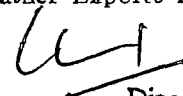


WORLDWIDE LEATHER EXPORTS LIMITED

MD	<input checked="" type="checkbox"/>	BKC	<input checked="" type="checkbox"/>
CS	<input checked="" type="checkbox"/>	DPY	<input checked="" type="checkbox"/>
RO	<input checked="" type="checkbox"/>	DIV	<input checked="" type="checkbox"/>
TRA	<input checked="" type="checkbox"/>	AC	<input checked="" type="checkbox"/>
AGM	<input checked="" type="checkbox"/>	SHI	<input checked="" type="checkbox"/>
YE	<input checked="" type="checkbox"/>		<input checked="" type="checkbox"/>

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For Worldwide Leather Exports Ltd.


Director

7 th
Annual Report
1996-97



WORLDWIDE LEATHER EXPORTS LIMITED

BOARD OF DIRECTORS

Anil Kumar Agarwal Managing Director
Anil Agarwal Jt. Managing Director
S K Agarwal Director
Ashutosh Singhal Director
Neetu Sethi Nominee IDBI

REGISTERED OFFICE

5F, Everest, 46/C Chowringhee Road,
Calcutta 700 071

HEAD OFFICE & SHARE DEPARTMENT

E - 169, Greater Kailash Part II
New Delhi 110 048

BANKERS

Vijaya Bank
17, Barakhamba Road
New Delhi 110 001

FACTORIES

GARMENTS DIVISION

Unit ATA-94 A,B,C Ravidas Marg,
Tuglakabad Extn., New Delhi

Unit B8-9-10, Jagdamba Road,
Tuglakabad Extn., New Delhi

SHOE DIVISION

38th Mile Stone, Berhampur Road,
Village Khandsa
Delhi - Jaipur National Highway No.8
Gurgaon

AUDITORS

B Chhawchharia & Co.
75, Park Street
Calcutta 700 001

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WORLDWIDE LEATHER EXPORTS LIMITED

NOTICE

NOTICE is hereby given that the 7th Annual General Meeting of the company will be held on Wednesday, the 27th day of September, 1997 at 71, Golf Club Road, Ground Floor, Calcutta 700040 at 3.30 P.M to consider and transact 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 report of the Auditors and Directors thereon.
2. To appoint a Director in place of Sh.S.K. Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Auditors of the company for the period commencing from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or, without modification, the following resolution as an ORDINARY RESOLUTION.

*RESOLVED that pursuant to the provision of Section 198, 269, 309 and Schedule XIII of the Companies Act, 1956 consent of the shareholder of the company be and is hereby accorded to the appointment and remuneration of Mr. Ashutosh Singhal as the Wholetime Director of the company for a period of five years with effect from 1st day of October, 1997 on the following terms and conditions :

BASIC SALARY : Rs.12,500 P.M

- HOUSING :** a) The expenditure by the company on hiring unfurnished accommodation will be subject to a ceiling of 60 per cent of the basic salary.
 b) Free furnished accommodation in case the accommodation is owned by the company.
 c) In case no accommodation is provided by the company, entitlement to house rent allowance subject to the ceiling laid down in (a) above.

The expenditure incurred by the company on gas, electricity, water & furnishings will be valued as per Income Tax rules 1962, subject to a ceiling of 10% of basic salary.

MEDICAL REIMBURSEMENT : Expenses actually incurred for self and family, subject to the ceiling of Rs.10,000 in a year and Rs.30,000 in a block of three years.

LEAVE TRAVEL CONCESSION : For self and family once in two years for any destination.

CLUB FEES : Fees of Club subject to a maximum of two clubs may be allowed. Admission and Life membership fee are not permissible.

PERSONAL ACCIDENT INSURANCE : Premium not to exceed Rs.1,000/- per annum.

PROVIDENT FUND : Contribution to the Provident Fund as per rules, of the company, subject to a ceiling of 10% of basic salary.

