

21st

ANNUAL REPORT

2007



RELSON INDIALIMITED

RELSON INDIA LIMITED.

Regd. Office: 307, Janki Center, Off. Veera Desai Road, Andheri (west), Mumbai-400 053.

BOARD OF DIRECTORS	:	MRS. ANUSUYA GUPTA MS. APARNA GUPTA MR. PRAVIN JAIN
BANKERS	:	UNION BANK OF INDIA VERSOVA BRANCH, ANDHERI (WEST), MUMBAI-400 058.
AUDITORS	:	M. V DAMANIA & CO. CHARTERED ACCOUNTANTS. MUMBAI.
REGISTERED OFFICE	:	307, JANKI CENTRE, OFF VEERA DESAI ROAD, ANDHERI (WEST) MUMBAI-400 053.
SHARE TRANSFER DEPT.	:	307, JANKI CENTRE OFF VEERA DESAI ROAD, ANDHERI (WEST) MUMBAI-400 053.

RELSON INDIA LIMITED

NOTICE

NOTICE is hereby given that 21ST Annual General Meeting of the shareholders of the company Relson India Ltd will be held at 307 Janki Centre, Off., Veera Desai Road, Andheri (west), Mumbai – 400 053 on Saturday the 29th September, 2007 at 11.00 a.m. to transact the following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet of the company as at 31st March, 2007 and Profit and Loss Account for the year ended on that date along with the reports of the directors and auditors thereon.
2. To appoint a director in place of Ms Aparna Gupta who retires by rotation being eligible offers her-self for re-appointment.
3. To appoint auditors and fix their remuneration.

Place: Mumbai
Date: 30.06.2007

BY ORDER OF THE BOARD

S/d.
PRAVIN JAIN
DIRECTOR

Notes:-

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and such proxy need not to be a member of the company. Proxies in order to be effective must be received at registered of the company not less than forty- eighty hours before the time fixed for the meeting.
2. Members/Proxies holder must bring the attendance slip to the meeting and hand it over at entrance duly signed.
3. The Register of members and share transfer book of their company shall remain closed from 27th September 2007 to 4th October 2007 (Both days Inculsive).
4. Members are requested to quote their folio number in all correspondence with the company and notify the company immediately of change, if any, in their address and/or their mandate.

RELSON INDIA LIMITED.

Regd. Office: 307, Janki Center, Off. Veera Desai Road, Andheri (west), Mumbai-400 053.

DIRECTORS' REPORT

REPORT OF DIRECTORS TO MEMBERS

Your directors are pleased to present the 21st Annual Report together with the Audited Statement of Accounts for the year ended on 31st March 2007.

Financial Highlights:

PARTICULARS	CURRENT YEAR 31.03.2007	PREVIOUS YEAR 31.03.2006
Net Profit for the Year	158,588.00	2419466.00
Add: Balance brought forward from Previous Year	21,168,831.00	108,328.91
Balance carried to Balance Sheet	21,327,419.00	21168831.44

Dividend:

Keeping in view the need to conserve the company's resource, your Directors consider not to declare any dividend during the year under the report.

Fixed Deposits:

Your Company has not accepted any deposit and, as such, no amount of Principal or Interest was outstanding on the of Balance Sheet.

Directors:

Pursuant to the provision of section 255 of the companies Act, 1956 Ms. APARNA GUPTA, director of the company, retires at the ensuing Annual General Meeting and Being eligible, offers herself for re-appointment.

Directors Responsibility Statement:

In Accordance with the Requirements of Section 217(2AA) of the companies Act, 1956, your directors wish to confirm the following;

- i) that the applicable accounting standards have been followed in the preparation of Annual Accounts.
- ii) that the directors have Selected such accounting Policies and Applied them consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company for that period;
- iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with th provision of this Act for Safe Gauarding 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'.

RELSON INDIA LIMITED

Regd. Office: 307, Janki Center, Off. Veera Desai Road, Andheri (west), Mumbai-400 053.

Conservation of energy, Technology Absorption, Foreign Exchange Earning and Outgo:

The Particulars as required U/s. 217(1)(e) of the companies Act, 1956 read with the companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 relating to conservation of energy, Technology Absorption, Foreign Exchange Earning and outgo are not Applicable to the company, as the company does not carry out any manufacturing activity and has no dealing with foreign exchange.

Particulars of employees:

The Particulars as required U/s. 217(2A) of the companies Act, 1956, read with the companies (Particulars of employees) Rules, 1975, there was no employee drawing remuneration in excess amount prescribed under section 217(2A) of the companies Act, 1956 during the year ended 31st March 2006.

Auditors & Auditors Report:

The Auditors, M/s M.V. Damania & Co., Chartered Accountants, Mumbai hold the office until the conclusion of the ensuing Annual General Meeting and eligible for re-appointment. You are requested to appoint the Auditors for the current year to hold the office until the next Annual General Meeting and fix their remuneration.

