

Co. Code: 19373

MD	✓		BKC	✓
CS	✓		DPY	✓
RO	✓		DIV	✓
TRA	NP		SHI	✓
AGM	✓	✓		✓
YE	✓	✓		✓

6th

ANNUAL REPORT

1997-98



Vimal Oil & Foods Ltd.





Vimal Oil & Foods Ltd.
6th Annual Report
1997-98

BOARD OF DIRECTORS	:	Shri Chandubhai I. Patel	Chairman
		Shri Ganpatbhai K. Patel	Managing Director
		Shri Jayesh C. Patel	Managing Director
		Shri Kantibhai S. Patel	Director
		Shri Jayantibhai A. Patel	Director
		Shri Kantilal M. Guru	Director
		Shri Naranbhai S. Patel	Director
		Shri Khengarbhai Patel	Director
		Shri Dineshchandra L. Patel	Director
		Shri Dahyabhai S. Patel	Director

BANKERS

: Bank of India
 The Mehsana Urban Co-Op Bank Ltd

AUDITORS

: M/s. Rajesh Rasiklal Shah & Associates
 Chartered Accountants
 Ahmedabad

COMPANY SECRETARY

: Jignesh A. Maniar

REGISTERED OFFICE

: 31, G.I.D.C. Estate
 Highway,
 Mehsana - 384002

FACTORY

: At : Village Hanumant Heduva
 Nr. Palavasna Railway Crossing,
 Highway, Mehsana - 384002



Vimal Oil & Foods Ltd.

NOTICE

NOTICE is hereby given that the Sixth Annual General Meeting of the Shareholders of **VIMAL OIL & FOODS LIMITED** will be held at 11.30 A.M. on Friday, the 25th September, 1998 at company's factory at Village : Hanumant Heduva, Near Palavasna Rly. Crossing, Highway, Mehsana : 384002 to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt Audited Balance Sheet as at 31st March 1998. and the Profit and Loss Account for the year ended on that date together with Schedules annexed thereto as well as the Directors and Auditors Report attached therewith.
2. To declare dividend.
3. To appoint a Director in place of Shri Kantibhai S. Patel who retires by rotation and being eligible offers himself for reappointment.
4. To appoint a Director in place of Shri Kantilal M. Guru who retires by rotation and being eligible offers himself for reappointment.
5. To appoint a Director in place of Shri Chandubhai I. Patel who retires by rotation and being eligible offers himself for reappointment.
6. To appoint Auditors and fix their remuneration.

Regd Office :

31, G.I.D.C. Estate,
Highway, Mehsana.

BY ORDER OF THE BOARD OF DIRECTORS

Place: Mehsana.

Date : 21st August, 1998

JIGNESH A. MANIAR
COMPANY SECRETARY

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE 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 LESS THAN 48 HOURS BEFORE THE MEETING.
2. Members are requested to notify immediately the change of address if any to the Company.
3. Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the meeting.
4. The register of members and share transfer books of the Company will remain closed from 17th September 1998 to 25th September 1998 (both days inclusive)
5. The dividend as recommended by the Board of Directors, if declared at the meeting, will be payable to those shareholders whose names registered in the Register of Member of the Company as on 25th September 1998.
6. Members attending the Annual General Meeting are requested to bring their copies of Annual Report at the meeting.



DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their Sixth Annual Report and Annual Accounts of the Company for the year ended on 31st March 1998.

FINANCIAL RESULTS :

(Rs.In Lacs)

	For the Year	Previous Year
	1997-98	1996-97
Profit before taxation	153.32	185.49
Provision for taxation	19.55	22.00
Profit after tax	133.77	163.49
APPROPRIATION :		
Transfer to General Reserve	100.00	100.00
Proposed Dividend	45.50	27.30
Balance Carried Forward	105.15	116.88

DIVIDEND :

Having regard to the surplus available for the year under review, the Directors recommend a final dividend of 10%. The total dividend will absorb a sum of Rs.45.50 Lacs.

OPERATION :

The Company's operation, continued to be satisfactory :

(Rs. in lacs)

	1997-98	1996-97
Sales and related income	16243.33	13487.15
Profit after tax	133.77	163.49

During the year under review the company's turnover has increased to Rs.16243.33 lacs from Rs.13487.15 lacs. The direct export has also increased from Rs.1019.29 lacs to Rs. 3241.35 lacs. The export through merchant exporter has also increased from Rs.1077.62 lacs to Rs. 1431.18 lacs.

Your directors are pleased to inform that our company has achieved highest export of Rapeseeds DOC all over the Country. We are awarded as highest exporter of Rapeseed Extraction for the year 1997-98 by The Solvent Extraction Association of India.

Your directors are striving their utmost to improve the working of the company and expect the desired results in due course of time.

CURRENT WORKING :

During the current year the company's working has been established and despite the general recessionary trends in the indian economy the company expects to maintain the standing in the market and industry.

DIRECTORS :

Shri Kantibhai S.Patel, Shri Kantilal M.Guru, and Shri Chandubhai I.Patel Retire as Directors by rotation and being eligible, offer themselves for re-election.

LISTING :


Vimal Oil & Foods Ltd.