SUPERANNUATION FUND : Contribution to superannuation fund as per rules of the company subject to the condition that such contribution together with Provident Fund shall not exceed 25% of basic salary as laid down under the Income Tax Rules, 1962.

GRATUITY : Payable as per rules of the company but not exceeding half month's salary for each completed year of service.

CAR : Facility of car.

TELEPHONE : Telephone at residence.

LEAVE : One month leave for eleven months of service. Leave accumulated but not availed will be allowed to be encashed.

ACADEMIC ALLOWANCE : Rs.1,000 P.M.

Personal long distance calls on telephone and use of car for private purpose shall be billed by the company to the Director.

*RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter and vary from time to time during the current tenure of appointment of Mr.Ashutosh Singhal the terms and conditions and/or remuneration in such manner as in the best interest of the company in accordance with the laws from time to time in force and acceptable to Mr.Ashutosh Singhal provided that remuneration after such alteration shall not exceed the limits prescribed under Schedule XIII of the Companies Act, 1956.

WORLDWIDE LEATHER EXPORTS LIMITED

"RESOLVED FURTHER THAT the remuneration aforesaid shall be paid as minimum remuneration for any year in the case of absence or, in adequacy of profit for such year."

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/ herself and the proxy need not be a member of the company.
2. Proxy forms duly filled up and executed must be received/ lodged at the Registered Office of the company not less than 48 hours before the time fixed for the meeting.
3. Members are requested to notify the company, change in their address, if any, at its Head Office at E-169, Greater Kailash II, New Delhi 110 048.
4. The Register of Members and Share Transfer Register books of the company shall remain closed from 20th Sept., 1997 to 27th Sept., 1997 (both days inclusive).
5. Members are requested to bring with them their copy of the notices and attendance slips at the Annual General Meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT 1956

ITEM NO.4

Mr. Ashutosh Singhal was appointed as a Director in the Sixth Annual General Meeting held on 28th Sept., 1996. He has been looking after the day to day functioning of the company. Therefore the Board of Directors consider that the appointment of Mr. Ashutosh Singhal as Wholtime Director will be beneficial to the company and recommend the appointment of Mr. Ashutosh Singhal as the Wholtime Director for a period of five years with effect from 1st October 1997.

No Directors except Mr. Ashutosh Singhal is interested in the resolution.

By order of the Board

Place : New Delhi
Date : 20th August 1997

Anil Kumar Agarwal
Managing Director

DIRECTORS' REPORT

TO THE MEMBER(S)

Your Directors have pleasure in presenting the Seventh Annual Report together with Audited Statement of Accounts for the year ended 31st March, 1997.

FINANCIAL RESULTS :

	(Rs.in lacs) (1996-97)	(Rs.in lacs) (1995-96)
Sales & other income	2067.48	1391.19
Profit before depreciation	49.27	(4.80)
Depreciation	17.78	18.50
Profit after tax	30.71	(23.31)
Add Surplus		
from previous year	4.70	8.01
Transferred from	-	20.00
General Reserve		
Profit available for appropriation	35.41	4.70

The Proposed appropriation are:

General Reserve	Nil	Nil
Proposed Dividend	Nil	Nil
Balance carried to Balance sheet	35.41	4.70

PROJECTIONS Vs. PERFORMANCE

The projections for the year ended 31st March 1997 as mentioned in Company's prospectus dated 11th April 1994 and the actual performance for the year are as under :

	PROJECTED	ACTUAL (Rs. in lacs)
Sales	3593.00	2067.48
Net profit	290.00	30.71

During the financial year 1996-97 the leather industry was under much pressure due to demand recession in the export market for leather goods in European countries. Nevertheless your company was able to achieve a sales turnover of Rs.2067.48 lacs (previous year 1390.91) in the financial year under review. Your directors expect still a better performance in the next year.

OPERATIONS

The export performance in the first quarter of 1997-98 has been much better. The exports in the first quarter of 1997-98 has been Rs.4.91 crores as against Rs.3.76 crores in the first quarter last year. Export orders on hand position is sound as compared to last financial year.

