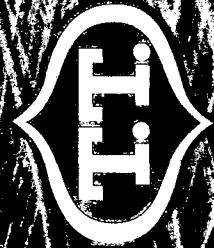


ANNUAL REPORT 1997-98





आराम का दूसरा नाम



T T LIMITED



BOARD OF DIRECTORS

MD	✓		BKC	✓
CS	✓		DPY	MA
RO	✓		DIV	MA
TRA	✓		AC	✓
AGM	✓	✓	SHI	✓
YE	✓	✓		

Mr. Rikhab C. Jain (Chairman & Managing Director)

Justice (Retd.) U.N. Bhachawat

Mrs. Kala Jain

Mr. Navratan Dugar

Mr. Sanjay Kumar Jain

Mrs. Jyoti Jain

Dr. (Prof.) V.K. Kothari

Mr. Amit Dugar

Mr. R. Krishnan (Nominee of ICICI)

COMPANY SECRETARY

Mr. Sunil Mahnot

AUDITORS

DOOGAR & ASSOCIATES

INTERNAL AUDITORS

R. S. MODI & CO.

BANKERS

A. Consortium :

ORIENTAL BANK OF COMMERCE

PUNJAB NATIONAL BANK

B. Others :

STATE BANK OF INDORE

INDUSIND BANK LTD.

HDFC BANK LTD.

REGISTRAR & SHARE TRANSFER AGENTS

ALLIED COMPUTER TECHNICS PVT. LTD.

Flat No. 18, Block - A, Local Shopping Centre,
Ring Road, Naraina, New Delhi-110028

Phone : 5796461, 5795118

Fax : 011-5798451

REGISTERED OFFICE

T T LIMITED

880, East Park Road.

Opp. Ajmal Khan Park,

Karol Bagh, New Delhi-110005

Phone : 736317, 7779027, 7534671

Fax : 011-7532283

Internet Mail address : ttl @ gias dl01.vsnl.net.in

E-mail Address : tirupathi.texknit @ gems.vsnl.net.in

Web site : http://www.tttextstyle.com

BRANCHES

Mumbai, Calcutta, Tirupur, Ghaziabad

100 % E.O.U. MILLS

Gajroula (Uttar Pradesh)

Avinashi (Tamil Nadu)

TT LIMITED**NOTICE**

NOTICE is hereby given that Nineteenth Annual General Meeting of the Members of T T LIMITED will be held on Wednesday the 30th December, 1998 at 9.00 A.M. at FICCI Auditorium, Tansen Marg, New Delhi 110001 to transact the following business :-

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 1998 and Profit & Loss Account for the year ended on that date and reports of the Directors and Auditors thereon.
2. To confirm 10% interim dividend, already paid, as final dividend.
3. To appoint a Director in place of Mrs. Jyoti Jain, who retires by rotation and being eligible, offers herself for reappointment.
4. To appoint a Director in place of Shri Amit Dugar, who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

BY ORDER OF THE BOARD

PLACE: NEW DELHI
DATE : 28th September, 1998

Sd/-
(SUNIL MAHNOT)
COMPANY SECRETARY

Regd. Office :
880, East Park Road
Opp. Ajmal Khan Park
Karol Bagh, New Delhi-110005

NOTES :

- i) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- ii) The Register of Members and Share Transfer Books of the Company will remain closed from 22nd December to 30th December, 1998 (both days inclusive)
- iii) Pursuant to provisions of Section 205A of Companies Act, 1956 all the Dividend Warrants remaining unpaid/unencashed for the financial year 1993-94 have been transferred to General Revenue Account of the Central Government.
- iv) Members are requested to notify the change in their address and such communications be addressed to the Registered Office of the Company or the Registrar and Share Transfer Agents of the Company.
- v) As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their own copies of Annual Report to the Meeting.

: IMPORTANT :

Shareholders/Proxyholders attending the Annual General Meeting of the Company may please note that for various legal and other restrictions NEITHER GIFT COUPON NOR ANY SNACKS COUPON would be distributed. This is being advised to avoid inconvenience.

TT LIMITED



DIRECTORS' REPORT

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

	1997-98	(Rs. in lakh)	1996-97
FINANCIAL RESULTS			
Sales	8528.24		6,347.80
Profit before Interest, Depreciation and Tax	1079.79		1,128.46
Financial Charges	687.62		659.30
Depreciation	203.26		169.56
Provision for Income Tax	15.00		11.00
Profit After Tax	173.91		288.60
Balance Brought Forward from previous year	180.05		90.52
TOTAL	353.96		379.12

APPROPRIATIONS

Dividend	90.07	90.07
Provision for Dividend Distribution Tax	9.01	9.00
Transferred to General Reserve	50.00	100.00
Balance carried to Balance Sheet	204.88	180.05
TOTAL	353.96	379.12

DIVIDEND

An interim dividend @ 10% (Re.1/- per share) on the paid-up Share Capital has already been declared by the Board and Directors consider the dividend already paid as reasonable and recommend its confirmation as the final dividend for the financial year ended on 31.03.98.

REVIEW OF OPERATIONS & FUTURE OUTLOOK

Your company had operated very well during the year achieving a quantum jump in turnover from Rs. 60 crores to Rs. 85 crores.

