

SHIKHAR LEASING & TRADING LIMITED

ANNUAL REPORT 2001-2002
=====

DIRECTORS :-

MR. DAMJI L. SHAH
MR. SANJAY A. DESAI
MR. JADAVJI L. SHAH
MR. VIPUL P. CHHEDA

REGISTERED OFFICE

G-9, Basushree, Cross Road 'A',
Marol, M.I.D.C.
Andheri (East),
Mumbai 400 093.

AUDITORS

M/s. N.B. Purohit & Co
Chartered Accountants
4, Jahangir Mansion Office
Complex, Cinema Road, MUMBAI

BANKERS

Bank of India

SHIKHAR LEASING & TRADING LIMITED

NOTICE:

NOTICE is hereby given that the Seventeenth Annual General Meeting of the members of **SHIKHAR LEASING & TRADING LIMITED** will be held at the Registered Office of the Company at Plot No. G-9, Cross Road 'A', M.I.D.C., Marol, Andheri (E), Mumbai-400093 on Monday the 30th September, 2002 at 3.00 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31ST. March, 2002 and the Profit & Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri. Damji L.Shah , who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration.

SPECIAL BUSINESS:

4. To Consider and if thought fit, to pass with or without modifications the following resolution as Ordinary Resolution.

"Resolved that Mr. Vipul P. Chheda who was appointed as an additional Director of the company pursuant to section 260 of the Companies Act, 1956 and who holds the office of the director until the date of the ensuing annual general meeting and in respect of whom the Company has received a notice in writing together with requisite deposit under section 257 of the companies Act 1956, from a member expressing his intention to propose him as candidate for the office of Director, be and is hereby appointed as director of the company liable to retirement by rotation"

5. To Consider and if thought fit, to pass with or without modifications the following resolution as Ordinary Resolution.

+
"RESOLVED that pursuant to the provisions of section 198, 269,309 read with schedule XIII and other applicable provisions, if any, of the companies Act, 1956 Mr. Vipul P. Chheda be and is hereby appointed as Whole Time Director of the Company for a period of five (5) years from 15th May, 2002 to 14th May,2007 on a salary of Rs. 6500/- per month in the grade of Rs. 6500 -2500 - 19000 p.m. with power to the board to grant such additional increment as the board deems fit. "

"Resolved further that in the event of absence or inadequacy of profits in any financial year of the company during the tenure of Mr. Vipul P. Chheda as whole time director of the company, he be paid the aforesaid remuneration as minimum remuneration."

" Resolved further that Mr. Vipul P. Chheda be issued the letter recording the terms of appointment as per the draft placed before the meeting under the signature of one of the director of the company."

FOR AND ON BEHALF OF THE BOARD.

sd/-

(DIRECTORS)

REGISTERED OFFICE

PLOT NO. G-9, CROSS ROAD 'A',
M.I.D.C., MAROL, ANDHERI (E),
MUMBAI-400093
PLACE : MUMBAI.
Dated : 2nd September, 2002

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2 The Explanatory Statement as required under section 173 (2) of the Companies Act, 1956 is annexed hereto.

3. The instrument appointing proxy should be deposited at the Registered office of the Company not less than 48 hours before commencing of this meeting.

4. The register of members and transfer books of the Company will remain closed from 23rd September,2002 to 29th September 2002.

Explanatory Statement as required under section 173 (2) of the Companies Act, 1956.

In Respect of Item No. 4.

Mr. Vipul P. Chheda who was appointed as whole time director of the company for a period 5 years from 1st October, 2001 resigned with effect from 15th April, 2002. However Mr. Vipul P. Chheda was again appointed as additional Director of the company pursuant to section 260 of the Companies Act, 1956 and who holds the office of the director until the date of the ensuing annual general meeting and in respect of whom the Company has received a notice in writing together with requisite deposit under section 257 of the companies Act 1956, from a member expressing his intention to propose him as candidate for the office of Director, is to be appointed as director of the company liable to retirement by rotation

The Board of Directors recommend the members to adopt the proposed Resolution.

None of the Directors of the company is in any way concerned or interested in the resolution except Mr. Vipul P. Chheda .

In Respect of Item No. 5.

Mr. Vipul P. Chheda was again appointed as whole time Director of the company by the Board of Directors for a period of 5 years with effect from 15th May, 2002 subject to the approval of the company in general meeting. He has wide knowledge and vast business experience in the management of the company. In the opinion of the directors it will be in the interest of the company that Mr. Vipul P. Chheda be appointed as a whole time director of the company on payment of remuneration to him as stated in the resolution including minimum remuneration. Mr. Vipul P. Chheda may be regarded as concerned and interest in the appointment. No other director is concerned or interested in the said appointment.

The Board of Directors recommend the members to adopt the proposed Resolution.

FOR SHIKHAR LEASING & TRADING LIMITED.

