ANNUAL REPORT
1991-92

VIMTA LABS LIMITED

VIMTA LABS LIMITED
Annual Report 1991-92

Board of Directors

DR.S.P.VASIREDDI
Chairman & Managing Director

SHRI V.V.PRASAD
Executive Director

SHRI V.HARRIMAN
SHRI RAGHU CIDAMBI
SHRI G.P.RAO
SHRI S.V.KAMATH
TDICI Nominee Director

Bankers

CANARA BANK

Auditors

J.VENKATESWARLU & CO.,
Chartered Accountants
6-3-609/114
Anand Nagar Colony
Hyderabad - 500 004

Registered Office

B-302, MAY FAIR
1-8-303/34
SARDAR PATEL ROAD
SECUNDERABAD - 500 003

Laboratory

PLOTS NO. 141/2 & 142
PHASE - II, IDA
CHERLAPALLY
HYDERABAD - 500 762

NOTICE

Notice is hereby given that the Second Annual General Meeting of the Members of VIMTA LABS LIMITED will be held at the Registered Office of the Company i.e. B-302, May Fair, Sardar Patel Road, Secunderabad - 3, on Wednesday, the 30th day of September, 1992 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 1992 and Profit & Loss Account for the year ended on that date together with the report of the Directors and Auditors thereon.

2. To appoint a Director in place of Shri G.P.Rao, who retires by rotation and, being eligible, offers himself for reappointment.

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

   "**RESOLVED** that pursuant to the provisions of Sec.224A and other applicable provisions, if any, of the Companies Act, 1956, M/s.J.Venkateswarlu & Co., Chartered Accountants, Hyderabad, be and are hereby appointed Auditors of the Company to hold office from the conclusion of this Meeting to the conclusion of the next Annual General Meeting of the Company on a remuneration to be decided by the Board of Directors of the Company in addition to reimbursement of all out of pocket expenses in connection with the Audit of the Accounts of the Company."

SPECIAL BUSINESS

4. To consider, and if thought fit, to pass, with or without modifications, the following resolution as an ordinary resolution:

   "**RESOLVED** that Mr.S.V.Kamath, who was nominated by TDICI on to the Board of Directors of the Company and who has been appointed an additional Director of the Company by the Board of Directors, who holds office upto the date of this Annual General Meeting Under Section 260 of the Companies Act, 1956, but who is eligible for reappointment, and in respect of whom, the Company has received Notice in writing pursuant to the provisions of Section 257 of the Companies Act, 1956, from members of the Company proposing his appointment as a Director of the Company, and who has consented, if appointed, to act as a Director, be and is hereby appointed a Director of the Company not liable to retirement by rotation."

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

   "**RESOLVED** that pursuant to Sec.81 (1A) of the Companies Act, 1956, that 6,00,000 equity shares of Rs.10/- each being the unissued share capital of the Company be issued at par and allotted to M/S Unit Trust of India jointly with TDICI Limited and the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be necessary to complete the above allotment of shares."

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

"**RESOLVED** that pursuant to Sec.81(1A) of the Companies Act, 1956, that 6,00,000 equity shares of Rs.10/- each being the unissued capital of the Company, be issued at par and allotted to promoters, their friends, relatives and associates in such manner as the Board may deem fit.

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

"**RESOLVED** that pursuant to the provisions of Sections 198, 269, 309, 310, 311, 314(1-B) and other applicable provisions, if any, of the Companies Act, 1956, and subject to the approval of the Central Government, the Company hereby accords its approval for the appointment of Sri V.Harriman as a wholetime Director of the Company with designation 'Director-Technical' for a period of 5 (five) years with effect from 3rd September, 1992 on the following terms and conditions:-

i) Salary of Rs.15,000/- per month;

ii) Commission at 1% of the net profits of the Company, subject to a ceiling of Rs.90,000/- per annum;

iii) **PERQUISITES:**

PART - A

I. HOUSING

The expenditure by the Company on hiring unfurnished accommodation will be subject to the following ceiling -

A. a) At Bombay, Calcutta, Delhi and Madras - 60% of salary over and above 10% payable by Sri V.Harriman.

b) At other places --- 50% of salary over and above 10% payable by Sri V.Harriman himself.

B. In case no accommodation is provided by the Company, the appointee shall be entitled to House Rent Allowance subject to the ceilings laid down in Clause 'A' above.

II. The expenditure incurred by the Company on gas, electricity, water and furnishings will be valued as per the Income-tax Rules, 1962. This will however, be subject to a ceiling of 10% of the salary of the Wholetime Director.

