



TYROON TEA COMPANY LIMITED

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**ANNUAL REPORT AND
ACCOUNTS 2000–2001**

Tyroon Tea Company Limited

ANNUAL GENERAL MEETING

Date : 27th September, 2001

Day : Thursday

Time : 10.30 A. M.

Venue : Bharatiya Bhasa Parisad
36A, Shakespeare Sarani
Kolkata - 700 017

Directors :

A. K. JALAN

J. K. BHAGAT

S. ISSAR

B. K. SINGH

Company Secretary cum Cost Controller :

K. C. MISHRA

Auditors :

MESSRS. LODHA & CO.

CHARTERED ACCOUNTANTS

14, GOVERNMENT PLACE EAST

KOLKATA - 700 069

Registrars & Transfer Agents :

AMI COMPUTERS (I) LTD.

CORPORATE OFFICE :

60A & 60B CHOWRINGHEE ROAD

2ND FLOOR

KOLKATA - 700 020

Bankers :

ALLAHABAD BANK

Garden :

TYROON TEA ESTATE

P. O. KHARIKATIA

DIST. JORHAT

ASSAM

Registered Office :

3, NETAJI SUBHAS ROAD

KOLKATA - 700 001

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The practice of distributing copies of the Annual Report at the Annual General Meeting has been discontinued as a measure of economy. Members are therefore requested to bring their copies of the Annual Report at the Meeting.

Tyroon Tea Company Limited

NOTICE

Notice is hereby given that the Annual General Meeting of TYROON TEA COMPANY LIMITED will be held as scheduled below :

Date : 27th September, 2001.
Day : Thursday.
Place : Bharatiya Bhasa Parisad
36A, Shakespeare Sarani, Kolkata 700 017
Time : 10.30 A.M.

ORDINARY BUSINESS :

1. To receive, consider and adopt Reports of the Auditors and Directors and the Audited Accounts of the Company for the year ended 31st March, 2001.
2. To appoint a Director in place of Mr. S. Issar, who retires by rotation, and being eligible, offers himself for re-appointment.
3. To appoint Auditors and fix their remuneration.

Registered Office :
"McLeod House"
3, Netaji Subhas Road,
Kolkata 700 001
The 24th day of August, 2001

By Order of the Board
For Tyroon Tea Company Limited
K. C. Mishra
Company Secretary
cum Cost Controller

Notes :

1. PROXY

A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. Proxy in order to be effective must be deposited with the Company at its Registered Office at least fortyeight hours before the commencement of the meeting.

2. CLOSURE OF REGISTER OF MEMBERS

The Register of Members of the Company will remain closed from 21st September, 2001 to 27th September, 2001 both days inclusive.

3. DIVIDEND

a) UNPAID OR UNCLAIMED DIVIDEND

Pursuant to section 205A of the Companies Act, 1956 all unclaimed/unpaid dividends upto the year ended 31st March, 1995 have been transferred to General Revenue Account of Central Government. Shareholders who have not encashed the dividend warrant for the said period are requested to claim the amount from the Registrar of Companies, West Bengal at Kolkata.

- b) In terms of Section 205-C introduced by the Companies (Amendment) Act, 1999 read with Section 205A of the Companies Act, 1956 as amended, the amount of dividend remaining unclaimed for a period of seven years is required to be transferred to the Investor Education and Protection Fund. Members who have so far not encashed their Dividend Warrant(s) for the financial year ended 31st March, 1996 or any subsequent years are advised to submit their claim to the Company's Registrars and Transfer Agents immediately.

4. DEPOSITORY SYSTEM

The Company, consequent to introduction of the Depository System entered into agreement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Members, therefore now have the option of holding and dealing in the shares of the Company in the electronic form through NSDL or CDSL.

Effective from 28th May 2001, trading in the shares of the Company on any stock exchanges is permitted only in the dematerialised form.

