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# Swojas Energy Foods Limited 5th ANNUAL REPORT : 1997-98

## **BOARD OF DIRECTORS**

| GIORGIO LACOVARA        | CHAIRMAN & MANAGING DIRECTOR       |
|-------------------------|------------------------------------|
| DR. FRANCESCO GIUFFREDI | NOMINEE DIRECTOR OF PARMALAT S.p.A |
| ANGELO UGOLOTTI         | NOMINEE DIRECTOR OF PARMALAT S.p.A |
| NUGGEHALLI J. KESHAVDAS | NOMINEE DIRECTOR OF PARMALAT S.p.A |
| ASHISH R. SHAH          | NOMINEE DIRECTOR OF PARMALAT S.p.A |
| ASHUTOSH R. SHAH        | DIRECTOR                           |
| CAPT. R. K. SHAH        | DIRECTOR                           |
| SNEHAL SHAH             | NOMINEE DIRECTOR OF UTI.           |

## **AUDITORS**:

Bhootra & Mitragotri

Chartered Accountants Flat No. 6, 2nd Floor, 320/1, Somwar Peth, Opp. Shahu Tank, PUNE 411 011

## NEW REGISTERED OFFICE

(w.e.f.1st July, 1998)

S. No. 106-A/1, Plot No. 17 Nirmiti Chambers, Off Senapati Bapat Road Shivajinagar, PUNE 411 016

### SECURITIES LISTED AT :

THE STOCK EXCHANGE, MUMBAI PUNE STOCK EXCHANGE LIMITED THE STOCK EXCHANGE, AHMEDABAD

## FACTORY :

Gat No. 328/1-1, Village Sarvad Taluka & District Dhule - 424001 MAHARASHTRA

- Listing fees paid for 1998-99
- Listing fees paid for 1998-99
- Listing fees not paid for 1998-99

# ANNUAL REPORT SWOJAS ENERGY FOODS LIMITED

## NOTICE

NOTICE is hereby given that the Fifth Annual General Meeting of the Members of Swojas Energy Foods Limited will be held on Thursday, 10th day of December, 1998 at Hotel Aurora Towers, 9, Moledina Road, Pune 411 001 at 10.00 a.m to transact the following business :

- 1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 1998 together with the Profit and Loss Account for the year ended on that date and the Report of the Board of Directors' and Auditors' thereon.
- 2. To appoint a Director in place of Mr. Ashutosh R Shah who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company.
- 3. To appoint a Director in place of Mr. N. J. Keshavdas who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company.
- 4. To consider and if thought fit to pass with or without modification/s the following Resolution as an Ordinary resolution:

"RESOLVEDTHAT M/s.Price Waterhouse & Co., Chartered Accountants, Mumbai be and are hereby appointed as Auditors of the Company in place of M/s. Bhootra & Mitragotri, Chartered Accountants, the retiring auditors, who have convened their unwillingness for re-appointment. *M/s.Price* Waterhouse & Co., will hold office from the conclusion of this Annual General Meeting until conclusion of the next Annual General Meeting and their remuneration be payable be decided by the Board of Directors."

#### SPECIAL BUSINESS :

5. To consider and if thought fit to pass with or without modification/s the following Resolution as an Ordinary Resolution.

**RESOLVEDTHAT** in accordance with the provisions of Section 198, 269, 309, 310, 311 and Schedule XIII and all other applicable provisions, if any of the Companies Act, 1956 and pursuant to the approval received from Government of India, Ministry of Finance, Department of Company Affairs, New Delhi vide their letter No. 1/252/97-CL.VII dated 23rd March, 1998 the Company do hereby accord its approval to the appointment of Mr. Giorgio Lacovara as a Managing Director of the Company for a period of Five years with effect from 5th November, 1997 on the following terms and conditions with a liberty to the Board of Directors to decide, alter, vary and modify the terms and conditions of the said appointment without any further reference to the Members of the Company in General Meeting during the tenure of his appointment. BEMUNERATION:

1. Salary: Rs. 1,34,000/- per month inclusive of all allowances.

PEROUISITES :

CATEGORY A:

- 1. Housing I : The expenditure by the Company on hiring furnished accommodation for the Managing Director will be subject to the following ceiling :
  - 60 % of the salary over and above 10 % payable by the Managing Director.
- 2. Medical reimbursement : Expenses incurred by the Managing Director and his family subject to a ceiling of one months salary in a year or three months salary over a period of three years.
- 3. Fees of clubs: Subject to a maximum of two clubs. This will not include admission and life membership fees.
- 4. Personal Accident Insurance of an amount, the annual premium of which does not exceed Rs. 4000/-.
- 5. Earned Leave: On full pay and allowances as per Rules of the Company, but not exceeding one month's leave for every eleven months of service.
- 6. Leave Travel Concession : Return passage for self and family in accordance with the rules specified by the Company where it is proposed that the leave be spent in home country instead of anywhere in India.