Company's Spinning Mills at Gajroula and Avinashi have been smoothly operating and offering world class quality yarn to more than fifteen countries in the world. A wholly owned subsidiary in Singapore T T Global Pte. Ltd. has become operational in September 98. It is undertaking global commodity trading including yarn and textile products. The cotton crop scenario in India this year is very good and promising. However international currency crisis and consequently financial and trading bottlenecks are playing havoc with trading margins and continue to pose adversities.

The amalgamation of T T Finance Limited with the company is at the stage of issuance of final order by the Hon'ble High Court of Delhi. As a result of merger, Net worth of the company would increase by about Rs. 400.00 Lacs.

DIRECTORS

During the year Mr D.H. Shinde resigned from the Directorship of the company as IFCI loans were fully prepaid. The Board of Directors place on record appreciation of the services rendered by Mr. Shinde during his association with the Company.

Smt. Jyoti Jain and Shri Amit Dugar, Directors, retire by rotation at the forthcoming Annual General Meeting and being eligible offers themselves for re-appointment.

TT LIMITED**AUDITORS**

M/s. Doogar & Associates, Chartered Accountants, who have been the Statutory Auditors of the Company retire at the conclusion of this Annual General Meeting and being eligible offer themselves for re-appointment.

M/s. R. S. Modi & Co., Chartered Accountants are main Internal Auditors of the Company. A panel of Chartered Accountants is engaged on internal audit, management audit and cost audit, at various centres where company has business operations.

PUBLIC DEPOSITS

The company has accepted deposits and the information as per directions of Reserve Bank of India is given below:

- | | | |
|--|---|-----|
| i) Total number of depositors whose deposits have not been claimed or paid by the company after the date on which the deposit became due | : | NIL |
| ii) Total amounts due to the depositors and remaining unclaimed or unpaid | : | NIL |

PERSONNEL

Information as per Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 are given in the statement which form a part of this report. However as per the provisions of section 219(I) (b) (iv) of the Companies Act, 1956, the report and accounts are being sent to all shareholders of the Company excluding the aforesaid information. Any shareholder interested in obtaining a copy of the particulars may write to the Company's Registered Office.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required to be furnished 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, 1988 relating to Conservation of Energy, Technology Absorption and Foreign Exchange earnings and outgo is annexed herewith and forming part of this report.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation of the services rendered by the employees of the Company. They are grateful to shareholders, banks, financial institutions, depositors, customers and suppliers of the company for their continuous valued support.

For and on behalf of the Board

PLACE: NEW DELHI
DATE : 28th September, 1998

Sd/-
(RIKHAB C. JAIN)
CHAIRMAN & MANAGING DIRECTOR

TT LIMITED

**ANNEXURE TO THE DIRECTORS' REPORT**

Information pursuant to the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988.

A. Conservation of Energy :

- a) Energy Conservation measures taken : The Company continues to give high priority to conservation of energy on an on-going basis. A few significant measures taken are :
- The company has installed energy efficient motors, equipments and other methods leading to direct saving of energy.
 - The humidification and ventilation system installed also lead to conservation of energy.
 - Regular and efficient maintenance of DG sets has resulted in reduced consumption of HSD and lower cost per unit of energy produced.
- b) Additional Investments and proposals :
The current power tariff applicable to company is very high. Further the Company has also suffered because of poor quality of power. These problems to a large extent have been over come by installation of 500 KVA D.G. set. The lower cost of captive power generation per unit will result in substantial saving in cost to the Company.
- c) Impact of the measures at (a) and (b) for reduction of energy consumption and consequent impact on the cost of production of goods :
The impact of the measures taken above, would result in reduction in energy consumption in future years to come.
- d) Total energy consumption and energy consumption per unit of production :

		<u>1997-98</u>	<u>1996-97</u>
A.	Power and fuel consumption :		
1)	Electricity (KWH)		
a)	Purchased (units)	7943519	60,67,022
	Total Amount (Rs)	24656151	1,69,84,567
	Rate per unit (Rs)	3.10	2.80
b)	Own Generation		
	Through Diesel Generator :		
	Units	4398780	43,10,925
	Units per Ltr. of diesel Oil	3.25	3.33
	Cost/Unit	2.62	2.66
2)	Coal		Not used
3)	Furnace Oil		Not used
B.	Consumption per unit (Yarn in Kg.) of production		
	Electricity	3.72	3.82

B. RESEARCH AND DEVELOPMENT

- Specific areas on which R & D carried out by the Company : Research and Development has been carried out for quality improvement.
- Benefits derived as a result of the above R & D: The Company was able to improve the quality of its ongoing product.
- Future plan of action : Continuous efforts is being made for quality improvement.
- Expenditure on R & D : No separate account is being maintained by the Company for the expenditure incurred on R & D.

C. TECHNOLOGY ABSORPTION :

The technology developed as a result of R & D activity was properly absorbed which has resulted in product improvement and cost reduction. We have not made any import of technology so far.

D. FOREIGN EXCHANGE EARNINGS AND OUTGO :

The Company's main thrust area had been exports and is further initiating globalisation of its operations mainly in textiles. The company has also earned "Registered Export House" Status.

During the year under review your company has exported goods worth Rs. 5573.15 lakh as compared to last year Rs. 4003.92 lakh. The details of foreign exchange earnings and outgo are given in the Notes to the accounts which forms a part of the Annual Report.

For and on behalf of the Board

PLACE: NEW DELHI
DATE : 28th September, 1998

Sd/-
(RIKHAB C. JAIN)
CHAIRMAN & MANAGING DIRECTOR