



**28th
ANNUAL REPORT
2000-2001**

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**VIDARBHA IRON & STEEL
CORPORATION LIMITED**

VIDARBHA IRON & STEEL CORPN. LTD.

Board of Directors :

D. M. NETERWALA

M. K. BELIWALA

S. C. BHANDARI

M. D. SARAF Managing Director

Auditors :

SALVE AND COMPANY

Solicitors :

BHAUSHANKER KANGA AND GIRDHARLAL

Bankers :

BANK OF INDIA

SYNDICATE BANK

STATE BANK OF PATIALA

Share Department :

PLOT NO. 46 - A & B, MIDC INDUSTRIAL ESTATE,

NAGPUR - 440 028

Registered Office & Steel Works :

PLOT NO. 46 - A & B, MIDC INDUSTRIAL ESTATE,

NAGPUR - 440 028

Computer Works :

PINSEL COMPUTER PRODUCTS

A 45 TO 50, SECTOR NO. 16

ELECTRONICS NAGAR,

NOIDA DIST, GHAZIABAD (U.P.)

VIDARBHA IRON & STEEL CORPN. LTD.

NOTICE :

NOTICE is hereby given that the 28th Annual General Meeting of Vidarbha Iron & Steel Corporation Ltd., will be held at the Registered Office of the Company at 46A & B, MIDC Industrial Estate, Nagpur 440028 on Saturday, the 29th September, 2001, at 10.30 A.M. to transact the following Business:

ORDINARY BUSINESS :

1. To receive, consider and adopt Balance Sheet as at 31st March, 2001 and Profit & Loss Account for the year ended 31st March, 2001 with the report of Auditors and Directors.
2. To appoint a Director in the place of Shri S. C. Bhandari, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint retiring Auditors M/s. Salve & Co. Chartered Accountants, Nagpur who are eligible for re-appointment as Auditors of the Company from the conclusion of this meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

Registered Office :
46A&B, MIDC Industrial Estate,
Nagpur 440028
Dated: 28th August, 2001

BY ORDER OF THE BOARD OF DIRECTORS

M. D. SARAF
MANAGING DIRECTOR

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Register of Members and Share Transfer Books will remain closed from 21st September, 2001 to 29th September, 2001 both days inclusive.
3. Members are requested to intimate immediately any change in their address at our Registered Office: 46A&B, MIDC Industrial Estate, Nagpur 440028.

VIDARBHA IRON & STEEL CORPN. LTD.**DIRECTORS' REPORT TO THE MEMBERS**

Your Directors are presenting the 28th Annual Report together with Audited Statement of Accounts for the year ended 31st March, 2001.

FINANCIAL RESULTS :

	Year ended 31 st March, 2001 (Rs. In Lacs)	Year ended 31 st March, 2000 (Rs. in lacs)
Gross Profit / (Loss) before depreciation	(295.28)	107.12
Less: Depreciation for the current year	47.30	47.26
Net Profit / (Loss) for the year after depreciation	(342.58)	59.86
Add: Debit for earlier year (interest on unsecured loan not provided last year)	(329.43)	—
	(672.01)	59.86
Loss brought forward from previous year	(946.63)	(1006.49)
Loss carried to Balance Sheet	(1618.64)	(946.63)

In view of application for One Time Settlement made by the Company, no provision for interest accrued and due for the financial year ended 31st March, 2000 on loan from financial institutions aggregating to Rs.3,29,43,377/- was made in the accounts for the year ended 31.3.2000. However, the Directors have decided to provide for the same in the accounts of the current year.

In view of the accumulated losses incurred by Ferro Alloys Corporation Ltd., (FACOR) on operation of our Steel Plant at Nagpur, no provision for our share in profit has been made.

PINSEL COMPUTER PRODUCTS DIVISION :

During the year production at Pinsel Computer Products Division was Nil, due to the fact that the Factory is closed and is under the possession of Trade Tax Department, Noida. Regarding the Land and Building and other Assets at Pinsel, Noida, the Note Number 4 of Schedule 'D', forming part of the Balance Sheet is self-explanatory.

CONSERVATION OF ENERGY : Not applicable

TECHNOLOGY ABSORPTION : Not applicable

FOREIGN EXCHANGE EARNINGS AND OUTGO :

1. Foreign Exchange earnings : Nil
2. Foreign Exchange Outgo : Rs.12,514/-

INSURANCE : The Assets of the Company are adequately insured.