Explanation : Since the appointee is the Ex-patriate Managerial person the perquisite mentioned above at Clause 6 of Category A is not to be included in the computation of the ceiling on remuneration.

CATEGORY B :

- 1. Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of ceiling on perquisites to the extent of these either singly or put together are not taxable under the Income Tax Act. Gratuity payable shall not exceed half a months' salary for each completed year of service.
- 2. Encashment of leave at the end of the tenure will not be included in the computation on ceiling on perquisites.

CATEGORY C:

1. Provision of Car for use on Company's business and telephone at residence will not be considered as perquisites. Use of car for private purpose and personal long distance calls on telephone shall be billed by the Company to the Managing Director.

The Managing Director, so long as he function as such, shall not be paid any sitting fees for attending any Meetings of the Board of Directors or Committee thereof.

The Company shall reimburse to the Managing Director entertainment, travelling and all other expenses incurred by him for the business of the Company.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any year during the tenure of office of Managing Director, the Company will pay to him the same remuneration as a minimum remuneration."

6. To consider and if thought fit to pass with or without modification/s the following Resolution as a Special Resolution:

"RESOLVEDTHAT pursuant to Section 370 of the Companies Act, 1956 the Board of Directors of the Company be and is hereby authorised on such terms and conditions as it may think fit, to make any loan/s, or to give any guarantee/s or to provide any security in connection with a loan made by any other person to, or to any other person by, any body corporate whether or not under the same management as the Company, provided that the outstanding aggregate amount of the loan/s so made and/or guarantee/s so given and/or securities so provided shall not at any one time exceed Rs. 9,00,000/- (Rupees Nine Crores only)."

By Order of the Board of Directors,

Place : Pune

Date: 12 th November, 1998.

Sd/-Giorgio Lacovara Chairman & Managing Director

NOTES :

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

2. Proxies in order to be effective must be lodged with the Company at its registered office not less than 48 hours before the meeting.

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

4. The Register of Members and Share Transfer Books of the Company were closed from Tuesday, 15th September ,1998 to Thursday, 17th September, 1998 ( both days inclusive ).

5. Shareholders are requested to take note of the change of registered office address of the Company for all their communications.

#### SWOJAS ENERGY FOODS LIMITED ANNUAL REPORT

### ANNEXURE TO THE NOTICE

Explanatory statement as required under section 173 (2) of the Companies Act, 1956. Item No. 4 :

Company has received a letter dated 10th November, 1998 from M/s. Bhootra & Mitragotri, Chartered Accountants Pune, Auditors of the Company expressing their unwillingness for re-appointment as a Auditors of the Company at the forthcoming Annual General Meeting. Accordingly, the said letter was taken on record by the Board of Directors at their meeting held on 12th November, 1998.

Pursuant to the provisions of Section 224 of the Companies Act, 1956 the Board recommends the appointment of M/s. Price Waterhouse & Co., Charatered Accountants, as Auditors of the Company. If appointed, they will hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting. The Company has received a certificate in writing from M/s.Price Waterhouse & Co., that if appointed as Auditors of the Company the same will be in accordance with the limits specified in sub-section (1B) of Section 224 of the Companies Act, 1956. The Board recomends their appointment.

#### Item No. 5 ·

The Board of Directors in their meeting held on 5th November, 1997 have appointed Mr. Giorgio Lacovara as Chairman and Managing Director of the Company. The said appointment was subject to the approval of the Central Government and members of the Company on the terms and conditions mentioned in the resolution set out at item No. 6 of the Notice. The Company has received the approval from Government of India, Ministry of Finance, Department of Company Affairs, New Delhi vide their letter No. 1/252/97-CL. VII dated 23rd March, 1998. A copy of the said approval and draft of agreement to be entered into with the Managing Director are open for inspection by the members of the Company at the registered office of the Company during the business hours on any working day.