The observation made in the Auditors Report are Self-explanatory and therefore, do not call for any further comments U/s 217 of the companies Act, 1956.

Secretarial Compliance Certificate:

As required Under Section U/s 383 A of the companies Act, 1956, a Secretarial Compliance Certificate from the Practicing Company Secretary is annexed hereto.

Acknowledgements:

The Director wish to Express their Deep appreciation to all employees, customers, business Partners, banks and government authorities and all the shareholders for their continued support and co-operation extended to your Company.

By Order of the Board

Sd/-
Pravin Jain
Director.

Place: Mumbai.
Date :30.06.2007.

KULDEEP JAIN

PRACTISING COMPANY SECRETARY

17/927, KHER NAGAR, MHB COLONY, BANDRA (EAST), MUMBAI 400 051.

E.MAIL: kuldeepcs@rediffmail.com MOBILE: 98202 08658.

COMPLIANCE CERTIFICATE

Regn. No. : 11- 42111

Nominal Capital : Rs. 1, 65, 00,000/-

To,
The Members of
RELSON INDIA LIMITED
307, Janki Center, Veera Desai Road
Andheri (W), Mumbai – 400 053.

I have examined the registers, records, books and papers of **RELSON INDIA LIMITED**, (the company) as required to be maintained under the Companies act, 1956, (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the year ended 31st March 2007 (Financial Year). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company and its officers, I certify that in respect of the aforesaid financial year:

1. The company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the rules made thereunder and all entries have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Maharashtra, within the time prescribed under the Act and the rules made thereunder.
3. The Company, being a Public Limited Company, comments are not required.
4. The Board of Directors duly met 7 (Seven) times respectively on 21st April, 2006, 15th June, 2006, 30th June, 2006, 31st July, 2006, 31st October, 2006, 31st January, 2007 and 2nd February, 2007 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 27th September, 2006 to 4th October, 2006 (both days inclusive) and necessary compliance of Section 154 of the Act has been made.

(2)

6. The Annual General Meeting for the financial year ended on 31st March 2006 was held on 30th September 2006 after giving due notice to the members of the Company and the resolutions passed thereat were duly recored in the Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loan to its directors or persons or firms or companies referred to under section 295 of the Act.
9. The Company has duly complied with the provisions of Section 297 of the Act in respect of contracts specified n that section.
10. The Company has made the necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has:
 - (i) delivered all the certificates on lodgment thereof for transfer / transmission of securities in accordance with the provisions of the Act during the financial year;
 - (ii) not deposited any amount in a separate Bank Account as no dividend was declared during the financial year;
 - (iii) not posted warrants to any member of the company as no dividend was declared during the financial year;
 - (iv) no amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years during the financial year under scrutiny; and
 - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of directors of the company is duly constituted. There was no appointment of Additional Directors, Alternate Directors and Directors to fill casual vacancy during the financial year.

(3)

15. The Company has not appointed any Managing Director / Whole-Time Director / Manager during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar of Companies and / or such other authorities prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.
19. The Company has not issued any shares, debentures or any other securities during the year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares & bonus shares pending registration of transfer of shares.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The Company has not made any borrowings during the financial year ended 31st March, 2007.
25. The Company has made loans and investments, or given guarantees or provided securities to other bodies corporate in compliance with the provisions of the Act and had made necessary entries in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the year under scrutiny.
27. The Company has not altered the provisions of the memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the memorandum with respect to name of the Company during the year under scrutiny and complied with the provisions of the Act.

(4)

29. The Company has not altered the provisions of the memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or show cause notices received by the company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The company has not deducted any contribution towards Provident Fund during the financial year.

Signature:

SD/-

Name of the Company Secretary: **KULDEEP JAIN**

Place: Mumbai
Date: 30/06/2007

C. P. No. : 4236

(5)

Annexure "A"**Registers maintained by the Company:-****Statutory and Other Registers**

1. Members Register U/s. 150 of the Act.
2. Register & Returns U/s 163
3. Directors Register U/s. 303 of the Act.
4. Register of Director's Share Holding U/s. 307 of the Act.
5. Books of Accounts U/s 209
6. Register of Contracts, Companies and Firms in which Directors of the Company are interested U/s. 297, 299, 301 and 301(3) of the Act.
7. Minutes Book of the General Meeting & Board Meeting U/s. 193 of the Act.
8. Register of Transfer.
9. Register of Investment
10. Register of Directors Attendance.


Annexure "B"

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ended 31st March 2007.

Sr. No.	Form No./ Return	Filed Under Section	For	Date of Filing	Whether filed within prescribed time Yes/No	If delay in filing whether requisite additional fee paid Yes/No
1.	Balance Sheet	220	31.03.2006	01.01.2007	No	Yes
2.	Annual Return	159	30.09.2006	09.01.2007	No	Yes
3.	Compliance Certificate	383A	31.03.2006	01.01.2007	No	Yes