

ANNUAL REPORT

2000 - 2001

TRIOCHEM PRODUCTS LIMITED

TRIOCHEM PRODUCTS LIMITED

Board of Directors :

Shri Ramu S. Deora - Chairman

Shri Mahabirprasad S. Deora

Shri Ashok R. Daga

Shri Shyam Sunder Sharma

Shri Sunil S. Jhunjunwala

Auditors :

M/s. M. L. Bhuwania & Co.

(Chartered Accountants)

Bankers :

State Bank of India

Union Bank of India

Registered Office :

Sambhava Chambers, 4th Floor,
Sir P. M. Road, Mumbai - 400 001.

Factory :

10 / 2, M.I.D.C. Industrial Area,
Village Morivali,
Ambemath - West,
Maharashtra.

1

TRIOCHEM PRODUCTS LIMITED

Regd. Office : Sambhava Chambers, 4th Floor, Sir P.M. Road, Mumbai - 400 001.

NOTICE

NOTICE is hereby given that the ANNUAL GENERAL MEETING of the member of the Company will be held at the Registered office of the Company at Sambhava Chambers, 4th Floor, Sir P.M. Road, Mumbai - 400 001 on Friday, 29th June, 2001 at 5.00 P.M. to transact the following Ordinary business :

- 1 To receive, Consider, approve and adopt the audited Balance Sheet as at 31st March 2001 and Profit and Loss Account for the year ended 31st March, 2001 together with the Directors' Report and Auditors' Report.
- 2 To appoint a Director in place of Shri Mahabirprasad S. Deora who retires by rotation and, being eligible, offers himself for re-appointment.
- 3 To appoint a Director in place of Shri Ashok R. Daga who retires by rotation and, being eligible, offers himself for re-appointment.
- 4 To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.
- 5 To discuss any other Business with the permission of chair

FOR AND ON BEHALF OF THE BOARD



DIRECTOR

Place : Mumbai

Dated : 4th May, 2001.

Notes :

- 1 A member is entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The proxies, to be effective, should be deposited at the Registered Office of the company not later than 48 hours before the commencement of the meeting.
- 2 The Register of Members and Share Transfer Books of the company will be closed from Friday the 22th June, 2001 to Friday The 29th June, 2001 (both days inclusive).
- 3 Member are requested to inform the company, any change in their addresses immediately so as to enable the company to despatch any future communication at their correct address.
- 4 The members can also avail facility of nomination in terms of extended legal provisions in this regards.
- 5 For the convenience of members and for proper conduct of the meeting, entry to the place of meeting will be regulated by an Attendance Slip, which is annexed to the Proxy Form. Member are requested to append their signatures at the place provided on the Attendance Slip and hand it over at the entrance.
- 6 Members are requested to bring their copy of the Annual Report with them at the meeting as additional copies of the same will not be made available at the meeting.
- 7 Members are requested to send their queries if any, atleast ten days in advance to the Registered Office, so that the information can be made available at the meeting.

TRIOCHEM PRODUCTS LIMITED

Regd. Office : Sambhava Chambers, 4th Floor, Sir P.M. Road, Mumbai - 400 001.

DIRECTORS' REPORT

TO THE SHAREHOLDERS

Your Directors present their Annual Report together with the Audited Accounts of the Company, for the year ended 31st March, 2001.

1 FINANCIAL RESULTS

| | 2000 - 2001 | 1999 - 2000 |
|--|----------------|----------------|
| | Rupees In Lacs | Rupees In Lacs |
| Sales & Other Income | 73.84 | 123.76 |
| Profit / (Loss) for the year before Depreciation | 9.72 | 0.58 |
| Less : Depreciation | 5.77 | 7.69 |
| Profit / (Loss) before Tax | 3.95 | (8.27) |
| Less : Provision for Tax | 0.00 | 0.00 |
| Profit / (Loss) after Tax for the year | 3.95 | (8.27) |
| Add : Income Tax adjustment for earlier year | (6.73) | (0.38) |
| Add : Profit / (Loss) carried forward from previous year | (172.62) | (163.97) |
| Balance carried forward to next year | (175.40) | (172.62) |

It is clear from the above result that there is a Profit of Rs 3.95 Lakhs as compared to loss of Rs. 8.27 Lakhs for the previous year. The total sales and other income of the company for the year under review are Rs 73.84 Lakhs as compared to Rs 123.76 Lakhs for the previous year. Other income for the year under review includes profit from sale of Motor Vehicles which were owned by the Company.

