

33rd
ANNUAL REPORT
2006-2007

SINNAR BIDI UDYOG LIMITED

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33RD ANNUAL REPORT

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A REQUEST

The Practice of distributing copies of the Annual Report at the Annual General Metting has been discontinued in view of the high cost of paper and printing. You are therefore requested to bring your copy of the Annual Report of the Meeting.

SINNAR BIDI UDYOG LIMITED**33RD ANNUAL REPORT
2006-2007****BOARD OF DIRECTORS**

- **N. L. PATIL** Director
- **M. D. DESHPANDE** Director
- **B. S. PAWAR** Director

AUDITORS

- **ANAND S. DAGA**
Chartered Accountants
Nashik - 422 001.

BANKERS

- **BANK OF BARODA**
Nashik - 422 001.

REGISTERED OFFICE

- 2, Gurukrupa Apartment,
N. C. Kelkar Marg,
Dadar (W), Mumbai - 400 028.

ADMINISTRATIVE OFFICE

- "CAMEL HOUSE"
Nashik - Pune Road,
Nashik - 422 011.

SINNAR BIDI UDYOG LIMITED

Personnel

The employer employee relations continued to be cordial during the year and we wish to place on record our appreciation for the services rendered by employees and staff at all the levels. None of the employees received emoluments exceeding the limits set out under section 217 (2A) of the Companies Act, 1956.

Directors

Shri.H.L.Shingne has tendered his registration w.e.f. 2nd September, 2006. The Board places on record its sincere appreciation for the services rendered by him during his tenure as a Director.

Shri N.L.Patil, Director retires by rotation and being eligible, offers himself for reappointment.

Directors' Responsibility Statement

As stipulated in Section 217(2AA) of The Companies Act, 1956, your directors subscribe to the 'Directors Responsibility Statement' and confirm that

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations relating to material departures;
- ii) 'appropriate accounting policies have been selected and applied consistently and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2007 and the profit of the company for the year ended 31st March, 2007;
- iii) proper and sufficient care have been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

- iv) the annual accounts have been prepared on a going concern basis.

Compliance Certificate From Practicing Company Secretary :

Certificate obtained from M/s.J.H.Ranade & Associates, Company Secretaries, Thane under section 383A of the Companies Act, 1956. is attached to the Director Report.

Auditors

Mr.Anand S Daga, Chartered Accountant, Nashik retires at the forthcoming Annual General Meeting and has furnished a certificate of his eligibility for appointment under Section 224 (1) of the Companies Act, 1956. The Board recommends appointment of the Auditor.

Acknowledgments

Your Directors take opportunity to place on record their appreciation of the devoted services of the employees at all levels throughout the year. Your Directors also wish to place on record their appreciation of the assistance and continued co-operation extended by Bankers, Government Authorities and Financial Institutions.

For and on Behalf of The Board of Director

Place : Nashik

Date : June 29, 2007

N.L.PATIL

Chairman

J. H. RANADE & ASSOCIATES**Company Secretaries**

24A/25A, Dhanalaxmi Chambers, Off Gokhale Road, Near Railway Station, Thane (W) - 400 602.

Tele/Fax : 2544 24 34 Email ID : jhr_asso@rediffmail.com

COMPLIANCE CERTIFICATE**(In terms of Section 383A (1) of the Companies Act, 1956)**

Registration No. of the Company 11-17734

Nominal Capital : Rs. 20.00 Lacs

The Members

Sinnar Bidi Udyog Limited

2, Gurukrupa Apartments,

N. C. Kelkar Marg, Dadar (W)

Mumbai - 28.

We have examined the registers, records, books and papers of Sinnar Bidi Udyog Limited (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the Financial Year ended 31st March, 2007, (Financial year). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year.

1. The Company has kept and maintained all Registers as stated in Annexure 'A' to this certificate, as per the provisions of the Act and the Rules made thereunder and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Register of Companies, Maharashtra, Mumbai within the time prescribed under the Act and the rules made thereunder.
3. The Company being a Public Limited Company, comments are not required.
4. The Board of Directors duly met 21 (Twenty One) times respectively on 5/04/2006, 15/05/2006, 1/06/2006, 5/06/2006, 14/06/2006, 24/07/2006, 31/07/2006, 19/08/2006, 25/08/2006, 2/09/2006, 11/09/2006, 30/09/2006, 20/10/2006, 30/10/2006, 17/11/2006, 28/11/2006, 08/12/2006, 21/12/2006, 06/01/2007, 01/02/2007 and 14/02/2007 in respect of which proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 18th August, 2006 to 25th August, 2006 (both days inclusive) with necessary compliance of Section 154 of the Act.
6. The Annual General Meeting for the Financial Year ended on 31st March, 2006 was held on 25th August, 2006 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in the Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the Financial Year.
8. The Company has not advanced any loan to its Directors and /or to persons or firms or Companies referred in the Section 295 of the Act.
9. The Company has duly complied with the provisions of Section 297 of the Act in respect of contracts specified in that Section.
10. The Company has made necessary entries in the Register maintained under Section 301 of the Act.
11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or the Central Government.
12. The Company has issued duplicate share certificates during the financial year in compliance with provision of the Act.