Sd/-

DIRECTOR

SHIKHAR LEASING & TRADING LIMITED
REGD.OFFICE; PLOT NO. G-9, CROSS ROAD 'A',
M.I.D.C., MAROL, ANDHERI(E), MUMBAI-400093

DIRECTORS' REPORT

The Members,

The Directors have pleasure in presenting their SEVENTEENTH Annual Report together with the Audited Accounts of the Company for the year ended 31st March 2002.

	(Rs.in Lacs) Year ended 31-3-2002 =====	(Rs.in Lacs) Year ended 31-3-2001 =====
Gross Profit Before Interest, Depreciation and Taxation	32.19	42.96
<u>Deduct:-</u>		
Depreciation	0.65	0.69
Provision for taxation	11.30	18.90
Income Tax of Earlier Year	6.39	0.00
Deferred tax Liabilities	0.05	0.00
	-----	-----
Net profit	13.80	25.37
Balance brought forward.	202.95	177.58
	-----	-----
Balance carried forward	216.75	202.95
	=====	=====

DIVIDEND:-

In order to conserve the financial resources your directors do not recommend any dividend for the year under report.

OPERATION:-

The Company has earned a gross total Income of Rs.43.60 lacs for the year under review against the gross total Income of Rs. 58.70 lacs during the previous year.

DIRECTORATE:-

Shri Damji L.Shah retires by rotation and being eligible offers himself for re-appointment .

Mr Vipul P. Chheda who was earlier appointed as director of the Company resigned as director and whole time director with effect from 15th April,2002.Mr. Vipul P. Chheda was again appointed as additional Director of the Company during the year. He holds the office of the director until the date of ensuing general meeting. The Board of Directors of the Company has also again appointed him as the whole time director of the company for a period of five year from 15th May,2002 to 14th May, 2007. The resolutions proposing his appointment as director and whole time director of the Company are proposed for the approval of the members.

PARTICULARS OF EMPLOYEES:-

The company did not employ anybody drawing remuneration of Rs. 24,00,000/- or more per annum or Rs.2,00,000/-or more per month and hence the question of providing information under section 217(2A) Of the companies Act, 1956 does not arise.

DISCLOSURES OF PARTICULARS WITH RESPECT TO CONSERVATION ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGES EARNINGS AND OUTGO.

Particulars regarding conservation of energy, technology absorption as required pursuant to section 217 (1) (e) of the Companies Act, 1956, as amended are not given since the said section is not applicable to the Company.

Foreign exchange earnings. Nil
Foreign exchange outgo. Nil

PUBLIC DEPOSIT:

The Company has not accepted any deposit from public. Therefore provision of section 58(A) of Companies Act, 1956 are not applicable to the Company. There are no unclaim or unpaid deposits for which information to be given in this report.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provision of Sub-Section (2AA) of section 217 of the companies Act, 1956 your directors confirm:

i) That in the preparation of the annual accounts for year ended 31st March, 2002, the applicable accounting standards had been followed along with proper explanation relating to material departures;

ii) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 31st March, 2002 and of the profit of the Company for that period;

iii) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities ;

iv) That the Directors had prepared the annual accounts on a going concern basis.

AUDITORS

M/S. N.B. Purohit & Co., Chartered Accountant present Auditors of the Company retire at the ensuing Annual General Meeting and are eligible for re-appointment. You are requested to consider their re-appointment.

FOR AND ON BEHALF OF THE BOARD

SD/-

DIRECTORS

PLACE: MUMBAI

Dated : 2nd September, 2002

AUDITOR'S REPORT TO THE MEMBERS**TO THE MEMBERS OF SHIKHAR LEASING & TRADING LIMITED**

We have audited the attached Balance Sheet of **SHIKHAR LEASING & TRADING LIMITED** as at 31st March ,2002 and the Profit & Loss Account of the Company for the year ended on that date annexed thereto These financial statement are the responsibility of the Company's management. Our Responsibility is to express an opinion on these financial statements based on our audit and we report that:

1. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by managements, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
2. As required by the Manufacturing and Other Companies (Auditor's Report) Order, 1988, issued by the Company Law Board in terms of Section 227 (4A) of the Companies Act, 1956, we give in the Annexure, hereto a statement on the matters specified in paragraphs 4 and 5 of the said Order.
3. Further to our comments in the Annexure referred to in paragraph 1 above, we report that:
 - (a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of such books.
 - (c) The Balance Sheet and Profit & Loss Account referred to in this report are in agreement with the books of account.
 - (d) In our opinion , the Profit & loss account and Balance sheet comply with the accounting standard referred to in the sub section 3C of Section 211 of the Companies Act, 1956.
 - (e) On the basis of our review of the confirmations received from the companies in which the Directors of the Company are directors and the information & explanations given to us, none of the Directors of the Company are as at 31st March,2002 disqualified from being appointed as directors of the Company under clause (g) of sub section (1) of section 274 of the Companies Act 1956.

ON PAGE 2...