28TH ANNUAL REPORT 2000-2001**DIRECTORS :**

During the year Shri M. M. Jain, Director tendered his resignation on 13th March, 2001 which was accepted by the Board on 28.4.2001. The Directors place on record the sincere appreciation of the valuable services rendered by Shri M. M. Jain.

Shri S. C. Bhandari retires by rotation and being eligible, offers himself for re-appointment at the forthcoming Annual General Meeting.

DIRECTORS' RESPONSIBILITY STATEMENT :

Pursuant to the provisions of Section 217 (2AA) of Companies Act, 1956, your Directors state as under :

- i) that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations,
- ii) that the Directors have 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 have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities,
- iv) that the Directors have prepared the annual accounts on a going concern basis.

AUDITORS :

Members are requested to appoint Auditors and to fix their remuneration. The retiring Auditors M/s. Salve and Company, being eligible offer themselves for re-appointment. They have further furnished certificate to the effect that their re-appointment if made, would be in accordance with Sub-section (1B) of Section 224 of the Companies Act, 1956.

AUDITOR'S REPORT :

With reference to the comments made by the Auditors in their Report, the Directors wish to state that the relevant notes forming part of the Company's Accounts are self-explanatory and hence do not require any further explanation.

INDUSTRIAL RELATIONS :

Relations with the employees continued to be cordial.

PARTICULARS OF THE EMPLOYEES :

None of the employees are covered under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975.

DEMATERIALISATION :

As per the Directives of SEBI/Stock Exchange, steps are being taken to implement the directives.

ACKNOWLEDGEMENT :

The Directors wish to thank for the co-operation extended by the Financial Institutions and Bankers. Your Directors also appreciate the dedicated and sincere services of the employees.

ON BEHALF OF THE BOARD OF DIRECTORS

MUMBAI, 28th August, 2001

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M. D. SARAF
MANAGING DIRECTOR

VIDARBHA IRON & STEEL CORPN. LTD.**REPORT OF THE AUDITORS' TO THE MEMBERS**

We have audited the attached Balance Sheet of "M/S. VIDARBHA IRON AND STEEL CORPORATION LTD. NAGPUR" as at 31st March, 2001 and also the annexed Profit and Loss Account of the company for the year ended on that date and report that:

1. We have obtained all the information and explanations which, to the best of our knowledge, were necessary for the purpose of our Audit.
2. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of the books of the Company.
3. The Balance Sheet and Profit and Loss Account dealt with by the report are in agreement with the books of account of the Company.
4. In our opinion, subject to **Note No. 3 & 6 of Schedule K**, the Balance Sheet and Profit and Loss Account comply with the Accounting Standards referred to in Sub-section 3 (C) of Section 211 of the Companies Act, 1956.
5. On the basis of the written representations from the Directors, none of the Directors is disqualified as on 31st March, 2001 from being appointed as a Director under Section 274 (1) (g) of the Companies Act, 1956.
6. In our opinion and to the best of our information and according to the explanations given to us, the accounts, together with the notes thereon, particularly **note no 4 of schedule 'D' and note no 2, 3 & 4 of schedule 'K'** give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view:
 - i. In the case of the Balance Sheet, the state of affairs of the Company as at 31st March, 2001; and
 - ii. In the case of the Profit and Loss Account, of the Loss for the year ended on that date.
7. As required by the Manufacturing and Other Companies (Auditor's Report) Order, 1988 issued by the Company Law Board under Section 227 (4 A) of the Companies Act, 1956, and on the basis of such checks, we considered appropriate, we further report that :
 - i. The Company is maintaining proper records showing full particulars, including quantitative details and situations of Fixed Assets. These assets were physically verified by the Management at reasonable intervals during the year and no material discrepancies were noticed on such verification. Since the Pinsel Factory at Noida is locked and is in possession of Trade Tax Department Noida, records relating to fixed assets in respect of the same could not be brought upto date and verified. Similarly, management could not physically verify the assets located at the Pinsel Factory at Noida.
 - ii. None of the fixed assets have been revalued during the year.
 - iii. The Stocks of finished goods, stores, spare parts and raw materials have not been physically verified by the Management since the factory at Noida is in possession of Trade Tax Department, Noida.
 - iv. In view of reply to item (iii) above, no comments are offered as regards the procedures of physical verification of stocks followed by the Management whether are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - v. In view of reply to item (iii) above, no comments are offered as regards discrepancies noticed on physical verification of stocks as compared to book records.
 - vi. On the basis of the certificate given by the management, we are of the opinion that the valuation of stocks is fair and proper in accordance with the normally accepted accounting principles and the basis of valuation of stocks is the same as in the preceding year.