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Board of Directors

Sri N.V. Satyanarayana Sri M. Sudarshan Dr.G. Narender Sri J.Vidyasagar Sri K. Nagabhushanam Sri A. Janardhan Reddy Sri N. Mallesham Sri K. Maheshwar Sri K. Chiranjeevi Managing Director It Managing Director Director Director Director Director Director Director Director Director Director

Auditors

BVR & ASSOCIATES

Chartered Accountants B-13/F-4, 2-1-668 O U Road, Vidyanagar Hyderabad

Bankers

Andhra Bank

Somajiguda, Hyderabad

UTI Bank Limited

Somajiguda, Hyderabad

State Bank of Hyderabad

Himayatnagar, Hyderabad.

Registered Office

3-6-687, 10-B, Himayatnagar, Str No.10 Hyderabad - 500 029.

Memory Polymers Limited

NOTICE

NOTICE is hereby given that the Sixth Annual General Meeting of the members of *Memory Polymers Limited* will be held on Tuesday the 12th December, 2000 at 11.00 a.m. at 3-6-687, 10-B, Himayatnagar, Str No 10, Hyderabad - 500 029, to transact the following business

Ordinary Business:

- To receive, consider and adopt the audited accounts for the year ended 31st March, 2000 together with the reports of the Directors and the Auditors thereon.
- 2 To appoint Directors in the place of Sri M. Sudershan, Dr. G. Narender and Sri J. Vidyasagar who retire by rotation and being eligible offer themself for re-appointment.
- 3 To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

By Order of the Board for Memory Polymers Limited

Hyderabad. Date 18-11-2000

j_ N.V. Satyanarayana Managing Director

NOTES:

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy
 to attend and vote instead of himself/herself and such proxy need not be a member
 of the Company. Proxies in order to be effective, must be received by the
 Company not less than 48 hours before the meeting.
- 2 The Register of Members and Share Transfer registers will remain closed from 8th December, 2000 to 12th December, 2000 (Both days inclusive).
- 3 The members are requested to notify change if any, in their address to the Registered Office of the Company and correspond on all matters relating to shares.

Memory Polymers Limited

DIRECTORS REPORT

Your Directors have pleasure in presenting the Sixth Annual Report together with the Audited statement of accounts for the year ended 31st March, 2000

PROJECT STATUS

The Company's manufacturing facilities being set up at Annojiguda Village, Ranga Reddy district have been kept in abayance. The laboratory and pilot plant set up at Hyderabad is fully operational and the Company has taken up commercial operation during the year.

PUBLIC DEPOSITS

The Company has not accepted any Public Deposits during the year.

AUDITORS

M/s BVR & Associates, Chartered Accountants, Hyderabad the auditors of the Company retire at the ensuring Annual General Meeting and are eligible for re-appointment.

DIRECTORS

Sri M. Sudershan, Dr G. Narender, Sri J. Vidyasagar retire at this Annual General Meeting and being eligible offer themself for reappointment

CONVERSION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS OR OUTGO

The Company though has commenced commercial operations is not into full scale operation and as such the requirements relating to Energy conservation, Technology absorption etc. are not applicable. There are no foreign exchange earnings or outgo during the year.

STATEMENT PERSUANT TO CLAUSE 43 OF THE LISTING AGREEMENT WITH STOCK EXCHANGE

The Company could not achieve the sales turnover of Rs 9 60 crores and net profit of Rs.3.73 crores as projected in the prospectus dated 16th February, 1996 as the project is under implementation.

ACKNOWLEDGEMENTS

Your Directors take this opportunity to place on record their sincere thanks to the Company's Shure holders, Bankers, Customers and various Central and State Government Agencies for their Co-operation and assistance extended to the Company

The Board also wishes to place on record the appreciation of the valuable services rendered by the employees of the Company

For and on behalf of the Board

N.V. Satyanarayana Managing Director

Hyderabad Date 18-11-2000