13. The Company has :
 - i) delivered all the certificates on lodgment of securities for transfer in accordance with the provisions of the Act.
 - ii) Not deposited any amount in separate bank account as no dividend was declared during the financial year.
 - iii) The company was not required to post warrants to any members of the company as no dividend was declared during the financial year.
 - iv) Transferred the amounts in unpaid dividend account, which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund.
 - v) duly complied with the requirements of Seciton 217 of the Act.
14. The Board of Directors of the Company is duly constituted and the appointment of Additional Director has been duly made.
15. The Company has not appointed any Managing Director / Whole-Time Director/Manager during the financial year.
16. The Company has not appointed any Sole-Selling Agents during the Financial Year.
17. The Company was not required to obtain any approvals of the Central Government. Company Law Boards, Regional Director, Registrar and / or such authorities prescribed under the various provisions of the Act.
18. The Directors have disclosed their interest in other Firms/Companies to the Board of Directors pursuant to the provisions of the Act and the Rules made thereunder.
19. The Company has not issued any Shares. Debentures or other Securities during the Financial Year.
20. The Company has not bought-back any shares during the Financial Year.
21. There was no redemption of Preference Shares or Debentures during the Financial Year.
22. There were no transactions necessitating the Company to keep in abeyance rights to dividend, right shares and bonus shares pending registration of transfer of shares.
23. The Company has Complied with the provisions of Seciton 58A and 58AA read with Companies (Acceptance of Deposit) Rules, 1975. However, no deposits were accepted/renewed during the Financial year and the company has filed the copy of Statement in lieu of Advertisement with the Register of Companies, Maharashtra, Mumbai on 15th September, 2006 & 19th February 2007. The Company has also filed Return of Deposit with the Registrar of Companies.
24. The amounts borrowed by the Company from Directors, Members, Public, Financial Institutions, Banks and others during the Financial Year ended 31st March, 2005 are within borrowing limits of the Company as per Section 293 (I) (d) of the Act.
25. The Company has given corporate guarantee and provided security to other body corporate in the compliance with the provisions of the Act and consequently necessary entries have been made in the register kept for that purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another during the financial year.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the Financial Year.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the Financial Year.
29. The Company has not altered the provisions of the Memorandum with respect to Share capital of the Company during the Financial Year.
30. The Company has not altered its Articles of Association during the Financial Year.
31. There were no prosecutions initiated against or

show cause notices received by the Company and no fines or penalties or any other penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.

32. The Company has not received any money as security from its employees during the Financial Year.
33. The Company has been regular in depositing both employees' and employer's contribution to Provident Fund with prescribed authorities pursuant to Section 418 of the Act.

Report

For J. H. Ranade & Associates
Company Secretaries

Place : Thane
Date : 14 th June, 2007

J. H. Ranade
Proprietor (C. P. No. 2520)

J. H. RANADE & ASSOCIATES

Company Secretaries

24A/25A, Dhanalaxmi Chambers, Off Gokhale Road, Near Railway Station, Thane (W) - 400 602.

Tele/Fax : 2544 24 34 Email ID : jhr_asso@rediffmail.com

SECRETARIAL COMPLIANCE CERTIFICATE

In terms of Section 383A (1) of the Companies Act, 1956

ANNEXURE A

Registers as maintained by the Company :

1. Registered of Charges / Copies of instruments creating charges u/s. 143 and 136.
2. Register of Members and Index of Members u/s. 150 and 151.
3. Register of Transfers u/s. 154.
4. Register and Returns u/s. 163.
5. Books of Accounts u/s. 209.
6. Register of particulars of Contracts in which Directors are interested u/s. 301.
7. Register of Directors, Managing Director, Manager, Secretary u/s. 303.
8. Register of Directors shareholdings u/s. 307.
9. Register of Directors Attendance.
10. Minutes books of Board and General Meetings.
11. Register of Investments under section 372A.
12. Register of Renewed and Duplicate Share Certificates as per Rule 7 of the Companies (Issue of Share Certificates) Rules, 1960.
13. Register of Fixed Deposits as per Rule 7 of the Companies (Acceptance of Deposits) Rule 1975.

Contd.....

J. H. RANADE & ASSOCIATES**ANNEXURE B**

Forms and Returns as filed by the Company with the Registrar of Companies, Maharashtra, Mumbai during the financial year ending on 31st March, 2007

Sr. No.	Form No./ Return	Filed Under Section	For	Date of filing	Whether filed within prescribed time (Yes/No)	If delay in filing whether requisit additional Fee paid (Yes/No)
1.	Form 62	58A	Return of Deposit pursuant to Rule 10	28/06/2006	Yes	No
2.	Form 23AC Balance Sheet	220	Year Ended on 31st March, 2006	15/09/2006	Yes	No
3.	Form 20B Annual Return	159	AGm Held on 25th August, 2006	15/09/2006	Yes	No
4.	Form 62	383A	Compliance Certificate for the year 2005-2006	15/09/2006	Yes	No
5.	Form No. 62	205 C	Deposition of unclaimed dividend to IPF	15/09/2006	Yes	No
6.	Form 62	58A	Statement in lieu of	15/09/2006	Yes	No
7.	Form 32	303(2)	Resignation of Director	19/10/2006	No	Yes
8.	Form 32	303(2)	Appointment of Director	19/10/2006	No	Yes
9.	Form 17	138	Satisfaction of Charge	10/11/2006	Yes	No
10.	Form no. 1	205C	Deposition of unclaimed dividend to IPF	16/11/2006	Yes	No
11.	Form no. 8	125	Creation of Charge	27/01/2007	Yes	No
12.	Form 62	58A	Statement in lieu of Advertisement	19/02/2007	Yes	No

For J. H. Ranade & Associates
Company Secretaries

Place : Thane
Date : 14 th June, 2007

J. H. Ranade
Proprietor (C. P. No. 2520)