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CS	<input checked="" type="checkbox"/>		DPY	<input checked="" type="checkbox"/>
RO	<input checked="" type="checkbox"/>		DIV	<input checked="" type="checkbox"/>
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# 10<sup>TH</sup> ANNUAL REPORT

## 1996-97

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**SUNSHINE FACTORS & EXPORTS LIMITED****BOARD OF DIRECTORS**

<i>Mr. D. Krishna Kumar Raju</i>	-	<i>Chairman</i>
<i>Mr.V.S.N. RAJU</i>	-	<i>Managing Director</i>
<i>Smt.D. Bharathi</i>	-	<i>WholeTime Director</i>
<i>Dr. K.S.P.N. Varma</i>	-	<i>Director</i>
<i>Dr. V. Rama Krishnam Raju</i>	-	<i>Director</i>
<i>Mr. J. Venugopala Rao</i>	-	<i>Director</i>
<i>Mr. A.N. Raju</i>	-	<i>Director</i>
<i>Smt.V. Anasuya</i>	-	<i>Director</i>

**BANKERS**

*Bank of Baroda*

**AUDITORS**

*M/s. MOGILI SRIDHAR & CO.,*  
 CHARTERED ACCOUNTANTS  
 6-3-655/2/3, 1st Floor,  
 Somajiguda,  
 Hyderabad - 500 082.

**REGISTERED OFFICE**

202, 2nd Floor,  
 Raghavarathna Towers,  
 Chirag Ali Lane, Abids,  
 Hyderabad - 500 001.

**SHARE TRANSFER AGENTS**

*M/s.Aarthi Consultants Pvt. Ltd.,*  
 1-2-285, Domalguda,  
 Hyderabad - 500 029.

## NOTICE

NOTICE is hereby given that the 10th Annual General Meeting of the Members will be held on Friday, the 26th September, 1997 at 11.30 A.M. at Sundaraiah Vignan Kendram, Bagahlingampally, Hyderabad to consider the following business:

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 1997 and the Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in the place of Smt. V. Anasuya who retires by rotation and being eligible offers herself for reappointment.
3. To appoint a Director in the place of Sri D.Krishna Kumar Raju, who retires by rotation and being eligible offers himself for reappointment.
4. To appoint a Director in the place of Dr. V.Ramakrishnam Raju, who retires by rotation and being eligible offers himself for reappointment.
5. To appoint Auditors and fix their remuneration.

### SPECIAL BUSINESS :

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

"RESOLVED that Dr. K.S.P.N. Varma who was appointed as an Additional Director of the company by the Board, who ceases to hold office under section 260 of the Companies Act, 1956 and in respect of whom the company has received a notice in writing proposing his candidature for the office of the Director be and is hereby appointed as a Director of the Company."
7. To consider and if thought fit, to pass with or without modification the following Resolution as a Special Resolution:  

"RESOLVED that pursuant to Section 17 (1) of the Companies Act, 1956 and other applicable provisions of the Act, if any, the Objects Clause IIIC (other objects) of the Memorandum of Association of the Company be and is hereby altered by inserting the following sub-clauses 6 TO 10 immediately after the existing sub-clause 5 :

6. To carry on the business of floriculture, horticulture, agriculture, sericulture, tissue culture and any other type of cultivation including the environmentally controlled cultivation of mushrooms, flowers, fruits and vegetables and manufacturing of Agro based products.
7. To acquire by purchase or otherwise, and to carry on the business of estate owners, cultivators, planters, growers and manufacturers or sellers and dealers in tea, coffee, cardamom, pepper, spices, rubber and guttapercha and gums of every description, corn, cocoa, rice, oil, copra, coconuts, sugar, plantations, cinchona, grains, paddy, cereals, cotton, silk, vegetable, agricultural, sericultural and horticultural products and to manufacture, dispose of, buy and deal in the said products.
8. To carry on all or any of the businesses as timber merchants, sawmill proprietors and timbergrower of all kinds, and to buy, sell, grow, prepare for market, manipulate, import, export and deal in timber and wood of all kinds including Teak, Mangium and any goods and articles in the manufacture of which timber or wood is either wholly or partly used. To carry on all or any of the business as chemists, oil and colourmen, manufacturers, buyers, sellers, importers and exporters of and dealers in chemicals, industrial and other preparations and articles, compounds, cements, oils, paints, pigments, compositions and varnishes, dyes and colours and electrical, chemicals photographic and scientific apparatuses, appliances and materials and as dealers in grain, seed, flax, cotton, lubricating and burning oil, grease, petrol, benzol or other petrol substitutes.
9. To undertake Real Estates Business of buying and selling or otherwise generally deal in Lands, Houses, Flats and other properties and to undertake market survey and Job/work such as planning lay outs of land, plotting and also to obtain necessary permission clearances, sanction, approvals from Govt. or other agencies in respect of the Real Estates transaction and to lease, Hire, Contract or otherwise give on rent the construction and earth moving equipments and all other equipments and all other properties movable or immovable and also to undertake construction activities and to develop Real Estates properties including promotion and execution of houses, residential flats, commercial and offices companies, hotels, tourist, resorts, colonies, factories, townships markets and such others either on its own or on behalf of others either land purchased hired or leased or on contracts basis for general public or a particular group individuals or persons or bodies corporate.
10. To purchase or otherwise acquire and to manufacture and deal in bricks, stone and other building materials of any kind, and all implements, machinery, vehicles, scaffolding and other equipment and articles used by builders and contractors".

"RESOLVED further that the Directors are hereby expressly authorised to agree to such variations or modifications of the said objects proposed to be added as mentioned above as the prescribed authorities may suggest or make as a condition while granting such confirmation and which the Directors may think fit to accept."

8. To considered and if thought fit, to pass with or without modification, the following Resolution as Special Resolution:  
"Resolved that pursuant to section 149(2-A) and other applicable provisions if any of the Companies Act, 1956:

- 1) approval of the Shareholders be and is hereby given to the company for commencing all the business as set out in the newly introduced Clauses of 6 to 10 of Clause III C (other objects) of the Memorandum of Association of the Company.
- 2) the Board of Directors of the Company be and is hereby authorised to take up all or any of the aforesaid business as and when deemed fit by them."

BY ORDER OF THE BOARD OF DIRECTORS

**V.S.N. RAJU**  
MANAGING DIRECTOR

PLACE : HYDERABAD

DATE : 01-09-1997

#### 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 THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

PROXIES, TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.

2. THE REGISTER OF MEMBERS AND THE SHARE TRANSFER BOOKS OF THE COMPANY WILL REMAIN CLOSED FROM 24TH SEPTEMBER, 1997 TO 26TH SEPTEMBER, 1997 (BOTH DAYS INCLUSIVE).
3. THE RELATIVE EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956 PERTAINING TO THE SPECIAL BUSINESS SET-OUT ABOVE IS ANNEXED HERETO.