WORLDWIDE LEATHER EXPORTS LIMITED

DIVIDEND

The performance of your company shows a marked improvement over the last financial year. The company has been able to post a net profit of Rs.30.71 lacs in the year under review. The Board of Directors have decided to plough back these profits in the business and hence no dividend is recommended for the financial year 1996-97.

SUBSIDIARY COMPANIES

As required under Section 212 of the Companies Act, 1956 the Statement of Accounts alongwith the Report of the Board of Directors and Auditors' thereon of M/s. Artline Exports Ltd., and M/s. Zebra Leather, Inc., USA is annexed alongwith the Statement of Accounts of the Company. Saaket Estates Ltd., ceases to be the subsidiary of the company.

FIXED DEPOSITS

The Company has not accepted any deposit from the public, as such, there are no outstanding deposits, in terms of the Companies (Acceptance of Deposits) Rules, 1975.

DIRECTORS

Mr. Ashutosh Singhal was appointed as the director of the company in the last Annual General Meeting of the company. He has been looking after the day to day functioning of the company. Therefore, the Board of Directors consider that the appointment of Mr. Ashutosh Singhal as a Wholetime director will be beneficial for the company and recommend the appointment of Mr. Ashutosh Singhal as Wholetime director for a period of five years. Mr.S.K. Agarwal, Director retires by rotation and being eligible offers himself for re-appointment.

PERSONNEL

There is no employee in respect of whom particulars pursuant to Section 217(2A) of the Companies Act, 1956 are required to be given.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

TECHNOLOGY ABSORPTION AND CONSERVATION OF ENERGY

The shoe plant was installed under the supervision of International Shoe Machine Co. (G.B) Limited (ISMC) the collaborators and ISMC has also provided training to Company's technicians which has helped the company in absorbing technology from the technical collaborator. The products from the Shoe Plant have achieved the requisite standard of quality and the same have been well accepted by the foreign buyers. Adequate steps have been taken at the implementation stage to ensure conservation of energy.

Your company being not covered in the list of industries mentioned in the schedule to "Companies (Disclosure of particulars in the report of Board of Directors) Rules 1988," the statement in Form 'A' is not given.

RESEARCH AND DEVELOPMENT

Specific areas in which R&D is carried out : The company is developing shoes of latest design and is making samples for its foreign buyers on a regular basis.

Benefits derived as a result of above : The shoes of the company have been well accepted by the quality conscious foreign buyers.

Expenditure on R & D : Nil

FOREIGN EXCHANGE EARNINGS AND OUTGO

The total foreign exchange outgo during the year under review is Rs. 13.09 lacs on account of Import of Raw Materials, Stores & Spare parts and Rs. 1.44 lacs on account of Foreign Travel and participation in Trade Fairs and Exhibitions. The total foreign exchange earning of the company during the year under review amounts to Rs. 1645.75 lacs.

AUDITORS

M/s.B. Chhawchharia & Co., Chartered Accountants, Auditors of the Company, retire at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Company has received a Certificate under Section 224 (1-B) of the Companies Act, 1956 to the effect that their re-appointment, if made, will be within the prescribed limit.

ACKNOWLEDGMENTS

Your Directors take this opportunity to express grateful thanks to Central Govt. & State Government, Industrial Development Bank of India, Vijaya Bank and other Financial Institutions for their support and guidance to the company from time to time. The Directors wish to place on record their appreciation of the efficient and loyal services rendered by the Officers and staff members of the company. Your company's industrial relations continued to be excellent during the year.

