

60TH ANNUAL REPORT

31ST MARCH, 2005



**TECIL CHEMICALS AND
HYDRO POWER LIMITED**

BOARD OF DIRECTORS

SHRI. SHRINIWAS B. SOMANI
CHAIRMAN & MANAGING DIRECTOR

SHRI. G. JOY
DIRECTOR (OPERATION)

SHRI. G. R. BANG

DR. R. S. SARDA

SHRI. P.C. JAIN

SHRI. GHANSHYAM K. JOSHI

BANKERS

CANARA BANK, KOTTAYAM

STATUTORY AUDITORS

VMD AND COMPANY
MUMBAI

REGISTERED OFFICE & WORKS

P.O.CHINGAVANAM – 686 531
DIST. KOTTAYAM (KERALA)

ADMINISTRATIVE OFFICE

EMPIRE HOUSE, 3RD FLOOR,
214, DR. D. N. ROAD, FORT,
MUMBAI – 400 001.

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NOTICE

Notice is hereby given that the 60th Annual General Meeting of the Company will be held on Friday, 30th September, 2005 at 11.00A.M. at its Registered Office at Tecil Premises, PO. Chingavanam – 686 531, Dist-Kottayam, Kerala, to transact the following business:

ORDINARY BUSINESS:

1. To receive and adopt the Directors Report, Auditors Report and audited Profit and Loss Account of the Company for the year ended 31st March, 2005 and Balance Sheet as at that date.
2. To appoint a Director in place of Shri G. R. Bang who retires by rotation and being eligible offer himself for reappointment.
3. To appoint Auditors of the Company to hold Office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting, and to fix their remuneration and if thought fit to pass with or without modification the following Resolution as an Ordinary Resolution.

"RESOLVED THAT M/s. VMD & Co., Chartered Accountants, Mumbai be and are hereby appointed as Auditors of the Company to hold Office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Board of Directors in connection with the Audit of the Accounts of the Company."

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification the following Resolution as Special Resolution.

"RESOLVED THAT pursuant to provisions of Sections 198, 269, 309 and all other applicable provisions of the Companies Act, 1956, if any, including Schedule XIII thereof, as amended to date and other necessary approvals, if any, Shri S. B. Somani be and is hereby reappointed as the Managing Director of the Company for a period of 5 years w.e.f. 01/02/2005 on terms and conditions as set out in the Explanatory Statement annexed hereto with liberty to the Board of Directors to alter or vary the same so as not to exceed the limits setout in Sections 198 and 309 read with Schedule XIII to the Companies Act, 1956 or any amendment thereto as may be agreed to between the Board of Directors and Shri S. B. Somani.

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

"RESOLVED THAT pursuant to provisions of Sections 198, 269, 309 and all other applicable provisions of the Companies Act, 1956, if any, including Schedule XIII thereof, as amended to date and other necessary approvals, if any, Shri G. Joy be and is hereby reappointed as the Director (Operations) of the Company for a period of 3 years w.e.f. 01/02/2005 on terms and conditions as set out in the Explanatory Statement annexed hereto with liberty to the Board of Directors to alter or vary the same so as not to exceed the limits setout in Sections 198 and 309 read with Schedule XIII to the Companies Act, 1956 or any amendment thereto as may be agreed to between the Board of Directors and Shri G. Joy.

6. To consider and if though fit, to pass with or without modification the following Resolution as an Ordinary Resolution.

"RESOLVED THAT Shri P. C. Jain, who was appointed as an Additional Director and who in terms of Section 260 of the Companies Act, 1956 holds Office as such upto the date of this Annual General Meeting and in respect of whom the Company has received Notice in writing along with the requisite deposit under section 257 of the Companies Act, 1956, from a Shareholder of the Company signifying his intention to propose Shri P. C. Jain as a candidate for the Office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation".

7. To consider and if though fit, to pass with or without modification the following Resolution as an Ordinary Resolution.