Mr. Giorgio Lacovara has rich and related experience for more than 30 years in the dairy Industry. He is associated with our foreign collaborators for more than 2 decades. Under his leadership, the Company will be able to achieve its targets and also tap the foreign markets for its products. Therefore it will be in the best interest of the Company to confirm the appointment and remuneration payable to Mr. Giorgio Lacovara as a Managing Director of the Company. Board recommends the resolution set out at item No. 5 of the Notice for your approval.

Mr. Giorgio Lacovara, being appointee is concerned or interested in this resolution.

None of the other Directors are concerned or interested in this resolution.

This may be treated as abstract of the terms and conditions of agreement of appointment of Managing Director under section 302 of the Companies Act, 1956.

#### Item No. 6 :

Pursuant to the provisions of Section 370 of the Companies Act, 1956 the Company may make any loan or give any guarantee or provide any security in connection with a loan made by any other person or to any other person by any body corporate to the Companies under the same management after the same is approved by the members. Our Company may be required to extend loan/s or give guarantee/s or provide any security for operational needs. Therefore Board recommends the resolution set out at item No. 6 of the notice for your approval.

The Directors who are directors in other companies to which the said loan/s may be made or guarantee/s may be given or securities may be provided are deemed to be concerned or interested in this resolution.



Date : 12th November, 1998.

## **DIRECTORS' REPORT**

To,

#### The Members.

Your Directors have pleasure in presenting their Report together with the Audited Accounts of the Company for the year ended March 31st, 1998.

Operations : In November, 1997 the main problem was to revive the Company by restoring production, sales, supplies and recruiting and training people to fill up vacancies which existed. Company aggressively pursued this program and this resulted into increase in sales from Rs. 9 lacs (October, 1997) to Rs. 2.3 crores by this year end. By that time it was considered possible to achieve break even by mid 1998 through production and sale of Skimmed Milk Powder, Dairy Mix, Ghee and Liquid Milk. From 1st April to 1st June, 1998 some extraordinary and unpredictable events put the Company in a difficult situation.

The cost of raw cow milk increased by 29% and the one of buffalo milk by 36%. It was impossible to pass this cost increase to consumers through products. Also an excise duty of 8 % was imposed on the branded Dairy Products. It affected the procurement and distribution process. The Company has subsequently revised its production and sales strategy by introducing new products which will be launched by December' 98.

#### Finance

At the moment of take over by Parmalat in October, 1997 Company received 84 mn Rupees in cash. It was not enough to repay all the loans, the outstanding debts with suppliers and to provide for the working capital. Thus a new loan was arranged from Citibank with the guarantee of Parmalat. So doing we had repaid all the loans to institutions and banks. An important effect of these financial moves was to reduce the interest for the loans from 22 % to 16 %.

The accumulated losses of the Company as on 31st March, 1998 exceeded 50 % of the Company's net worth. These accumulated losses have leaded the Company to potential sickness. Hence in order to overcome potential sickness additional capital was brought in by Parmalat S.p.A. Italy. During the month of October, 1998 Company has issued and allotted 14.5 mn Equity Shares to M/s. Parmalat S.p.A. Italy on preferential basis. Out of these proceeds Company have repaid Term Loan of Rs. 69.6 mn obtained from Citibank bearing 16 % interest rate.

#### Change in Accounting Year

The accounting year of your parent Company ends on 31st December each year, therefore accounting year of our Company is required to be changed to end on 31st December each year. Accordingly the Board of Directors in their meeting held on 19th May, 1998 have decided to change the accounting year to end on 31st December. The next accounting year will be of 9 months period from 1st April, 1998 to 31st December, 1998.

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# SWÖJAS ENERGY FOODS LIMITED

### **Change in Registered Office**

The registered office of the Company was shifted to its own premises situated at the following address with effect from 1st July, 1998 : S. No. 106-A/1, Plot No. 17

Nirmiti Chambers, Off. Senapati Bapat Road

Shivajinagar, Pune 411 005 (Maharashtra).