III. Medical Reimbursement

Reimbursement of medical expenses actually incurred for self and family subject to a ceiling of one month's salary per year or three months salary in a period of three years.

IV. Leave Travel Concession

For self and family once in a year as per the Company's rules.

V. Club Fees

Fees of clubs, subject to a maximum of two clubs; Admission and Life Membership Fees not being allowed.

VI. Personal Accident Insurance

Personal Accident Insurance of an amount, the annual premium of which does not exceed Rs.1,000/-.

These perquisites (I) to (VI) above will be restricted to an amount equivalent to Annual Salary or Rs.1,35,000/- per annum, whichever is less.

PART - B

I. Company's contribution towards PF, subject to a ceiling of 10% of salary as laid down under Income-tax Rules, 1962.

II. Company's contribution towards pension, super-annuation fund --- such contribution together with the contribution to the PF shall not exceed 25% of the salary as laid down in the Income-tax Rules, 1962.

III. Gratuity payable in accordance with an approved fund and shall not exceed one-half month's salary for each completed year of service, subject to a ceiling of Rs.1,00,000/-.

PART - C

I. Free use of Company's car on Company's business.

II. Residential telephone shall be provided. All long distance personal calls shall be duly logged and paid for by the Director.

III. Earned/Privilege leave on full pay and other allowances, as per the rules of the Company but not more than one month's leave for every eleven months service, subject to the further condition that leave accumulated but not availed of shall not be allowed to be encashed.

In the event of absence or inadequacy of profits in any financial year, the payment of minimum remuneration shall be at 10% less than the substantive salary, but the perquisites relating to salary shall be worked out on the basis of substantive salary."

By Order of the Board of Directors

3rd September, 1992
Secunderabad

Dr.S.P.Vasireddi
Chairman & Managing Director

NOTES:-

1. An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 in respect of items No. 4 to 7 in the above Notice is annexed hereto.

2. Section 224 A of the Companies Act, 1956, provides that in the case of Companies in which not less than twenty five percent of the subscribed capital is held, whether singly or in any combination, by public financial institutions, banks, insurance companies, government companies, central government or state governments, etc. the appointment or reappointment of an Auditor of the Company shall be made by a Special Resolution.

   The shareholding of TDICI Ltd. and APIDC Ltd. exceeds 25% of the subscribed capital of the Company and hence, a Special Resolution is proposed for the appointment of M/s.J.Venkateswarlu & Co., as the Company's Auditors.

3. A Member entitled to attend and vote is entitled to appoint a proxy to attend and on a poll, to vote instead of himself. Such a proxy need not be a Member of the Company. Proxies in order to be valid and effective must be delivered at the Registered Office of the Company not later than Forty Eight hours before the commencement of the meeting.

4. The Members are requested to:

   i) intimate changes, if any, in their registered addresses to the Company;

   ii) bring their copies of the Annual Reports and the Attendance slips with them at the Annual General Meeting.

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Explanatory Statement under Sec.173 of the Companies Act, 1956, in respect of the Special Business mentioned in the Notice dated 3rd September, 1992.

Item No. 4

Mr.S.V.Kamath was nominated by TDICI on to the Board of Directors of the Company, and he was appointed additional Director of the Company with effect from 31-3-92. Though he is not subject to tetirement by rotation, pursuant to the provisions of Section 260 of the Companies Act, 1956, as an additional Director, he holds office upto the date of the ensuing Annual General Meeting of the Company and shall be reappointed by the Company in the General Meeting.

The terms and conditions of the agreements entered into, by the Company with TDICI for participation into the equity of the Company by the later, provide for nomination of one or more of its nominees onto the Board of Directors of the Company, who shall not be subject to retirement by rotation. However, as the nominee Director, he shall be reappointed by the Company in the General Meeting, pursuant to the provisions of Section 257 of the Companies Act, 1956.

A Notice has been received from Members of the Company, pursuant to the provisions of Section 257 of the Companies Act, 1956 alongwith a deposit of Rs.500/- proposing Sri S.V.Kamath as a candidate for the office of Director. Sri S.V.Kamath has given his consent, if appointed, to act as a Director of the Company.

The Directors recommend passing of the resolution.

Except Sri S.V.Kamath, being a nominee of TDICI, none of the other Directors are deemed to be concerned or interested in the resolution.

Item No.5

The Company has approached M/S TDICI Limited for direct subscription of equity shares and the Institution has agreed to subscribe for the equity shares to the tune of Rs.60.00 lakhs in addition to the already subscribed equity of Rs.20.00 lakhs. The Company has received a letter from TDICI Limited conveying their willingness to directly subscribe for the equity shares of the Company to the tune of Rs.60.00 lakhs and they have already released Rs.50.00 lakhs towards the subscription price of 5,00,000 equity shares of Rs.10/- each.