"RESOLVED THAT Shri Ghanshyam K. Joshi, who was appointed as an Additional Director and who in terms of Section 260 of the Companies Act, 1956 holds Office as such upto the date of this Annual General

Meeting and in respect of whom the Company has received Notice in writing along with the requisite deposit under section 257 of the Companies Act, 1956, from a Shareholder of the Company signifying his intention to propose Shri Ghanshyam K Joshi as a candidate for the Office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation".

8. To consider and if though fit, to pass with or without modification the following Resolution as an Ordinary Resolution.

"RESOLVED THAT Dr. R. S. Sarda, who was appointed as an Additional Director and who in terms of Section 260 of the Companies Act, 1956 holds Office as such upto the date of this Annual General Meeting and in respect of whom the Company has received Notice in writing along with the requisite deposit under section 257 of the Companies Act, 1956, from a Shareholder of the Company signifying his intention to propose Dr. R. S. Sarda as a candidate for the Office of Director, be and is hereby appointed a Director of the Company liable to retire by rotation".

9. To consider and if though fit, to pass with or without modification the following Resolution as Special Resolution relating to delisting of the Equity Shares of the Company at five Stock Exchanges.

"RESOLVED THAT the Equity Shares of the Company be delisted from Madras Stock Exchange Ltd., Manglore Stock Exchange, Jaipur Stock Exchange Ltd, Delhi Stock Exchange Association Ltd. and Cochin Stock Exchange Ltd. in accordance with the relevant laws, rules, regulations and guidelines (including any statutory modification(s) or re-enactments thereof for the time being in force as may be enacted hereafter) and subject to such approvals, permissions and sanctions as may be necessary and compliance with such conditions and modifications as may be necessary for this purpose."

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred by the Board) be and is hereby authorized to seek voluntary delisting, to take all necessary steps in this regard and to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in regard to delisting of the Equity Shares and to execute all such deeds, documents, writings as may be necessary, desirable or expedient as may be deemed fit and for this purpose to delegate the authority and the duty vested in it by virtue hereof to the Managing Director or any other persons whom the Managing Director may consider suitable to do the various acts, deeds and things required to be done in this behalf."

NOTES:

1. Explanatory Statement as required Under Sec.173 (2) of the Companies Act' 1956 is annexed.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll instead of himself and such proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company not later than 48 hours before the meeting.
3. Members are requested to notify immediately any change in their address.
4. The Register of Members & Share Transfer Book of the Company will remain closed from Friday, 23rd September'2005 to Friday, 30th September'2005 (Both days inclusive).
5. Members desiring to submit mandates, to lodge transfer deed for shares are requested to forward the same so as to reach the Company's Registrars M/s System Support Services at 209, Shivai Industrial Estate, Next to Parke Davis Ltd., Saki Naka, Mumbai - 400 072 on or before September, 23rd 2005. The Company will not be in a position to act upon any document, which is incomplete or received after 23rd September'2005.

BY ORDER OF THE BOARD

Sd/-

S. B. SOMANI

CHAIRMAN & MANAGING DIRECTOR

PLACE : MUMBAI

DATE : 26TH AUGUST, 2005.

ANNEXURE TO THE NOTICE**EXPLANATORY STATEMENT AS REQUIRED U/S.173(2) OF THE COMPANIES ACT, 1956****ITEM NO.4**

Shri S. B. Somani was reappointed as Managing Director of the Company for a period of 5 (five) years w.e.f. 31/01/2000 by the Members by passing an Ordinary Resolution in their Meeting held on 30/12/2000 and accordingly, tenure of Shri S. B. Somani as the Managing Director of the Company expired on 31/01/2005.

Your Directors at their Meeting held on 17/01/2005 have reappointed Shri S. B. Somani as the Managing Director of the Company effective 01/02/2005 for a period of 5 (five) years on the remuneration and terms and conditions, inter-alia as under:

1. Salary : Rs. 50,000/- per month (including dearness and other allowances) with annual increment of Rs. 5,000/- per month.
2. Perquisites : Shri S. B. Somani will be entitled to the following perquisites in addition to the salary.