5. NOMINATION

Individual shareholders can now take the facility of nomination. The nominee shall be the person in whom all rights of transfer/or amount payable in respect of shares shall vest in the event of the death of the shareholder and the joint holder(s), if any. For further details in this regard shareholders may contact Registrar and Transfer Agent Messrs. AML Computers (I) Ltd.

6. LODGMENT OF TRANSFER DOCUMENTS

The instruments of share transfer complete in all respects should reach the Company prior to closure of the Register of Members as stated above.

7. CONSOLIDATION OF MULTIPLE FOLIOS

Shareholders who are holding shares in identical order of names in more than one folio, are requested to write to the Company enclosing their Share Certificates to enable the Company to consolidate their holdings in one folio.

8. CHANGE OF ADDRESS

Members are requested to quote their Registered Folio Number in all correspondence with the Company and notify the Company immediately of change, if any, in their registered address and / or their mandates.

9. ATTENDANCE SLIP

Members are requested to handover the enclosed "Attendance Slip" duly signed in accordance with the specimen signatures registered with Company for admission to the Meeting Hall.

10. MEMBERS' QUERIES

Members desiring any information regarding Accounts are requested to write seven days in advance to the Company before the date of Meeting to enable the Management to keep full information ready.

Tyroon Tea Company Limited

REPORT OF THE DIRECTORS

The Directors of the Company have pleasure in presenting the Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31st March, 2001.

FINANCIAL RESULTS :

	Rs.	Rs.
Profit before Interest, Depreciation and Taxation		22,32,118
Deduct : Interest	7,67,848	
Depreciation	19,17,851	26,85,699
Profit / (loss) before Tax		(4,53,581)
Less : Provision for Taxation		—
Profit / (loss) after Tax		(4,53,581)
Add : Income Tax relating to earlier years		27,780
		(4,25,001)
Add : Surplus brought forward from previous year		49,36,912
Balance transferred to Balance Sheet		45,11,111

WORKING RESULTS REVIEW :

The total income for the year ended 31st March, 2001, was Rs 737.87 Lakhs in comparison to Rs. 943.51 Lakhs in the previous year. Difficult market conditions and substantially lower average price realisation resulted in lower profits as compared to the previous year.

PROSPECTS :

In the current year the production has again suffered due to prevailing drought condition and the Company is marginally behind the previous years production till date. In view of insufficient export demand, stagnant domestic consumption and change in consumer preference it is difficult to predict the current year's working.

DIVIDEND :

In view of loss, your Directors do not recommend any dividend on the equity shares for the year under review.

DIRECTORS :

Mr. S. Issar retires by rotation and being eligible, offer himself for re-appointment.

DIRECTORS' RESPONSIBILITY STATEMENT :

Your Directors confirm that :

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. that the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are 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 loss of the Company for that period;
- iii. that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- iv. that the directors had prepared the annual accounts on a going concern basis.

AUDITORS :

Messrs. Lodha & Co., Chartered Accountants will cease to hold office as Auditors of the Company at the conclusion of the forthcoming Annual General Meeting but being eligible offer themselves for re-appointment. Necessary certificate has been obtained from the Auditors as per section 224(1) of the Companies Act, 1956.

The other observations made in the Auditors' Report are self-explanatory and therefore, do not call for any further comments under Section 217 of the Companies Act, 1956.

PARTICULARS OF EMPLOYEES :

No employee of the Company was in receipt of such remuneration as to disclose particulars U/S. 217(2A) of the Companies Act, 1956 and rules framed thereunder.

ENERGY, TECHNOLOGY, FOREIGN EXCHANGE :

The information in accordance with the provisions of Section 217(1) (e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are given in Annexure 'A' which forms part of this Report.

ACKNOWLEDGEMENT :

The Directors wish to express their appreciation to all officers, members of staff and workmen of the Company for valuable services rendered and dedication exhibited by them. They also express their gratitude to Tea Board and Bankers for their co-operation and support extended to the Company.