#### Information as per Clause 43 of the Listing Agreement

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As required under Clause 43 of the Listing Agreement, a statement showing comparison of actual performance with the projected performance as per prospectus dated 23rd January, 1995 ) for the year ended 31st March, 1998 is given below :

| Particulars                      | Projections<br>( Rs. in mn_) | Actuals<br>( Rs. in mn ) |
|----------------------------------|------------------------------|--------------------------|
| Net Sales                        | 497.80                       | 90.99                    |
| Operating Profit / (Loss)        | 35.60                        | (66.54)                  |
| Profit / ( Loss ) after tax      | 31.30                        | (66.54)                  |
| EPS ( Rs.)                       | 4.71                         | N.A                      |
| Book Value of Equity Share (Rs.) | 15.67                        | 4.71                     |

The Company could not achieve the projected turnover due to scarcity of funds during the first seven months. Subsequent re-entry in the market after a gap of almost 7 months kept Company's activities at a low ebb.

#### Organisation

The Company issued and allotted 8,395,850 Equity Shares at par to Parmalat S.p.A Italy on preferential basis in the month of October, 1997. The parent Company has nominated seven Directors on the Board. Consequently, there is change in Management of the Company. Further in the month of October, 1998 Company has issued and allotted 14.5 mn Equity Shares to Parmalat S.p.A. Italy on preferential basis. The present stake of Parmalat S.p.A. Italy is 73.95 % of the total paid up share capital.

#### **Public Deposits**

The Company has not accepted any deposits from the public and Shareholders during the year under review.

#### Directors

Parmalat S.p.A., Italy nominated Fausto Tonna, Dr. Francesco Giuffredi, Giorgio Lacovara, Aldo Camorani, Angelo Ugolotti, Nuggehalli J. Keshavdas, Ashish R. Shah as nominee directors on the Board.

The Company has received resignation from Dr. Tej Kuchroo, from the office of Director of the Company. The Financial Institutions namely, SICOM & ICICI Ltd. have also withdrawn nomination of L. D. Thawani, T.A.N Devalkar and Dr. P. H. Vaidya. During the year Parmalat S.p.A., has also withdrawn the Nomination of Fausto Tonna and Aldo Camorani.

The Board conveyed its sincere thanks to the Directors who have ceased to be the Directors of the Company for their kind co-operation during their tenure of office as a Directors.

Mr. Giorgio Lacovara was appointed as Chairman and Managing Director of the Company with effect from 5th November, 1997 for a period of five years.

In accordance with the Articles of Association of the Company Ashutosh R. Shah and N. J. Keshavdas, Directors of the Company are liable to retire by rotation and being eligible they offer themselves for reappointment.

### Auditors

Company has received a letter dated 10th November, 1998 from M/s Bhootra & Mitragotri, Chartered Accountants, Auditors of the Company expressing their unwillingness to be reappointed as the Auditors of the Company at the forthcoming Annual General Meeting. The said letter was taken on record by the Board of Directors in their meeting held on 12th November, 1998.

The Board of Directors recommends the appointment of M/s. Price Waterhouse and Co., Chartered Accountants, Mumbai as Auditors of the Company in place of the retiring auditors. The Company has received a certificate from M/s. Price Waterhouse and Co., that if appointed as Auditors of the Company, the same will be in accordance with the limits specified in sub-section (1B) of Section 224 of the Companies Act, 1956.

#### The Conservation of Energy, Technology absorption and Foreign Exchange Earnings and Outgo

The information required under Section 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1968 with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo are given in Annexure 'A' and forms part of this Report.

#### Particular of Employees

The particulars of employees as required to be disclosed under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 are set out in Annexure 'B' and forms part of this Report.

#### Acknowledgment

Your Directors would like to express their grateful appreciation for the assistance and co-operation received from the Financial Institutions and the Banks, during the year under review.

Your Directors wish to place on record their deep sense of appreciation for the devoted services of the Executives, Staff and Workers of the Company.

For and on behalf of the Board of Directors

Place : Pune Dated : 12th November, 1998 -/Sd Giorgio Lacovara Chairman & Managing Director

# ANNUAL REPORT SWOJAS ENERGY FOODS LIMITED

#### Annexure 'A' to Directors' Report

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

Form for disclosure of particulars with respect to conservation of energy.

### A. Conservation of Energy :

The Company has already installed efficient equipments while establishing the plant as to improve power factor and reduce power consumption. Also, there are continuous and systematic efforts to optimises energy consumption and reduce energy costs through evaluation of performance.