Category "A" :

- a. Housing (i) The expenditure by the Company on hiring furnished accommodation for the Managing Director will be subject to the following ceiling:
60% of salary over and above 10% payable by the Managing Director.
- Housing (ii) In case the accommodation is owned by the Company,
10% of salary of the Managing Director shall be deducted by the Company.
- Housing (iii) In case no accommodation is provided by the Company, the Managing Director shall be entitled to House Rent Allowance, subject to the ceiling laid down in Housing (i) above. The expenditure incurred by the Company on gas, electricity, water and furnishings shall be valued as per the Income Tax Rules, 1962. This shall, however, be subject to a ceiling of 10% of salary of the Managing Director.
- b. Medical Expenses incurred by the Managing Director and his family reimbursement subject to ceiling of one month's salary in a year or three month's salary over a period of three years.
- c. Leave Travel Concession : For the Managing Director and his family once a year incurred in accordance with the rules specified by the Company.
- d. Club Fees : Fees of clubs, Subject to a maximum of two clubs. This will not include admission and life membership fees.
- e. Personal Accident Insurance : Premium not to be exceed Rs. 4000/- per annum.

Category "B" :

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

Category "C" :

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

3. Commission : Not more than 1% of the net profits of the Company.

The aggregate to the perquisites shall be restricted to Rs. 6,00,000/- per annum.

In case, the Company has no profits or the profits are inadequate in any financial year, Shri S. B. Somani will be entitled to receive above remuneration and perquisites as minimum remuneration provided that such remuneration shall not exceed the limit as provided in Schedule XIII of the Act, as amended from time to time or any statutory enactment thereof.

Aforesaid Remuneration and Terms and Conditions applicable to Shri S. B. Somani are commensurate to his qualification, experience, status, positions held in the industrial arena.

Since the age of Shri S. B. Somani is 70 years, the Resolution as set out in the Notice is to be passed as a Special Resolution and your Directors recommend passing of the same.

None of the Directors other than Shri S. B. Somani is concerned or interested in passing of the proposed Special Resolution.

Explanatory Statement and Notice may kindly be treated as an abstract as referred to in Section 302 read with Schedule XIII of the Act.

ITEM NO.5

Shri G. Joy was appointed as Director (Operations) of the Company for a period of 5 (five) years w.e.f. 31/01/2000 by the Members by passing an Ordinary Resolution in their Meeting held on 30/12/2000 and accordingly, tenure of Shri G. Joy as the Director (Operations) of the Company expired on 31/01/2005.

Your Directors at their Meeting held on 17/01/2005 have reappointed Shri G. Joy as the Director (Operations) of the Company effective 01/02/2005 for a period of 3 (three) years on the remuneration and terms and conditions, inter-alia as under:

1. Salary : Rs. 14,000/- per month
2. Other Allowances and Perquisites : In addition to the salary, Shri G. Joy shall be entitled to other allowance and perquisites like free furnished house; together with Provident Fund, Leave Travel Allowance, Medical Re-imbursement, Servant Allowance, Conveyance etc. as applicable to the officers of the Company subject to the overall ceiling of remuneration stipulated in Section 198 and 309 and Schedule XIII of the Companies Act, 1956.

In case, the Company has no profits or the profits are inadequate in any financial year, Shri G. Joy will be entitled to receive above remuneration and perquisites as minimum remuneration provided that such remuneration shall not exceed the limit as provided in Schedule XIII of the Act, as amended from time to time or any statutory enactment thereof.

Aforesaid Remuneration and Terms and Conditions applicable to Shri G. Joy are commensurate to his qualification, experience, status, positions held in the industrial arena.

None of the Directors other than Shri G. Joy is concerned or interested in passing of the proposed Ordinary Resolution.

Explanatory Statement and Notice may kindly be treated as an abstract as referred to in Section 302 read with Schedule XIII of the Act.