Registered office :
"McLeod House "
3, Netaji Subhas Road,
Kolkata - 700 001
Kolkata, The 24th day of August, 2001.

For and on behalf of the Board
A. K. JALAN | Directors
S. ISSAR



Tyroon Tea Company Limited

ANNEXURE "A"

ANNEXURE TO DIRECTORS' REPORT

Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988.

(A) CONSERVATION OF ENERGY

1. Energy Conservation Measure taken : (a) Replacement of old equipment
(b) Use of Energy efficient equipment
2. Additional investments and proposals if any, being implemented for reduction of consumption of energy : Based on the study made by the Company, order for necessary equipment/s for energy conservation has been / are being placed.
3. Impact of the measures at (1) and (2) above for reduction of energy consumption and consequent impact on the cost of production. : The cost of production is expected to reduce after installation of the energy saving equipments.

4.a. Power and Fuel Consumption

Current Year Previous Year

1. Electricity

a) Purchased Unit	9,92,960	10,45,920
Total Amount (Rs.)	40,92,984	39,15,429
Rate / Unit	4.12	3.74
b) Own generation		
i) Through diesel Generator		
Unit	1,26,524	1,96,568
ii) Units per Litre of diesel		
Oil	—	—
Cost/Unit (Rs.)	7.40	5.50

2. Coal (specify quality and where used)

Quantity (Kgs)	29,355	1,33,815
Total Cost (Rs)	54,013	2,52,869
Average Rate per Kg. (Khasi and ROM coal used in Drier)	1.84	1.89

3. (A) Furnace Oil

Quantity (Litres)	2,55,585	2,94,751
Total Amount (Rs.)	32,65,439	24,38,197
Average Rate	12.78	8.27

(B) Consumption Per Unit of Production

Black Tea (in Kgs.)	10,61,617	11,44,635
Electricity (In Unit)	0.94	0.91
Furnace Oil (In litres)	0.24	0.26
Coal (in Kgs.)	0.03	0.12

(B) RESEARCH AND DEVELOPMENT

1. Specific area in which R & D carried out by the Company -

The Tea Research Association (TRA) at Toklai, Assam is engaged in research at field and factory levels for improving yield and quality of Tea and the Company being a member of TRA also applied the result of R & D in the field and factory levels.

2. Benefits derived as a result of the above R & D

Benefits derived by TRA on R & D are being passed on to us for implementation in field and factory levels.

3. Future plan of action

Works are in hand to improve all aspects of field management and identify clones which will improve both quality and production.

4. Expenditure on R & D

(a) Capital

(b) Recurring

(c) Total R & D expenditure
as percentage of total turnover

The Company Subscribes to Tea Research Association which is registered under Section 35 (1) (ii) of the Income Tax Act, 1961 which carries out R & D activities for the Tea Industry.

(C) TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

1. Efforts are being made towards technology absorption, adaptation and innovation :-

The Technology developed by TRA in the field and in manufacture is introduced by us.

2. Benefits derived as a result of the above efforts e.g. product improvement, cost reduction, product development import substitution etc.

Cost reduction and improvement in quality were achieved as a result of above mentioned steps.

3. In case of imported technology (imported during the last 5 years from the beginning of the financial year) following information may be furnished :

(a) Technology imported (b) year of import (c) has technology been fully absorbed (d) if not fully absorbed areas where they have not taken place, reason and future plan of actions.

No Technology was imported during last 5 years.

FOREIGN EXCHANGE EARNING -- Rs. Nil (Previous year Rs. Nil)

FOREIGN EXCHANGE OUTGO -- Rs. 1,36,025 (Previous year Rs. Nil)

Registered Office :

"McLeod House "

3, Netaji Subhas Road ,

Kolkata - 700 001.

Kolkata, The 24th day of August, 2001.

For and on behalf of the Board

A. K. JALAN

S. ISSAR

Directors