SHREE PRECOATED STEELS LIMITED

5th

ANNUAL REPORT
2012-13

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri Ishwarlal S Ajmera	Chairmain & Managing Director
Shri Sanjay C Ajmera	Managing Director
Shri Dhaval R Ajmera	Director-Operations & Marketing
Shri Jagdish J Doshi	Director
Shri Ambalal C Patel	Director
Shri Nilesh Sarvaiya	Director

COMPLIANCE OFFICER

Mr. Harish Taparia

BANKERS

Dena Bank
ICICI Bank Ltd.

AUDITORS

M/s. V. Parekh & Associates
Chartered Accountants
37, Hamam Street, 2nd Floor, Fort,
Mumbai - 400 001.

REGISTERED OFFICE

Rehman Building, 2nd Flr. Mezzanine,
24 Veer Nriman Road, Fort,
Mumbai-400 001
www.spsl.com
E-mail - investors.spsl@gmail.com

FIFTH ANNUAL GENERAL MEETING

Date	:	**27th September, 2013**
Day	:	**Friday**
Time	:	**12.45 P.M**
Place	:	**Activity Hall, Gr. Floor, Juhu Vile Parle Gymkhana Club, N. S. Road, JVPD Scheme, Vile Parle (West), Mumbai - 400 049.**
Book Closure	:	**Saturday, 21st September, 2013 to Friday 27th, September, 2013 (Both days inclusive)**

REGISTRAR & SHARE TRANSFER AGENT

Sharex Dynamic (India) Pvt Limited,
Branch Office : Unit 1, Luthra Industrial Premises
Andheri Kurla Road, Safed Pool, Sakinaka,
Andheri (E), Mumbai - 400 072.

NOTICE

NOTICE is hereby given that the Fifth Annual General Meeting of the Shareholders of Shree Precoated Steels Limited will be held on Friday, September 27, 2013 at 12.45 P.M. at Activity Hall, Ground Floor, Juhu Vile Parle Gymkhana Club, N. S. Road, JVPD Scheme, Vile Parle (West), Mumbai 400049 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2013 and the Profit and Loss Account ended on that date and the Report of Auditors and Directors thereon;
2. To appoint a Director in place of Shri Ishwarlal S Ajmera, Chairman and Managing Director who retires by rotation and being eligible, offers himself for reappointment;
3. To appoint a Director in place of Shri Nilesh Sarvaiya, Director, who retires by rotation and being eligible, offers himself for reappointment;
4. To appoint Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass with or without modification(s), the following resolution, which will be proposed as an Ordinary Resolution:

   "RESOLVED THAT M/s. V Parekh & Associates, Chartered Accountants, Mumbai, be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration to be decided by the Board in addition to out of pocket expenses as may be incurred by them during the course of the Audit."

SPECIAL BUSINESS:

5. Alteration of other Object Clause (III-C) of the Memorandum of Association of the Company:

   To consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:-

   "RESOLVED THAT pursuant to the provisions of Section 17 and other applicable provisions, if any of the Companies Act, 1956, the Other Object Clause (III-C) of the Memorandum of Association of the Company, be and is hereby altered by insertion of new Clause No 67and 68 after the existing Clause No. 66:

   67. To carry on the business in India or abroad to take on lease, rent, hire, sell and to construct, build, establish, erect, promote, undertake, acquire, own operate, equip, manage, renovate, recondition, turn to account, maintain and to run warehouses, cold storage, container yards, dry storage area, godowns, open platforms, refrigeration houses, stores and other similar establishments to provide facilities for storage of commodities, goods, articles and things, and for the purpose to act as C & F agent, custodian, warehouseman, transportation and distribution agent, maintain cold storage, storage chambers, refrigerators, room coolers and freezing house for storage and preserving all types of fruits and vegetables, dehydrated food, provision of fruits, commodities, articles, things and preparation of all kinds and descriptions whatsoever.

   68. To carry on business of farming, sell serve, distribute, manage, market, selling, serving, processing, producing, pack, preserve, extract, refine, manufacture, import, export, buy, trade, deal & distribute both natural & artificial fresh & canned all types of fruits & vegetables, dry fruits, spices & condiments, processed foods, health foods, protein foods, food products, agro foods, fast foods, packed foods, milk foods, health and diet foods and drinks, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods,

preserved foods, bakery products and confectionery items such as breads, biscuits, sweets, cakes, pastries, cookies, wafers, condoles, lemon drops, chocolate, toffees, tinned fruits, chewing gum, bubble gum, tea and coffee, jams, jelly, pickles, squashes, sausages, nutrient, cereals products and any other food products in and outside India ,and otherwise deal in all kinds of organic and inorganic foods products and drinking products like soft drinks, aerated drinks, beverages of all kinds and other consumable provision of every description .

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution and to settle any questions or disputes that may arise in relation thereto."

6. Commencement of New Business:

To consider and if thought fit to pass with or without modification following resolution as a Special Resolution:-

"RESOLVED THAT pursuant to Section 149 (2-A) and other applicable provisions, if any, of the Companies Act, 1956, consent is hereby given to the Board of Directors to commence and continue to commence any or all of the business activities specified in the Clause 67and Clause 68 of the Other Object Clause (III-C) of the Memorandum of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution and to settle any questions or disputes that may arise in relation thereto."