ITEM NO. 6, 7 & 8:

Shri P. C. Jain, Shri Ghanshyam K. Joshi and Dr. R. S. Sarda were appointed as Additional Directors of the Company pursuant to provisions of Section 260 of the Act. These Directors hold their office upto ensuing Annual General Meeting only. Your Company, however, has received a Notice each under provisions of Section 257 of the Act proposing the candidature of Shri P. C. Jain, Shri Ghanshyam K. Joshi and Dr. R. S. Sarda along with requisite deposits for the Office of Director liable to retire by rotation.

As per Clause 49 of the Listing Agreement a listed Company is required to have adequate number of independent Directors. These Directors have requisite experience and qualifications.

TECIL CHEMICALS AND HYDRO POWER LIMITED**60th ANNUAL REPORT 2004-2005**

Yours Directors therefore recommend their appointments as Director of the Company liable to retire by rotation. Resolutions proposed at Items 6, 7 & 8 are meant for aforesaid purpose.

None of the Directors other than Shri P. C. Jain, Shri Ghanshyam K. Joshi and Dr. R. S. Sarda is interested or concerned in passing of the said Resolutions.

ITEM NO.9

Presently the Equity Shares of the Company are listed on the Stock Exchange at Chennai, Mangalore, Jaipur, Delhi, Cochin, Mumbai and National Stock Exchange. The Shares of the Company at these Stock Exchanges are presently suspended for trading. The Company however has made necessary compliances for revocation of suspension with the Stock Exchange Mumbai.

As the volume of trading on the Stock Exchanges other than the Stock Exchange Mumbai and National Stock Exchange has reduced considerably and does not justify payment of considerable amounts by way of listing fees and other expenses. The Board of Directors of the Company at their Meeting held on 26/08/2005 have therefore decided to get the Shares of the Company delisted from the abovementioned 5 Stock Exchanges in accordance with applicable laws, rules, regulations of Security & Exchange Board of India (Delisting of Securities) guidelines 2003 as amended up to date.

As required under the Listing Agreement entered into by the Company with the Stock Exchanges, your approval for the proposal is sought by way of a Special Resolution for delisting the shares of the Company from the said five stock exchanges.

All material documents, including copy of listing agreements are open for inspection by the Members on all working days between 3.00 P.M. to 5.00 P.M. at the Registered Office of the Company till the conclusion of the Meeting.

None of the Directors is concerned or interested, in the above resolution.

BY ORDER OF THE BOARD

Sd/-

S. B. SOMANI

CHAIRMAN & MANAGING DIRECTOR

PLACE : MUMBAI

DATE : 26TH AUGUST, 2005.**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Company being a Power Intensive Industry, is facing problems on various fronts. Steep increase in Power tariff and erratic supply of quality power has contributed in closure of its manufacturing operations since July'99. To overcome the situation the Company had planned to construct two Hydel Power Projects for captive consumption. Unfortunately before commissioning of these Power Projects, the Company had to declare lockout and made heavy losses and net worth of the Company is fully eroded. Presently Company is a Sick Industrial Unit under BIFR.

Present Status :

The Company's plant at Chingavanam is under lockout since July'99 and there is no production activity. The Company has filed a reference with BIFR under SICA Act, which is registered on Registration No.358/2002. The Company is preparing a rehabilitation scheme to be submitted to BIFR and on approval the management is of the opinion to resume manufacturing operations of viable products and will reach to its past glory.

Our Products and Future Plans :

The Company, when it was in operation, mainly engaged in manufacturing of Calcium Carbide, Acetylene Black, Desulphurisation Compound and Ferro Silicon. Due to cheap imports from International Market and steep increase in Power Tariff, the Company's product namely, Calcium Carbide, Acetylene Black have become unviable. The other product, Desulphurisation Compound have limited customers, some of them have already put their own plant. Presently Ferro Silicon is the only product, which is viable due to its demand and better market price. The Company proposes to manufacture Ferro Silicon, once the rehabilitation scheme is approved by BIFR and concessions requested from Government of Kerala are sanctioned. The Hydel Projects which are under implementation have to be sold/hive off in order to settle the dues to Financial Institutions and Bank and other creditors as per BIFR scheme.