The company's shares are listed on (1). The Ahmedabad Stock Exchange (Being the Regional Stock Exchange), Kamdhenu Complex, Near Sahajanand College, Panjarapole, Ahmedabad-380015. (2) The Stock Exchange Mumbai, Phiroze Jeejeebhoy Tower, 25th Floor, Dalal street, Mumbai - 400 001, (3) The Delhi stock Exchange Association Ltd, West Plaza, Indira Gandhi Stadium, Indraprastha Estate, New Delhi-110 002.

INDUSTRIAL RELATIONS :

The Company's relations with its employees remained cordial throughout the year. The Directors wish to place on record their deep appreciation of the devoted services by workers, staff and executives of the Company.

PARTICULARS OF EMPLOYEES :

The particulars of employees falling under the purview of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) rules, 1975 are Nil.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUT GO :

The additional information required under the provisions of Section 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, and forming part of the Report, is annexed hereto.

AUDITORS :

You are requested to appoint auditors and fix their remuneration.

APPRECIATION :

Your Directors take note of and record their sincere appreciation for the useful Co-Operation extended by Bank of India, The Mehsana Urban Co-Op Bank Ltd., and Industrial Development Bank of India and department of both State and Central Governments.

ON BEHALF OF THE BOARD OF DIRECTORS
FOR VIMAL OIL & FOODS LTD

Place : Mehsana.

Date : 21st August, 1998

CHANDUBHAI I.PATEL

CHAIRMAN



Vimal Oil & Food Ltd.

ANNEXURE TO DIRECTORS' REPORT

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

CONSERVATION OF ENERGY :

- a. Energy Conservation Measures Taken : The Company has tried to adopt the implementation suggested in Energy Audit Report.
- b. Additional investment and Proposals if any being implemented for reduction of consumption of energy. : Nil
- c. Impact of the measures taken at (a) & (b) above for reduction of energy consumption and consequent impact on the cost of production of goods : Nil

Form for disclosure of particulars with respect to conservation of energy.

A. POWER AND FUEL CONSUMPTION

	1997-98	1996-97
1. ELECTRICITY		
a. Purchased units	1832248	2472912
Total amount (In Rs.)	5,590,089	6,413,266
Rate per Unit	@3.05	@2.59
b. Own Generation	Nil	Nil
Through Diesel Generator units		
Units per ltr of Diesel Oil Cost/Unit		
c. Through Steam turbine/Generator Units	Nil	Nil
Units per ltr of Fuel Oil/Gas		
2. LDO OIL		
Quantity	Nil	42000
Total cost (Rs.)		378846
Average Rate		9.02
3. LIGNITE		
Quantity	2567540	6785960
Total Cost (Rs.)	1,633,603	3,654,040
Rate per unit (Rs.Per M.T.)	@639	@538
4. GAS		
Quantity	1849108	274313
Total Cost (Rs.)	6,761,039	867,589
Rate per unit (Rs.per SCM)	@3.66	@3.16



B. CONSUMPTION PER UNIT PRODUCTION

	Standards (if any)	Current Year 1997-98	Previous Year 1996-97
Products (With Details)			
Electricity (KWH/M.T.)	N.A.	20.7573	29.9800
LDO Oil	N.A.	0.0000	0.5100
Coal (M.T./M.T.)	N.A.	0.0000	0.0000
Lignite (M.T./M.T.)	N.A.	0.0291	0.0823
Gas (SCM/M.T.)	N.A.	20.9483	3.3300

FORM - B**B. DISCLOSURE OF PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION AS PER FORM - B**

RESEARCH AND DEVELOPMENT (R & D)

1.	Specific areas in which R & D is carried out by the Company	:	Nil	
2.	Benefits derived as a result of the above R & D	:	Nil	
3.	Future plan of action	:	Nil	
4.	Expenditure on R & D		1997-98	1996-97
a.	Capital		Nil	Nil
b.	Recurring		Nil	Nil
c.	Total		Nil	Nil
d.	Total R & D Expenditure as percentage of total turnover.		Nil	Nil

TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

1.	Efforts in brief made towards technology absorption adaption and innovation	:	Nil
2.	Benefits derived as a result of the above efforts e.g. cost reduction product development import substitution	:	Nil
3.	In case of imported technology (Import during the last 5 year reckoned from the beginning of the financial year) following		
a.	Technology imported	:	Nil
b.	Year of import	:	Nil
c.	Has technology been fully absorbed	:	Nil
d.	If not fully absorbed areas where this has not taken place, reasons there of and future plan of actions	:	Nil



Vimal Oil & Foods Ltd.

FOREIGN EXCHANGE EARNINGS AND OUTGO

- A. Activities relating to exports, initiatives taken to increase exports, development of new export markets and export plans.

Company's direct exports have increased substantially by over 218% to that of the past year. and export through merchant exporter have increased by over 32.81% to that of the past year. The Company's efforts continue in development and identification of new export markets and improving the share in the existing markets.

- B. Total Foreign Exchange used and earned

Total Foreign Exchange earnings

Rs. 324,135,443

US\$ 8,680,473

Total foreign exchange outgo

Nil

Net foreign exchange earnings

Rs. 324,135,443

BY ORDER OF THE BOARD OF DIRECTORS

CHANDUBHAI I.PATEL

CHAIRMAN

