

Sixth  
Annual Report  
1996-97

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CS	<input type="checkbox"/>	DPY	<input checked="" type="checkbox"/>
RO	<input type="checkbox"/>	DIV	<input checked="" type="checkbox"/>
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AGM	<input checked="" type="checkbox"/>	SHI	<input checked="" type="checkbox"/>
YE	<input checked="" type="checkbox"/>		<input type="checkbox"/>

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**SAI INDUSTRIES LIMITED**

**BOARD OF DIRECTORS**

Shri Bhoj Raj Singh	<i>Chairman</i>
Shri Niraj Kumar Singh	<i>Vice Chairman &amp; Managing Director</i>
Shri S. Anand	<i>Director</i>
Shri S. D. R. Chadha	<i>Director</i>
Dr. S. M. Pathak	<i>Director</i>

**COMPANY SECRETARY**

Shri Kanwal Goyal

**BANKERS**

**CANARA BANK**  
Nehru Place  
New Delhi-110 019

**INDIAN BANK**  
Aurobindo Place  
Hauz Khas  
New Delhi-110 016

**AUDITORS**

**M/S. GOYAL & GOYAL**  
Chartered Accountants  
C-2/4, Community Centre  
Ashok Vihar, Phase-II  
Delhi-110 052

**REGISTERED OFFICE**

202, Aurobindo Place  
Hauz Khas  
New Delhi-110 016

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**SAI INDUSTRIES LTD.****NOTICE TO THE SHAREHOLDERS FOR THE SIXTH ANNUAL GENERAL MEETING**

Notice is hereby given that the Sixth Annual General Meeting of the Company will be held as scheduled below :

Day and Date	:	Tuesday, 30th September, 1997
Time	:	3.00 P.M.
Place	:	Kalyan Kendra, Paschimi Marg, Vasant Vihar, New Delhi-110 057

The agenda for the Meeting will be as follows :

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended 30th June, 1997 and the Balance Sheet as at that date and the Reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Sh. S. Anand, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Shri S. D. R. Chadha, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration. M/s. Goyal and Goyal, Chartered Accountants, the retiring Auditors, are eligible for re-appointment.

By Order of the Board of Directors

Place : New Delhi  
Date : September 1, 1997

(Bhoj Raj Singh)  
Chairman

**NOTES**

1. The Register of Members and Share Transfer Books of the Company will remain closed from 16.09.1997 to 30.09.1997 (both days inclusive).
2. A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote instead of himself and such proxy need not be a member of the Company. A proxy, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the time of holding the Meeting.
3. Members desiring any information on the accounts at the Annual General Meeting are requested to write to the Company at its Registered Office atleast 10 days in advance so as to enable the Company to keep the information ready.
4. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are, therefore, requested to bring the copy of the Annual Report with them at the Meeting.

## SAI INDUSTRIES LTD.

## DIRECTORS' REPORT

To the Shareholders of SAI INDUSTRIES LTD.

The Directors take pleasure in presenting the Sixth Annual Report of your Company and the Audited Statement of Accounts for the year ended on June 30, 1997.

## Operations

The financial results of operations of your Company for the year ended on June 30, 1997 are as follows :

(Figures in Rupees)

	1996-97	1995-96
Total Income	32,36,795	42,69,987
Profit/(Loss) before Depreciation and Tax	(34,21,071)	16,70,509
Depreciation	5,98,491	5,92,632
Profit/(Loss) before Tax	(40,19,562)	10,77,877
Provision for Income Tax	600	—
Profit/(Loss) after Tax	(40,20,162)	10,77,877
Profit Brought Forward	53,00,278	42,22,401
Profit available for Appropriation	12,80,116	53,00,278
<b>Appropriations</b>		
Transfer to General Reserve	—	—
Provision for Dividend	—	—
Surplus Carried forward	12,80,116	53,00,278

The capital markets have remained extremely depressed during the entire year. Your Company predominantly being an investment Company had to face rough weather during this period. As a result, the performance of the Company has not been as anticipated. It is expected that with the consistent growth of the economy, the capital markets will shortly show improvement and your Company is in the process of reorganising its investment portfolio and as such, your Directors are hopeful of reporting improved results in the forthcoming years.

## Projections v/s Performance

Projections vs Performance for the year 1996-97 as per Clause 43 of the Listing Agreement are furnished hereunder :

(Rs. in Lacs)

	Projections (As per Prospectus dated 30.03.95)	Performance (Actual)
Income	201.95	32.37
Profit/(Loss) before Depreciation and Tax	157.75	(34.21)
Profit/(Loss) before Tax	142.35	(40.20)
Profit/(Loss) after Tax	123.35	(40.20)
Equity Capital	300.00	296.76
EPS	4.11	—
Reserves & Surplus	160.30	13.52
Dividend	18%	—

The performance was affected adversely on account of sluggish capital market conditions during the entire year.

## SAI INDUSTRIES LTD.

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### Dividend

As the Capital Markets have just begun to show signs of recovery, it is necessary to conserve the resources of the Company. Your Directors, therefore, do not recommend any Dividend for the year.

### Conservation of Energy & Technology Absorption

As the Company is not engaged in manufacturing/processing, it is not in a position to undertake any measures for energy conservation or technology absorption.

### Foreign Exchange Earnings and Outgo

Expenditure in Foreign Exchange during this period was Rs.2.42 Lacs.

### Deposits

The Company has no public deposits and has neither invited nor accepted any deposits from the public during this period.

### Directors

Shri S. Anand and Shri S. D. R. Chadha, Directors retire by rotation and being eligible, offer themselves for re-appointment. Shri Jawahar Vaidvelu has resigned from the Directorship of the Company w.e.f. 15th July, 1997 on account of his increasing commitments.

### Employees

During the year, there was no employee, whose particulars are required to be given under Section 217 (2A) of the Companies Act, 1956.

### Auditors

In accordance with the provisions of Companies Act, 1956, M/s. Goyal & Goyal, Chartered Accountants, statutory auditors, retire at the conclusion of the Annual General Meeting and being eligible, offer themselves for re-appointment. The Company has received a certificate from M/s. Goyal & Goyal to the effect that their appointment, if made, would be within the prescribed limit u/s 224 (1-B) of the Companies Act, 1956.

### Acknowledgements

Your Directors take this opportunity of expressing their gratitude to Canara Bank, Nehru Place, New Delhi and Indian Bank, Hauz Khas, New Delhi for the co-operation and assistance extended to your Company.

The Directors also place on record their sincere appreciation for the efficient services rendered by the employees.

For and on behalf of the Board of Directors

Place : New Delhi

Date : September 1, 1997

(Bhoj Raj Singh)  
Chairman