In the year 2000 - 2001 we made a profit during the year, after meeting necessary expenses because we could export to our regular customers our Tablets manufactured on Job work basis. Therefore, we will try to export more Tablets and will make efforts to get the orders to reduce the loss. We will also try to do some Trading and other activities to generate revenue.

There was labour trouble since last four years, due to which production of the bulk Drugs Plant and Formulation Plant have been adversely affected and there was no scope to change the attitude of the workman. The Management has tried their level best to make all out efforts to start the production of Bulk Drugs as well as Formulation Division, after the workmen had given the Undertaking as per the directive of Hon'ble Industrial Court, Thane. But unfortunately, the workmen were not co - operative and even after joining the duty, again they started harassment and indiscipline in the Factory Premises which affected adversely the Production, Quality, Yield, etc.

They started damaging the equipment and other facilities of production that the Management had repaired and made automation to achieve better productivity. Since all the efforts of the Management were defeated and the well intended, good intention of the Management could not be understood by the workmen due to their adamant attitude and there was no scope to change the attitude of the workman therefore, the Company had no other alternative but to close the production activities of Ambarnath Factory w.e.f. 30th November, 1999, by declaring Closure and Continued other activities of the Company.

2 PRODUCTION

1 Production of Paracetamol Bulk Drugs

| Year | Unit | Total Qty* | Captive Consumption | On Job Basis |
|-----------|------------|------------|---------------------|--------------|
| 2000 2001 | Metric Ton | 0.00 | 0.00 | 0.00 |
| 1999 2000 | Metric Ton | 18.59 | 8.24 | 0.00 |
| 1998 1999 | Metric Ton | 82.15 | 35.46 | 15.62 |

Note * Total quantity includes Production for Sales.

2 Production of Paracetamol Formulation out of our Own Paracetamol, Purchased and on Job Basis.

| Year | Unit | Total Qty* | On Job Basis Third Parties | On Job Basis Own |
|-----------|-----------------|------------|----------------------------|------------------|
| 2000 2001 | Nos in Millions | 40.74 | 40.74 | 0.00 |
| 1999 2000 | Nos in Millions | 100.55 | 0.00 | 78.96 |
| 1998 1999 | Nos in Millions | 126.64 | 0.00 | 56.18 |

Note * Total quantity includes Production for Sales.

3 Production of Paracetamol D.C. Grade out of Own Paracetamol, Purchased and on Job Basis.

| Year | Unit | Total Qty* | On Job Basis Third Parties | On Job Basis Own |
|-----------|------|------------|----------------------------|------------------|
| 2000 2001 | Kgs | 0.00 | 0.00 | 0.00 |
| 1999 2000 | Kgs | 29,000.00 | 0.00 | 24,950.00 |
| 1998 1999 | Kgs | 40,300.00 | 0.00 | 35,500.00 |

Note * Total quantity includes Production for Sales.

3 PRODUCTION ANALYSIS (CAPACITY WISE)

1 Paracetamol Bulk Drugs

| Year | Unit | Capacity | Total Qty | Capacity Utilised |
|-----------|------------|----------|-----------|-------------------|
| 2000 2001 | Metric Ton | 1,200.00 | 0.00 | 0.00% |
| 1999 2000 | Metric Ton | 1,200.00 | 18.59 | 1.55% |
| 1998 1999 | Metric Ton | 1,200.00 | 82.15 | 6.85% |

2 Paracetamol Formulation

| Year | Unit | Capacity | Total Qty | Capacity Utilised |
|-----------|-----------------|----------|-----------|-------------------|
| 2000 2001 | Nos in Millions | 1,200.00 | 0.00 | 0.00% |
| 1999 2000 | Nos in Millions | 1,200.00 | 100.55 | 8.38% |
| 1998 1999 | Nos in Millions | 1,200.00 | 126.64 | 10.55% |

3 Production Analysis (1994 - 1995 V/s 2000 - 2001)

| Year | | Paracetamol Bulk Drugs Quantity In Metric Ton | Paracetamol Formulation Quantity Nos In Millions |
|---|------|--|---|
| 2000 | 2001 | 0.00 | 0.00 |
| 1999 | 2000 | 18.59 | 100.55 |
| 1994 | 1995 | 886.00 | 842.83 |
| % of Production 2000 - 2001 V/s 1994 - 1995 | | 0.00 | 0.00 |
| % of Production 1999 - 2000 V/s 1994 - 1995 | | 2.10 | 11.93 |

The production of Paracetamol Bulk Drug during the year is Nil due to closure of unit, Similarly, the production of Tablets during the year is Nil but Company has manufactured 40.74 Millions Nos on jobwork basis from third parties.