I) Power and fuel Consumption :

i. Electricity consumption :

| •                   |     | CurrentYear           | Previous year        |
|---------------------|-----|-----------------------|----------------------|
|                     |     | •                     |                      |
| Total No. of units  | :   | 1139755 units.        | 1306712 units.       |
| Total amount paid   | :   | Rs. 4,475,185/-       | Rs.4,572,053         |
| Per unit cost       | :   | Rs. 3.93 per unit.    | Rs. 3.50             |
| For the period from | :   | 01/04/97 to 31/03/98. | 01.04.96 to 31.03.97 |
| ii. Own generation  | : . |                       |                      |
|                     |     | CurrentYear           | Previous year        |
| Total Electricity   |     |                       |                      |
| generated through   |     |                       |                      |
| D. G. Set           | :   | 58433 units.          | 39164 units.         |
| Total Cost Spent    | :   | Rs. 2,34,724/-        | Rs.1,65,173/-        |
| Per Unit cost       | :   | Rs. 4.017 per unit.   | Rs. 4.217 per unit   |
|                     |     |                       |                      |

### B. Technology absorption, adaption and innovation :

There is no technology absorption, adaption during the year under review.

## C. Foreign Exchange earnings and outgo:

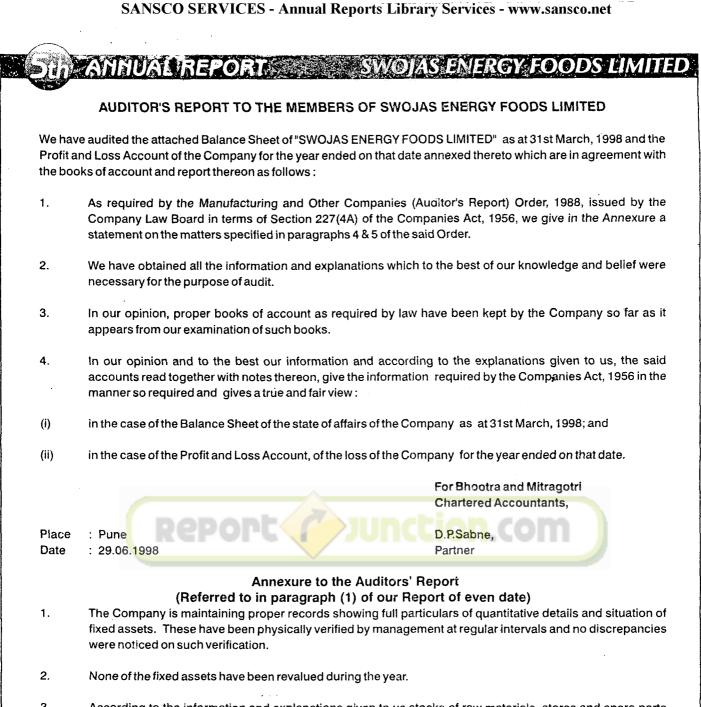
There were no foreign exchange earnings and outgo during the year under review.

## Annexure 'B' to Directors' Report

A) None of the Employees were in receipt of remuneration of not less than Rs. 3,00,000/- per year, who were employed throughout the financial year in terms of Section 217 (2A) (i) of the Companies Act, 1956.

B) Following are the details of Employees employed for part of the financial year, who were in receipt of remuneration at a rate of not less than Rs. 25,000/- per month in terms of Section 217 (2A) (i) of the Companies Act, 1956.

|       | ross Remuneration<br>esignation | : | Rs. 877,313/-                     | Ч.  |
|-------|---------------------------------|---|-----------------------------------|-----|
| Do    | -                               | : |                                   |     |
| De    |                                 |   | Chairman & Managing Director      |     |
| Na    | ature of Employment             | : | Contractual                       |     |
| Na    | ature of duties                 | : | Overall management of the Company |     |
| Qu    | ualification                    | : | Engineer                          |     |
| Exp   | xperience                       | : | 30 years.                         |     |
| Da    | ate of commencement of          |   |                                   |     |
| em    | nployment                       | : | 5th November, 1997.               | · . |
| Ag    | ge                              | : | 58 years.                         |     |
| Pre   | revious employment              | : | Parmalat, Russia.                 |     |
| 2. Na | ame                             | : | Aldo Camorani                     |     |
| Gro   | ross Remuneration               | : | Rs. 1,135,177/-                   |     |
| De    | esignation                      | : | Chief Executive                   |     |
| Nat   | ature of Employment             | : | Contractual                       | · . |
| Na    | ature of duties                 | : | Overall management of the Company |     |
| Da    | ate of commencement of          |   |                                   |     |
| em    | nployment                       | : | 16th December, 1997.              |     |
| Ag    |                                 | : | 56 years.                         |     |
|       | evious employment               | : | Consultant                        |     |
|       |                                 |   |                                   | •   |



