended 31st March, 1998 are attached to the Balance Sheet of the Company.

In terms of Section 217 (2A) of the Companies Act, 1956, as amended, none of the employees of the company was paid Rs.3.00,000/- or more if employed through out the year or $ks.25,000/\cdot$ per month or more if employed during the part of the year by way of remuneration.

As the Company is not a manufacturing unit and has also not used or earned any foreign exchange during the year, the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 as framed $\alpha/s.217(1)(e)$ of the Companies Act, 1956 may be considered as Nil.

The members are requested to appoint Auditors for the current year and to fix their remuneration.

For and on behalf of the Board of Directors,

sd/ s.r. NEVATIA, CHAIRMAN.

Mumbai, dated 29th June, 1998.

K. D. VYAS & COMPANY, CHARTERED ACCOUNTANTS

KAMLESH D. VYAS, B.Com., LL.B., F.C.A.

OFFICE: 63 Bhaveshwar Bhuwan, Gokhale Road, Near Fortugese Church,

MUMBAI 400 028 TELEPHONE: 422 3781.

REPORT OF THE AUDITORS TO THE SHAREHOLDERS.

TO, THE MEMBERS OF RAVINAY FRADING COMPANY FIMITED,

We have audited the Dalance Sheet of Ravinay Trading Company Limited as at 31st March, 1998 and also the annexed Profit and Loss Account of the Company for the year ended on that date and report that -

- We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- In our opinion, proper books of account as required by law, have been kept by the company so far as it appears from our examination of the books.
- 3. The Balance Sheet and Profit and Loss Account dealt with by the report are in agreement with the books of account.
- 4. In our opinion, and to the bost of our information and according to the explanations—given to us, the said Balance Sheet and Profit and Loss Account read together with the notes thereon give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:
 - a. In so far as it relates to the Balance Sheet of the state of affairs of the Company as at March 31, 1998 ;
 AND
 - b. In so far as it relates to the Profit & Loss Account of the Profit of the Company for the year ended on that date.

As required by the manufacturing and other companies (Auditors' Report) Order.1988 issued by the Company Law Board in terms of Section 227(4A) of the Companies Act,1956, we report that -

- i. The clauses i, ii, iii, iv, v, vi, xii, xiii, xiv are not applicable to the Company during the year.
- ii. The Company has not taken any loans; Secured or Unsecured from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956.
- iii. Loans and advances in the nature of the loan has been given by the Company to Shri S.P. Gupta and the same is interest-free and there is no stipulations as to its repayment.