NOTE

I. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE METING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF OR HERSELF AND SUCH PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

II. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

III. The Register of Members and Share Transfer Books of the Company will remain closed for Seven days from the 21st September 2013 to the 27th September 2013 (both days inclusive).

IV. All documents referred to in the accompanying Notice and the Explanatory Statement is open for inspection at the Registered Office of the Company during the office hours on all working days except Sundays between 11.00 a. m. and 1.00 p. m., up to the date of the ensuing Annual General Meeting.

V. Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in order of the names will be entitled to vote.

VI. Members are requested:

a. to notify any change in their addresses to their Depository Participants (DPs) in respect of their electronic share accounts quoting Client ID no. and to the Sharex Dynamics (India) Private Limited – Registrar and Transfer Agent (RTA) or to the Company in respect of their physical shares quoting their folio numbers;

b. to write to RTA to enable them to consolidate their holdings in one folio, who are not opting for depository and are holding Shares in identical order of names in more than one folio;

c. to write to the Company at an early date so as to enable the Management to keep information ready, who are desiring any information as regard to accounts;

d. to bring their Client ID and DP ID numbers for easy identification of attendance at the Meeting, who hold Shares in dematerialized form;

e. to bring their copies of the Annual Reports to the Meeting.

In terms of Section 109A of the Companies Act, 1956, the Share holder(s) of the Company may nominate a person on whom the Shares held by him/them shall vest in the event of his/their death. Share holder(s) desirous of availing this facility may submit nomination in Form 2B.

By Order of the Board of Directors

For SHREE PRECOATED STEELS LTD.

Ishwarlal S. Ajmera

Chairman & Managing Director

Place : Mumbai,

Date: 12th August, 2013

Registered Office:

Rehman Building, 2nd Floor Mezzanine, 24

Veer Nariman Road, Fort, Mumbai- 400 001.

EXPLANATORY STATEMENT

As required by Section 173 (2) of the Companies Act, 1956, the following Explanatory Statements set out all material facts relating to the business under Item Nos.5 & 6 of the accompanying Notice dated 12th August, 2013:

ITEM No.5:

The government has declared various fiscal incentives for logistic and warehousing business. Further having regard to the food security bill, storage of food is required at various places. In order to diversify into business ventures which are related to our main activity and in line with the government incentive policy your Directors have decided to alter the Object clause (III-C) by inserting two new clauses relating to logistic and food processing business.

Your Directors recommend Special Resolution at Item No.5 for your approval.

None of the Directors of the Company is in any way deemed to be concerned or interested in the resolution.

ITEM NO. 6

Your company intends to enter into real estate based businesses such as logistic and warehousing as a corollary to its main business. Further as an extension of logistic and warehousing business, the company also plans to enter into food processing business as provided in terms of Clause nos. 67and 68 of the Other Object Clause (III-C) of Memorandum of Association. For commencement of new business/activities,under the provisions of Section 149(2A) of the Companies Act, 1956 approval of shareholders by way of Special Resolution is required hence this resolution

Your Directors recommend Special Resolution at Item No.6 for your approval.

None of the Directors of the Company is in any way deemed to be concerned or interested in the resolution

By Order of the Board of Directors

for SHREE PRECOATED STEELS LTD.

ISHWARLAL S AJMERA
CHAIRMAN & MANAGING DIRECTOR

Place : Mumbai,
Date : 12th August, 2013
Registered Office:
Rehman Building, 2nd Floor Mezzanine,
24 Veer Nariman Road, Fort, Mumbai- 400 001.

INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT

As required under the Listing agreement, the particulars of Director who are proposed to be appointed / re-appointed are given below:

A	Name	Shri Ishwarlal S. Ajmera
	Date of Birth	30th October 1925
	Date of Appointment	15th October 2007
	Expertise in specific functional area	Industrialist with rich business experience in general.
	Qualifications	Higher Secondary
	Directorship held in other listed/ unlisted public companies as on 12th August, 2013	Ajmera Steels Strips Limited Shree Ram Estates Limited Ajmera Biofuel Limited
	Chairman / Member of the Committees of the Board of the other Companies on which he is a Director as on 12th August 2013.	Nil

B	Name	Shri Nilesh Sarvaiya
	Date of Birth	7th April, 1969
	Date of Appointment / Period	30th January, 2010
	Expertise in specific functional area	Over all 15 year vast experience in trading Electrical equipments .
	Qualifications	Commerce Graduate and DBM from Mumbai
	Directorship held in other listed/ unlisted public companies as on 12th August, 2013	Nil
	Chairman / Member of the Committees of the Board of the other Companies on which he is a Director as on 12th August 2013.	Nil

By Order of the Board of Directors
For **SHREE PRECOATED STEELS LTD.**

Ishwarlal S. Ajmera
Chairman & Managing Director

NOTICE

Place : Mumbai,
Dated : 12th August,2013
Registered Office:
Rehman Building, 2nd Floor Mezzanine, 24
Veer Nariman Road, Fort, Mumbai- 400 001.