- 3. According to the information and explanations given to us stocks of raw materials, stores and spare parts and finished goods were physically verified during the year by the Management at reasonable intervals.
- 4. In our opinion, procedures of physical verification of stocks followed by the Management are reasonable and adequate in relation to the size of the Company and nature of its business.
- 5. No material discrepancies have been noticed on physical verification of stocks as compared to book records.
- 6. On the basis of our examination of stocks records the valuation of stocks is fair and proper in accordance with the normally accepted accounting principles.
- 7. In our Opinion, the rate of interest and other terms and conditions on which loans have been taken from the parties listed in the register maintained under Section 301 of the Companies Act, 1956 or companies under the same management as defined under Section 370 (1B) of the Companies Act 1956, are not, prime facie, prejudicial to the interest of the company

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- 8. In our opinion the rate of interest and other terms and conditions on which loans have been granted to the parties listed in the register maintained under Section 301 of the Companies Act, 1956 or companies under the same management as defined under Section 370 (1B) of the Companies Act, 1956, are not, prima facie, prejudicial to the interest of the Company.
- 9. We were informed that parties to whom the loans and advances in the nature of loans have been given by the company are repaying the principle amounts and interest as stipulated.
- 10. There are adequate internal control procedures commensurate with the size of the company and the nature of the business as regards purchases of stores, raw materials including components, plant and machinery, equipments and other assets and for sale of goods.
- 11. According to the information and explanations given to us the purchases of store, raw materials and components during the year exceeding Rs. 50,000/- in value for each type from the firms or companies or other parties in which the directors are interested as listed in the register maintained under Section 301 of the Companies Act, 1956 have been made at prices which are reasonable having regard to the prevailing market prices of such goods.
- 12. According to the information and explanations given to us, the company has a regular procedure for the determination of unserviceable or damaged stores, raw materials and finished goods.
- 13. The company has not accepted deposits from public.

- 14. According to the information and explanations given to us, the operations of the company do not generate by-products and scraps.
- 15. The company has internal audit system which in our opinion needs to be strengthended commensurate with its size and nature of its business.
- 16. According to the information and explanations given to us the Central Government has not prescribed maintenance of cost accounting under section 209(1)(d) of the Companies Act, 1956.
- 17. According to the records of the Company Provident Fund dues have generally been regularly deposited with the appropriate authorities.
- 18. According to the information and explanations given to us, no undisputed amounts, payable in respect of income tax, wealth-tax, customs duty, sales tax and excise duty were outstanding as on 31st March, 1998, for a period of more than 6 months from the date day became payable.
- 19. According to the information and explanations given to us, no personal expenses of employees or Directors have been charged to revenue account, other than those payable under contractual obligations.
- 20. The Company is not a sick industrial unit within the meaning of clause (O) of Sub-section (1) of Section 3 of the Sick Industrial Companies (Special Provision) Act 1985.