for and on behalf of the Board

Place : New Delhi
Date : 20th August 1997

(ANIL KUMAR AGARWAL)
Managing Director

WORLDWIDE LEATHER EXPORTS LIMITED

AUDITORS' REPORT

We have audited the attached Balance Sheet of M/s. WORLDWIDE LEATHER EXPORTS LIMITED as at 31st March, 1997 and also the attached Profit & 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 and belief were necessary for the purpose of our audit;
2. In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of the books ;
3. The Balance Sheet and Profit & Loss account dealt with by the report are in agreement with the books of account ;
4. In our opinion and to the best of our information and according to the explanations given to us, the annexed accounts together with the Notes thereon and schedules attached thereto, give the information required by the Companies Act, 1956, in the manner so required and subject particularly to note 4 on Schedule 19 regarding non-provision of doubtful debts of Rs. 15.85 lacs (pertaining to the previous financial year 1995-96) awaiting statutory approvals, give a true and fair view:
 - a) in the case of the Balance Sheet of the state of affairs of the company as at 31st March 1997, and
 - b) in the case of Profit & Loss account of the profit for the year ended on that date.
5. As required by the Manufacturing and Other Companies (Auditors' Report) Order, 1988 and on the basis of such checks, as we considered appropriate, we further state that -
 - a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets. As informed, the fixed assets have been physically verified by the management at reasonable intervals during the year and no material discrepancy was noticed on such verification.
 - b) None of the fixed assets has been revalued during the year.
 - c) The stock of raw materials, semi-finished goods and finished goods has been physically verified by the management during the year at reasonable intervals.
 - d) In our opinion, the procedure of physical verification of stock followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
 - e) The discrepancies noticed on verification of stocks as compared to book records were not material and the same have been properly dealt with in the books of account.
 - f) On the basis of our examination, we are satisfied that the valuation of stocks is fair and proper in accordance with the normally accepted accounting principles and is on the same basis as in the preceding year.
 - g) The company has not taken any loans, secured or unsecured, from Companies and other parties listed in the registers maintained U/s. 301 of the Companies Act, 1956 or from the companies under the same management as defined U/s. 370(1B) of the Companies Act, 1956.
 - h) The company has not granted any loans, secured or unsecured, to the companies and other parties listed in the register maintained U/s.301 of the Companies Act, 1956 or to the companies under the same management

- i) as defined U/s.370(1B) of the Companies Act, 1956. Parties, including employees, to whom loans or advances in the nature of loans have been given by the company, are repaying the principal amounts as per stipulation, wherever such stipulation exist and are also regular in payment of interest, where applicable..
- j) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of stores, raw materials, plant & machinery, equipments and other assets and for the sale of goods.
- k) In our opinion and according to the information and explanations given to us, the transactions of purchase of goods and materials and sale of goods, materials and services, wherever made in pursuance of contracts or arrangements entered in the registers maintained U/s. 301 of the Companies Act, 1956 and aggregating during the year to Rs.50,000/- or more in respect of each party have been made at prices which are reasonable having regard to the prevailing market prices for such goods, materials or services or the prices at which transactions for similar goods or services have been made with other parties.
- l) As explained to us, the company has a regular procedure for determination of damaged stores, raw materials and finished goods and adequate provision for the loss as determined has been made in the accounts.
- m) The company has not accepted any deposit from the public during the year.
- n) In our opinion, the company is maintaining reasonable records for the sale and disposal of realisable scraps. The company has no by-product.
- o) In our opinion, the company has a formal internal audit system commensurate with the size and business of the company.
- p) As per the records of the company, the company has been regular in depositing Employees Provident Fund dues and Employees State Insurance dues with the appropriate authority except minor delays.
- q) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, custom duty, excise duty, as applicable, were outstanding as at the last day of the financial year concerned for a period of more than six months from the date they become payable.
- r) During the course of our audit of the books of accounts carried out in accordance with generally accepted auditing practices, we have not come across any personal expense which has been charged to revenue account.
- s) Provisions of clauses (xvi) & (xx) of paragraph 4A of the Manufacturing and Other Companies (Auditors' Report) Order, 1988 are not applicable to the company.

for B. CHHAWCHHARIA & CO.
Chartered Accountants

Place : New Delhi
Date : 28th JUNE, 1997

(P.K. Chhawchharia)