TECIL CHEMICALS AND HYDRO POWER LIMITED

60th ANNUAL REPORT 2004-2005

DIRECTORS REPORT

To
The Members,

Your Directors hereby present the 60th Annual Report together with the audited accounts for the year ended 31st March 2005.

I. FINANCIAL RESULTS

The results for the year ended 31st March 2005. are summarized herein below:

	Rs. In Lakhs	
	Year ended 31 st March 2005	2004 (Revised)
Net Sales	0.04	1.98
Other Income	322.43	32.59
Total Income	322.47	34.57
Profit/(Loss) before interest and depreciation	238.97	(20.30)
Less/Add: Interest	130.82	221.64
Depreciation	109.00	110.76
(Loss) for the year	(00.85)	(352.70)
(Loss) b/f from previous year	(6702.51)	(6349.81)
(Loss) carried forward to Balance Sheet	(6703.36)	(6702.51)

II. DIVIDEND

Due to the loss incurred by the Company during the year the Board of Directors do not recommend dividend for the year.

III. OPERATIONS

The Company has been under LOCKOUT throughout the year and there was no production/ sales of Finished Goods. During the year the Company sold scrap accumulated during earlier years. The members of the Company are aware of that the Company has been facing severe liquidity constrains due to lockout of manufacturing plant at Chingavanam since July'99 and delay in commissioning of the Hydel Power project as a consequence thereof. Your Board of Directors are glad to inform the members that the Financial Institutions and Bank have agreed for One Time Settlement of dues subject to Company's making bullet payment to them. In order to settle dues of the Financial Institutions and Bank in terms of One Time Settlement, the Company has been holding a discussion for sale and/or entering into strategic joint venture with prospective buyer / investor for the two Hydel Power projects. Your Board of Directors have made sufficient progress and are hopeful that there will be a positive outcome as a result of such efforts being made.

During the current year the management has continued the dialogue with Government of Kerala with a view to resume manufacturing activities of the viable plants at Chingavanam and also with regard to two Hydel Power projects which are under completion. The State Government has agreed for providing Financial Assistance through KSIDC by the way of subscription of preference shares on compliance of certain conditions stipulated by KSIDC.

IV. DEPOSITS

There is no deposit remains outstanding as at 31.03.2005.

V. REDEMPTION OF POWER BONDS

The Board of Directors are glad to inform the members that the Company has redeemed substantial numbers of Power Bonds in terms of Special Resolution passed by the Bond Holders in their meeting held on 13.09.2004 and as modified by a Special Resolution passed by them in their meeting held on 16.03.2005. The Company is redeeming the Bonds on surrender of Bond Certificates duly discharged by the Bond Holders. The redemption liabilities of the Company towards the Bonds, have thus considerably reduced. The members of the Company

TECIL CHEMICALS AND HYDRO POWER LIMITED**60th ANNUAL REPORT 2004-2005**

may recall that in terms of the above said Special Resolution, the Company has to issue and allot equity shares to the Bond Holders, requisite approval for which has already been accorded by u/s 81-1(A) of the Companies Act, 1956. The shares will however be issued and allotted on the completion of requisite formalities.

VI. INDUSTRIAL RELATIONS

The Company has been under LOCKOUT throughout the year.

VII. PARTICULARS OF EMPLOYEES

There was no employee drawing remuneration in excess of the limit prescribed and hence requirement of attaching a statement as required by section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules 1975 is not applicable to this report

VIII. DIRECTORS

Shri P.C.Jain, Shri Ghanshyam K. Joshi and Dr. R.S. Sarda were appointed as Additional Directors of your Company on 24.11.2004. They cease to hold their office at the ensuing Annual General Meeting and being eligible, offer themselves for reappointment as Directors liable to retire by rotation.

Director due to retire by rotation is Shri G.R.Bang; who being eligible, offer himself for reappointment.

Shri S. B. Somani was reappointed as Managing Director for a further period of 5 years w.e.f. 01.02.2005 on 17.01.2005 subject to approval of the members of the Company by the way of Special Resolution as he has attained age of 70 years. Necessary resolution to be considered by the members of the Company as Special Resolution is incorporated in the notice.

