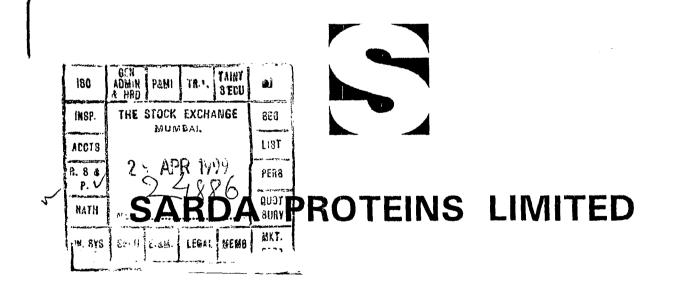


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SARDA PROTEINS LIMITED



BOARD OF DIRECTORS

Sh. D.P. Sarda

Sh. C.S. Sarda

Sh. M.S. Somani

BANKERS

State Bank of Bikaner & Jaipur Punjab National Bank

AUDITORS :

S.S. Kothari & Co. Chartered Accountants New Delhi

HREGISTERED OFFICE & WORKS

SP-919, Industrial Area, Phase-III, Bhiwadi, Distt. Alwar, Rajasthan--301 019

ADMINISTRATIVE OFFICE

14, Nazafgarh Road New Delhi-110 015

SHARE TRANSFER AGENTS

In Houseshare Registry
3, Community Centre,
Nairana Industrial Area, Phase-I,
New Delhi-110 028
Phone: 579-2012, 2013, 2014, 2015
Fax No.: 91-11-579-2011

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SARDA PROTEINS LIMITED



DIRECTORS' REPORT

To The Members,

Your Directors have pleasure in presenting their Seventh Annual Report on the operation of the Company and Audited Accounts for the financial year ending 31.03.1998 with Auditor's Report thereon.

OPERATION

During the year under review your company has made a net profit on Rs.3.92 lacs as compared to the net profit of Rs.5.81 lacs during the previous year.

ACCOUNTS AND FINANCIAL DATA

(Rs. in lacs)

(113.					
Particulars	Current Year Previous Year				
Total Income	1140.49	1107.16			
Profit before Depreciation					
and Misc. Exp. W/Off	16.88	18.08			
Depreciation and Misc. Exp. W/	Off 12.12	11.42			
Net Profit/(Loss) before Tax	4.75	6.66			
Provision for Tax	0.83	0.85			
Profit/(Loss) after Tax	3.92	5.81			

TRANSFER TO RESERVES

During the year your company has earned a net profit of Rs.3.92 Lacs and considering the funds requirment of the company your directors does not recommend any dividend and the full amount of Rs.3.92 Lacs has been kept in the Profit & Loss Account in addition to the previous year balance of Rs.22.61 Lacs.

GOVT. POLICIES AFFECTING THE PERFORMANCE OF THE COMAPNY

In unprecedent manner most of the state govts., where mustard oil sells, the sale of mustard oil is banned. It may effect the performance of the company.

DIRECTORS

During the year there is no change in the Board of Directors'. However Sh. C.S. Sarda will retire by rotation at the ensuing Annual General Meeting. Being eligible he offers himself for re-appointment. The board recommend his re-appointment.

AUDITORS

M/s S.S. Kothari & Co., Chartered Accountants, New Delhi will retire at the conclusion of the ensuing Annual General Meeting being eligible offer themselves for re-appointment. They have furnished certificate to the effect that their appointment if made will be in accordance with Sub-section (1-B) of Section 224 of the Companies Act, 1956. In pursuant of the auditors report we comment for point regarding gratuity as under:

Regarding gratuity provision we have to state that the none of the employees' has completed five years of service necessary for eligibility, therefore the company has not provided for Gratuity. However the auditors have mentioned the notional amount of gratuity as may be paid by the company in future, relating to the year under consideration. There is no other material qualification expressed by Auditors on the accounts of the Company and their notes are self explanatory.

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SARDA PROTEINS LIMITED



FIXED DEPOSITS

During the financial year under review the Company has not accepted any deposits pursuant to Section 58-A of the Companies Act, 1956, read with Companies (Acceptance of Deposits) Rules 1975.

PARTICULARS OF EMPLOYEES

During the year under review there were no employees drawing annual remuneration of Rs.3,00,000/- or Rs.25,000/- per month in case he was employed for a part of the year.

FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has not earned any foreign exchange and has not spent any amount in foreign exchange during the year.

INFORMATION REGARDING CONSERVATION OF ENERGY

Your Directors always put stress on minimising the per unit cost of energy and fuel consumed and also to use energy, electricity and fuel at the optimum level. The particulars of power & fuel used is annexed herewith and forms integral part of the report.

ACKNOWLEDGEMENT

Your Directors are pleased to put on record with gratitude the co-operation, assistance and support extended by employees, clients, various/Govt. agencies and shareholders of the Company.

On behalf of the Board

Sd/-

Place : Bhiwadi

Date: 31st August, 1998

D.P. Sarda Chairman

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SARDA PROTEINS LIMITED



ANNEXURE 'A'

Information required under the companies (Disclosure of Particulars in the Report in the Report of the Board of Directors) Rules, 1988.

- a) The Company has not installed any new energy saving equipment.
- b) There are no additional investment proposals, as plant and machinery is new.
- c) Impact of measures in (a) and above for reduction of energy consumption and its impact on the cost of production:

 No major impact has been reported.
- d) Total energy consumption and energy consumption per unit of production as per Form 'A'.

	Form for disclosure of particulars with respe	ct to	con	servation of energ	y .
Po	wer & Fuel Consumption			Current Year 1997-98	Previous Year 1996-97
1.	Electricity				
	a) Unit consumed (KWH)			1061234	944412
	Total Amount (Rs.)			3673113.28	2937994.00
	Rate/Unit			3.46	3.1
	b) Other Generation				
	Diesel Generator (KWH)			46800	85218
	Total Amount (Rs.)			175637.00	307669.50
	Rate/Unit			3.75	3.6
2.	Fuel				
	Coal Consumed (M.Tons) Total Amount			242.840	217.50
_				631688.00	5510162.84
3.	Processing of M. Seed in Qtls.			80196.26	75056.38
4.	Electricity Consumed Per Qtl. of seed processed			13.81	13.72
5.	Coal Consumed (in M. Tons)/Qtls. of seed processed			.003	.003
	FORM 'B'				
1.	Research & Development		Nil		
2.	Benefit derived as a result of the above		Nil		
3.	Future plan of action	_	То	aim for more er	nergy efficien
	extraction.	_			
4, 11	Expenditure on R&D for the year ended 31st March, 199	8	Nil		
II.	Technology Absorption		Nil		
111.	Foreign Exchange Earnings & Outgo				
	a) Activities relating to exports, Initiative to increase exp				
	development of New Export Markets for products and	Í	N 1 ' 1		
	services and Export plans.		Nil		
	b) Total Foreign Exchange used & Earned		Nil.		
				For & On beh	alf of the Board
					~ "
nı.	an . Districted				Sd/-

Place : Bhiwadi
Date : 31st August, 1998

Sd/D.P. Sarda
Chairman

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