WORLDWIDE LEATHER EXPORTS LIMITED

AUDITORS' REPORT

We have audited the attached Balance Sheet of M/s. WORLDWIDE LEATHER EXPORTS LIMITED as at 31st March, 1997 and also the attached Profit & 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 and belief were necessary for the purpose of our audit;
2. In our opinion, proper books of accounts as required by law have been kept by the company so far as appears from our examination of the books ;
3. The Balance Sheet and Profit & Loss account dealt with by the report are in agreement with the books of account ;
4. In our opinion and to the best of our information and according to the explanations given to us, the annexed accounts together with the Notes thereon and schedules attached thereto, give the information required by the Companies Act, 1956, in the manner so required and subject particularly to note 4 on Schedule 19 regarding non-provision of doubtful debts of Rs. 15.85 lacs (pertaining to the previous financial year 1995-96) awaiting statutory approvals, give a true and fair view:
 - a) in the case of the Balance Sheet of the state of affairs of the company as at 31st March 1997, and
 - b) in the case of Profit & Loss account of the profit for the year ended on that date.
5. As required by the Manufacturing and Other Companies (Auditors' Report) Order, 1988 and on the basis of such checks, as we considered appropriate, we further state that -
 - a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets. As informed, the fixed assets have been physically verified by the management at reasonable intervals during the year and no material discrepancy was noticed on such verification.
 - b) None of the fixed assets has been revalued during the year.
 - c) The stock of raw materials, semi-finished goods and finished goods has been physically verified by the management during the year at reasonable intervals.
 - d) In our opinion, the procedure of physical verification of stock followed by the management is reasonable and adequate in relation to the size of the company and the nature of its business.
 - e) The discrepancies noticed on verification of stocks as compared to book records were not material and the same have been properly dealt with in the books of account.
 - f) On the basis of our examination, we are satisfied that the valuation of stocks is fair and proper in accordance with the normally accepted accounting principles and is on the same basis as in the preceding year.
 - g) The company has not taken any loans, secured or unsecured, from Companies and other parties listed in the registers maintained U/s. 301 of the Companies Act, 1956 or from the companies under the same management as defined U/s. 370(1B) of the Companies Act, 1956.
 - h) The company has not granted any loans, secured or unsecured, to the companies and other parties listed in the register maintained U/s. 301 of the Companies Act, 1956 or to the companies under the same management

- i) as defined U/s. 370(1B) of the Companies Act, 1956. Parties, including employees, to whom loans or advances in the nature of loans have been given by the company, are repaying the principal amounts as per stipulation, wherever such stipulation exist and are also regular in payment of interest, where applicable.
- j) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of stores, raw materials, plant & machinery, equipments and other assets and for the sale of goods.
- k) In our opinion and according to the information and explanations given to us, the transactions of purchase of goods and materials and sale of goods, materials and services, wherever made in pursuance of contracts or arrangements entered in the registers maintained U/s. 301 of the Companies Act, 1956 and aggregating during the year to Rs.50,000/- or more in respect of each party have been made at prices which are reasonable having regard to the prevailing market prices for such goods, materials or services or the prices at which transactions for similar goods or services have been made with other parties.
- l) As explained to us, the company has a regular procedure for determination of damaged stores, raw materials and finished goods and adequate provision for the loss as determined has been made in the accounts.
- m) The company has not accepted any deposit from the public during the year.
- n) In our opinion, the company is maintaining reasonable records for the sale and disposal of realisable scraps. The company has no by-product.
- o) In our opinion, the company has a formal internal audit system commensurate with the size and business of the company.
- p) As per the records of the company, the company has been regular in depositing Employees Provident Fund dues and Employees State Insurance dues with the appropriate authority except minor delays.
- q) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, custom duty, excise duty, as applicable, were outstanding as at the last day of the financial year concerned for a period of more than six months from the date they become payable.
- r) During the course of our audit of the books of accounts carried out in accordance with generally accepted auditing practices, we have not come across any personal expense which has been charged to revenue account.
- s) Provisions of clauses (xvi) & (xx) of paragraph 4A of the Manufacturing and Other Companies (Auditors' Report) Order, 1988 are not applicable to the company.

for B. CHHAWCHHARIA & CO.
Chartered Accountants

Place : New Delhi
Date : 28th JUNE, 1997

(P.K. Chhawchharia)