Shri G.Joy was reappointed as Director (Operation) for a further period of 3 years w.e.f. 01.02.2005 on 17.01.2005 subject to approval of members of the Company. The text of the resolution to be considered and passed as Ordinary Resolution by the members of the Company is incorporated in the notice. The information on the particulars of the Directors seeking reappointment as required under clause 49 of Listing Agreement with the Stock Exchange has been given under Corporate Governance Report.

IX. AUDITORS

M/s. VMD & Co., Chartered Accountants, Mumbai retire at the forthcoming Annual General Meeting and are eligible for reappointment. The Company has received confirmation that the appointment, if made, would be within the limits prescribed U/s.224(1B) of the Companies Act, 1956

X. AUDITORS OBSERVATIONS ON ACCOUNTS.

Various statutory demands as referred in note no. 2.2.1 to 2.2.4 being under appeal and have not been crystallized, hence no provision has been made in the books of accounts. The other observations made by the Auditors in their report as referred to the notes forming part of accounts which are self explanatory and therefore do not call for any further comments.

XI. BIFR PROCEEDINGS.

The Company is in process of formulating a rehabilitation scheme which will be submitted to BIFR shortly.

XII. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirements u/s.217 (2AA) of the Companies Act, 1956, the Board of Directors of the Company confirm:

- i. that in the preparation of the annual accounts for the financial year ended 31st March 2005, the applicable accounting standards have been followed and there has been no material departure except to the extent noted by the auditors in their report.
- ii. that the selected accounting policies were applied consistently and the directors 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 as at March 31, 2005 and of the loss of the Company for the year ended as on date.

TECIL CHEMICALS AND HYDRO POWER LIMITED

60th ANNUAL REPORT 2004-2005

- iii. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 or the safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. that the annual accounts have been prepared on a "going concern" basis.

XIII. PARTICULARS REGARDING CONSERVATION OF ENERGY ETC.

As required in terms of section 217(1) of the Companies Act, 1956 and the Companies (Disclosure of Particulars in the Report of Board of Directors) rules 1988, the Report on Conservation of Energy, Technology absorption and Foreign Exchange Earnings and outgo etc. is given in Annexure I forming part of this Report.

XIV. CORPORATE GOVERNANCE

Report on Corporate Governance and a certificate from the Auditors of the Company regarding compliance of the conditions of Corporate Governance as stipulated under clause 49 of the Listing Agreement with the Stock Exchange is given as Annexure II forming part of this Report.

XV. GENERAL

The Balance Sheet and Profit and Loss Account of the Company have been signed as per the provisions of section 215 (1) (ii) of the Companies Act, 1956. Your Directors place on record their sincere appreciation for the continued co-operation, guidance, support and assistance provided during the year under report by various institutions concerned as also the employees of the Company for their sincere and dedicated service in pursuing the corporate objectives of the Company.

FOR AND ON BEHALF OF THE BOARD

PLACE : MUMBAI

DATE : 26TH AUGUST, 2005.

Sd/-

S. B. SOMANI

CHAIRMAN & MANAGING DIRECTOR

ANNEXURE I

**THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE
REPORT OF BOARD OF DIRECTORS) RULES, 1988**

A. CONSERVATION OF ENERGY:

Ours is a power intensive process. Energy conservation programs were undertaken in the Company on a continuous basis, but due to lockout throughout the year, no measures in this regard have been undertaken.

Total energy consumption and energy consumption per unit of production are as per Form A hereunder.

	Current Year	Previous Year
i) Power and Fuel Consumption :	NIL	(NIL)
ii) Consumption per Tonne of Production (Kwh)	NIL	(NIL)
iii) Technology Absorption : Due to LOCKOUT in the Company since last Six years, the ongoing Energy Conservation programs had been stalled.		
iv) Foreign Exchange Earnings and Outgo : The total expenditure in foreign currency :	NIL	(NIL)