



VISION TECHNOLOGY INDIA LIMITED
BANGALORE

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6th ANNUAL
REPORT

1997 - 1999

(18 Months)

Board of Directors : RANGAVASANTH B.
Chairman & Managing Director

RANGA B. S.

SHAMALA B. R.

Gen. Manager (Audio) : JAGADISH BABU S.

Gen. Manager (Advt) : ANITA VASANTH

Auditors : K. K. BIYANI & ASSOCIATES
Chartered Accountants
Mumbai

Regd. Office : 110, Kengal Hanumanthaiah Road
Bangalore 560 027

Bankers : INDIAN BANK

NOTICE FOR THE ANNUAL GENERAL MEETING

Notice is hereby given that the adjourned 6th Annual General Meeting of the members of VISION TECHNOLOGY INDIA LIMITED will be held on Monday, the 14th February, 2000 at 10.30 a.m. at The Minerva, Minerva Complex, Minerva Circle, Bangalore - 560 002, to transact the following business.

ORDINARY BUSINESS :

1. To receive, consider and adopt the Profit and Loss account for the period ended 31.3.99 and the Balance Sheet as on that date, together with the reports of Auditors and the Directors thereon.

SPECIAL BUSINESS :

2. To consider and if thought fit, to pass with or without modifications the following resolution as a Special Resolution.

"Resolved that, in pursuance of the Directions / Guidelines issued by the Securities and Exchange Board of India and the Stock Exchange from time to time, the consent of the company be and is hereby accorded to the voluntary delisting of the equity shares of the company from the Jaipur Stock Exchange Limited, Jaipur, and the Managing Director is hereby authorised to take necessary steps in this regard".

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Place : Bangalore

By Order of the Board

Date : 16-12-1999

Sd/-

Rangavasanth B.

Chairman and Managing Director

Notes :

1. The 6th Annual General Meeting of the Company was earlier held on 31.12.98 and the subject of adoption of accounts was deferred, as the accounts were not ready at that time and the meeting was adjourned sine die. Subsequently, the accounting year of the company was changed to 31st March, with effect from 31.3.99, as approved by the Registrar of Companies, Karnataka, Bangalore. Now this meeting is called to adopt the account for the 18 months period ended 31.3.99.
2. A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of himself. A proxy need not be a member of the company. Proxies, to be affective, must be lodged at the Regd. Office of the Company before 48 hours of the time and date fixed for the meeting.
3. The Registers of members and the Transfer Register of the company shall be closed from 04-02-2000 to 14.02.2000 (both days inclusive)
4. The members are requested to intimate change of addresses, if any, to enable the company to update the records.
5. The Explanatory Statement as required under the Companies Act for item 2 of the Agenda is attached herewith.

EXPLANATORY STATEMENT UNDER THE COMPANIES ACT, 1956 ATTACHED
TO THE NOTICE DATED 16-12-1999

Special Business :

Item 2 of the Agenda : The Company's shares are listed at the Bangalore Stock Exchange Ltd., and the Stock Exchange, Mumbai. At the 5th Annual General Meeting, the members approved voluntary delisting of our shares at the Stock Exchanges of Ahmedabad and Madras, as the transactions there are very meagre, for the same reason, it is proposed to voluntary delist our shares at the Jaipur Stock Exchange Ltd., Jaipur. The Special resolution as proposed is for the approval of the members.

None of the directors are interested in the above resolution.