WORLDWIDE LEATHER EXPORTS LIMITED

BALANCE SHEET AS AT 31ST MARCH, 1997

PARTICULARS	SCHEDULE	As At		As At	
		31/03/97		31/03/96	
		Rs.	Rs.	Rs.	Rs.
SOURCES OF FUNDS					
SHAREHOLDERS' FUNDS					
Share Capital	1	4,36,24,000		4,36,23,000	
Reserves & Surplus	2	2,12,91,233	6,49,15,233	1,82,20,219	6,18,43,219
LOAN FUNDS					
Secured Loans	3		5,65,94,470		5,05,34,852
			12,15,09,703		11,23,78,071
APPLICATION OF FUNDS					
FIXED ASSETS					
a) Gross Block	4	3,71,59,647		3,75,10,054	
b) Less: Depreciation		62,23,427		44,45,803	
Net Block			3,09,36,220		3,30,64,251
INVESTMENTS	5		45,67,564		55,62,148
CURRENT ASSETS, LOANS & ADVANCES					
Inventories	6	2,42,93,442		2,33,63,935	
Sundry debtors	7	3,78,93,232		2,66,58,379	
Cash & Bank Balances	8	67,97,465		73,15,115	
Loans & Advances	9	2,71,53,591		2,36,84,857	
		9,61,37,730		8,10,22,286	
Less: Current Liabilities & Provisions	10	1,27,59,469		1,03,21,967	
Net Current Assets			8,33,78,261		7,07,00,319
Miscellaneous Expenditure	11		26,27,658		30,51,353
			12,15,09,703		11,23,78,071
NOTES ON ACCOUNTS	19				
BALANCE SHEET ABSTRACT 20 AND COMPANY'S GENERAL BUSINESS PROFILE					

The schedules referred to above form an integral part of the accounts.
In terms of our report of even date attached herewith
for **B. CHHAWCHHARIA CO.**
Chartered Accountants

(P K Chhawchharia)
Partner

Place : New Delhi
Dated : 28th June 1997

Anil Kumar Agarwal
Managing Director

Anil Agarwal
Jt. Managing Director
Place : New Delhi
Dated : 28th June 1997

WORLDWIDE LEATHER EXPORTS LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 1997

PARTICULARS	SCHEDULES	1996-97 Rs.	1995-96 Rs.
INCOME			
Sales	12	18,69,63,726	12,46,76,386
Export Incentive		1,38,02,324	90,24,449
Other Income	13	59,72,722	54,18,616
Increase / (Decrease) in Stock	14	9,493	(1,40,544)
		<u>20,67,46,265</u>	<u>13,89,78,907</u>
EXPENDITURE			
Purchases of finished goods		36,83,930	73,500
Cost of materials	15	14,31,88,451	9,65,67,839
Expenses on employees	16	83,21,601	56,39,500
Fabrication, Processing & other Charges		1,61,70,424	1,28,60,045
Power & fuel		9,16,559	8,58,168
Cost of borrowings	17	75,12,107	68,64,941
Depreciation		17,77,624	18,49,967
Other Expenses	18	2,20,28,053	1,65,95,422
		<u>20,35,98,749</u>	<u>14,13,09,382</u>
Profit/ (Loss) for the year.		31,49,516	(23,30,475)
Provision for Taxation		65,000	--
Profit/ (Loss) after Tax		30,84,516	(23,30,475)
Profit Brought forward		4,70,219	8,00,694
Transfer from General Reserve		--	20,00,000
Income Tax Adjustments		(13,502)	--
Balance (Cr.) carried to Balance Sheet		<u>35,41,233</u>	<u>4,70,219</u>

The schedules referred to above form an integral part of the accounts.

In terms of our report of even date attached herewith

for **B. CHHAWCHHARIA CO.**

Chartered Accountants

(P K Chhawchharia)

Partner

Place : New Delhi

Dated : 28th June 1997

Anil Kumar Agarwal

Managing Director

Anil Agarwal

Jt. Managing Director

Place : New Delhi

Dated : 28th June 1997