Place : Pune Date : 29.06.1998 For Bhootra and Mitragotri Chartered Accountants,

D.P.Sabne, Partner

|                     |   |                         |         |                           | st March, 1998       |                          |                   |
|---------------------|---|-------------------------|---------|---------------------------|----------------------|--------------------------|-------------------|
|                     |   | S                       | chedule | •                         | 31.03.1998<br>Rs.    |                          | 31.03.1997<br>Rs. |
|                     | urces of Funds<br>areholders Funds                        |                         |         |                           |                      |                          |                   |
|                     | are Capital<br>In Funds                                   |                         | A       |                           | 164,626,556          |                          | 80,668,000        |
| Sec                 | sured Loans<br>secured Loans                              |                         | C<br>C  |                           | 0<br>116,665,744     |                          | 97,965,210<br>0   |
| Tota                | al  |                         |         |                           | 281,292,300          |                          | 178,633,210       |
|                     | plication of Fun  | ds                      |         |                           |                      |                          |                   |
| Gro                 | ed Assets<br>ss Block<br><i>s :</i> Depreciation          |                         | D       | 167,323,719<br>20,975,702 | 146,348,017          | 159,118,874<br>7,979,399 | 151,139,475       |
| 2. inv              | rance for capital as<br>estments<br>rrent Assets,         | sets                    | F       |                           | 6,708,960<br>215,000 |                          | 210,000           |
| <b>Lo</b> a<br>Inve | ins & Advances :-<br>entories<br>idry Debtors             |                         | G<br>H  | 13,180,992<br>10,439,208  |                      | 7,021,084<br>1,339,386   |                   |
| Bal<br>Loa          | sh and Bank<br>ances<br>ns an <mark>d Advances</mark> a   | and                     | l<br>J  | 23,763,136<br>13,564,224  |                      | 740,987<br>10,406,004    |                   |
| Oth                 | er Assets   | Por                     | t       | 60,947,560                | nctio                | 19,507,461               | n )               |
|                     | urrent Liabilities  |                         | 1Z      | $\checkmark$              |                      |                          |                   |
| Cur                 | <b>visions</b><br>rent Liabilities and<br>visions         |                         | К       | 23,508,233                |                      | 16,798,096               |                   |
|                     |   |                         |         | 23,508,233                | -                    | 16,798,096               |                   |
|                     | Current Assets cellaneous Exper                           | nditure                 |         |                           | 37,439,327           | •                        | 2,709,365         |
| to t                | he extent not writ<br>fit and Loss                        |                         | L       |                           | 3,540,084            |                          | 4,070,375         |
| Acc                 | ount  |                         | B       |                           | 87,040,912           |                          | 20,503,995        |
|                     |   |                         |         | Total                     | 281,292,300          | •                        | 178,633,210       |
|                     | es on Accounts<br>nificant Accountir                      | ng Policies             | R<br>S  |                           | · · · ·              |                          |                   |
| or Bhoo             | ur Report Attached<br>tra and Mitragotri<br>I Accountants |                         |         | For a                     | nd On behalf of the  | Board                    |                   |
| . P. Sab            | ne  | Ashutosh R.<br>Director | Shah    |                           |                      | DIRECTOR                 |                   |

Place : Pune Date : 29.06.1998

Place : Pune

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# L REPORT SWOJAS ENERGY FOODS LIMIT

|    |  | Schedule | 31.03.1998                     | 31.03.1997  |
|----|--|----------|--------------------------------|-------------|
|    |  |          | Rs.                            | Rs.         |
| 1) | Income                                       |          |                                | , · ·       |
| 17 | Sales  | M        | 90,999,431                     | 105,710,854 |
|    | Other Income                                 | N        | 402,589                        | 531,242     |
|    | Total  | •<br>•   | 91,402,020                     | 106,242,096 |
| 2) | Expenses                                     |          |                                |             |
| '  | Cost of Goods produced                       | 0        | 97,158,951                     | 117,812,040 |
|    | Personnel Expenses                           | Р        | 7,932,547                      | 4,872,496   |
|    | Finance Charges                              | Q        | 23,429,160                     | 20,062,118  |
|    | Administrative and Selling Cost              |          | 15,713,293                     | 12,219,585  |
|    | Depreciation                                 | D        | 12,996,303                     | 7,753,898   |
|    | Total  |          | 157,230,254                    | 162,720,137 |
|    | Less : Transfer to                           |          |                                | <u></u>     |
|    | Per-Operative Expenses                       | •.       | а бала <b>о</b> д              | 36,473,515  |
|    | Total  |          | 157,230,254                    | 126,246,622 |
| 3) | Loss for the year                            | 521      | <b>65,828,234</b>              | 20,004,526  |
| 4) | Prior period items                           | $\sim$   | 708,683                        | 499,469     |
| 5) | Balance carried forward                      |          | 66,536,917                     | 20,503,995  |
| 6) | Notes on Accounts                            | R        | · •                            | н<br>Ал     |
| 7) | Significant Accounting Policies              | S        | ·<br>·                         | ,           |
|    |  |          |                                |             |
|    |  | • ·      |                                |             |
|    | Per Our Report Attached                      | <b>.</b> | For and On behalf of the Board | · · · ·     |
|    | Bhootra and Mitragotri<br>rtered Accountants |          |                                | ,           |

D. P. Sabne Partner Ashutosh R. Shah Director

Snehal Shah Nominee Director UTI

Place : Pune Date : 29.06.1998

. . CHAIRMAN and MANAGING DIRECTOR

N.J. Keshavdas Nominee Director Parmalat

Ashish R. Shah Nominee Director Parmalat

Place : Pune Date : 29.06.1998