4 Dividend

Since there is inadequate profits, the directors are unable to declare the dividend during the year.

5 Directors

Shri Mahabirprasad S. Deora who retires by rotation at the forth coming Annual General Meeting and being eligible, offer himself for re-appointment.

Shri Ashok R. Daga who retires by rotation at the forth coming Annual General Meeting and being eligible, offer himself for re-appointment.

6 Directors' Responsibility Statement

In term of Section 217 (2AA) of the Companies Act, 1956, The Directors would like to state that :

- in the preparation of annual accounts, the applicable accounting standards have been followed.
- The directors have selected such accounting policies and applied them consistently and made judgements and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the Company for the year under review;
- The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of this Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The directors have prepared the annual accounts on a going concern basis.

7 Particulars of Employees

As required by the provision of Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 (as amended), there are no Employees who were in receipt of remuneration of Rs 12,00,000/- or more during the financial year under review or Rs 1,00,000/- per month or more.

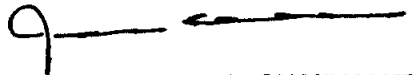
**8 COMPANY'S (DISCLOSURE OF PARTICLURS IN THE REPORT OF BOARD OF DIRECTORS)
RULES, 1988**

As required U/s 217 (1) (e) of the Companies Act, 1956 and the Rules made therein the concerned particlurs relating to conservation of Energy, Technology, Absorption and Foreign Exchange Earning and Outgo are given in the Annexure " A " attached hereto which forms a part of this Directors' Report.

9 AUDITORS

M/s M.L.Bhuwania & Co., Statutory Auditors of the Company hold office until the conclusion of the forthcoming Annual General Meeting and being eligible offer themselves for re-appointment. The Directors recommend them for re-appointment and to fix their remuneration.

FOR AND ON BEHALF OF THE BOARD



CHAIRMAN

Place : Mumbai

Dated : 4th May, 2001.

Report  junction.com

TRIOCHEM PRODUCTS LIMITED

Regd. Office : Sambhava Chambers, 4th Floor, Sir P.M. Road, Mumbai - 400 001.

STATEMENT OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2001.

1 CONSERVATION OF ENERGY

1 Energy Conservation measures taken

Due to declaring of closure, there was no production activity carried on at the factory of the company and, therefore there was no consumption of power and fuel during the year.

2 Total energy consumption and energy consumption per unit of production as prescribed in Form A :

A Power and Fuel Consumption

| 1 Electricity | 2000 - 2001 | 1999 - 2000 |
|-------------------------------|-------------|-------------|
| A Purchased Units (In Lacs) | 0.00 | 2.20 |
| Total Amount (Rs In Lacs) | 0.00 | 12.93 |
| Rate Per Unit (In Rs) | 0.00 | 5.88 |

B Own Generation

Not Applicable Since the Company does not have any Diesel Generator or Steam Turbine / Generator.

| 2 Furnance Oil | 2000 - 2001 | 1999 - 2000 |
|-----------------------------|-------------|-------------|
| Quantity (In Tonnes) | 0.00 | 10.00 |
| Total Amount (Rs In Lacs) | 0.00 | 1.00 |
| Rate Per Tonnes (In Rs) | 0.00 | 10,000.00 |

B Consumption per unit of Production

| | Standards 2000 - 2001 | 1999 - 2000 |
|-----------------------|-----------------------|-------------|
| 1 Electricity - Units | | |
| Paracetamol Per kg | 1.60 0.00 | 9.94 |
| Tablets Per 1000 No | N.A. 0.00 | 0.35 |
| 2 Furnance Oil - Kg | 0.90 0.00 | 0.54 |
| Paracetamol Per kg | | |

C Reason for variation

Not Applicable

2 TECHNOLOGY ABSORPTION

1 Efforts made in Technology Absorption as per Form B -

Indigenous Technology alone is used and continuous effort are being made to improve the same

There are no other particulars which are specifically required to be mentioned as per Form B