The Company has to pass a Special Resolution under Sec.81(1A) to offer the equity shares to TDICI Limited. Therefore, the present Special Resolution is required.

Except for Sri S.V.Kamath, being the nominee of TDICI, none of the Directors are concerned and interested in the Resolution.

The Directors recommend this resolution for approval by the Members.

ITEM NO. 6

To bring in the necessary equity capital by the Promoters towards their contribution in the increased cost of the project, the Promoters have to mobilise additional equity to the tune of about Rs.60.00 lakhs. The Promoter Directors have to mobilise this amount from their friends and relatives who are either already shareholders of the Company or not. Therefore, this Special Resolution is necessary under Sec.81(1A) for the issue and allotment of further shares.

All the Directors shall be deemed to be interested in, or concerned with the resolution, to the extent of their share-holding.

The Directors recommend this Resolution for approval by the Members.

ITEM NO. 7

Sri V.Harriman, one of the Promoter Directors, has been appointed Wholetime Director of the Company with designation 'Director-Technical' with effect from 03/09/1992 for a period of Five (5) years.

The Directors consider it to be in the interest of the Company to have Mr.V.Harriman as a wholetime Director and recommend for this Resolution. The Board Resolution dated 3/9/1992 appointing Sri V. Harriman as a Wholetime Director is open for inspection at the Registered Office of the Company during the business hours on any working day of the Company until the date of Annual General Meeting.

Dr.S.P.Vasireddi, Managing Director and Sri V.V.Prasad, Executive Director, being the relatives of Sri V.Harriman and Sri V. Harriman himself, are concerned or interested in the resolution since the resolution relates to Mr.V.Harriman's appointment. Sri V.Harriman being a relative of Dr.S.P.Vasireddi, Managing Director and Sri V.V.Prasad, Executive Director within the meaning of Schedule I-A to the Companies Act, 1956 a Special Resolution is called for, under Section 314(1-B) of the Act. Central Government approval will be sought, thereafter. Sri V.Harriman is the husband of Dr.S.P.Vasireddi's sister.

This may be treated as Memorandum specifying nature of interest/concern under Section 302 of the Companies Act.

By Order of the Board

Secunderabad
Dated 03/09/1992

Dr.S.P.Vasireddi
Managing Director

DIRECTORS' REPORT

To the Members

Your Directors have pleasure in presenting the 2nd Annual Report together with the Audited Accounts of your Company for the year ended 31st March, 1992.

FINANCIAL RESULTS

(Rupees in lakhs)

		Year ended with 31/3/92		Period ended with 31/3/91
Profit before Finance Charges and depreciation		38.30		14.43
Less: i) Finance charges	23.04		9.93	
ii) Depreciation	4.88		1.36	
iii) Preliminary Expenses	---		0.44	
		27.92		11.73
Profit before Tax		10.38		3.70
Less: Provision for Tax		---		---
Profit after Tax		10.38		3.70
Add: Profit brought forward		3.70		--
Balance Carried Forward		14.08		3.70

LABORATORY COMPLEX

The Company's Laboratory complex with additional test facilities and equipment coming up in IDA, Cherlapally has been partly occupied in the first week of February, 1992 and most of the indegenous equipment has been installed and put to use before the end of March, 1992. Though APSEB is yet to give the power supply, the Company has been meeting the required power from its captive generation plants.

Your Directors report that the delay in completing the project was mainly on account of the shortage of foreign currency faced by the country in 1991 and the consequential delay by the Financial Institutions in sanctioning and releasing the Foreign Currency Loans. The IDBI has released the Rupee Term Loan of Rs.195 lakhs and a Foreign Term Loan of Rs.104 lakhs (Notional value as per loan agreement) towards part of its commitment of Term Loans.

The project was originally estimated in 1990 to cost Rs.620.00 lakhs. The cost estimates since then have undergone a considerable upward revision due to factors like devaluation of rupee, partial convertibility of rupee, increase in the cost of inputs such as steel, cement and other building materials, rise in interest rates, inflation, increase in scope of infrastructure as part of the project, increase of additionaol test facilities, etc. The revised cost of the project which is estimated to cost around Rs.1,043 lakhs is under active consideration by the Financial Institutions and they are appraising the project. All efforts are made to contain the cost escalation. Your Directors are confident that the project would be completed in all respects by the end of the current financial year ie., 1992-93.

CURRENT YEAR'S PERFORMANCE

During the 5 months period ended with 31st August, 1992, the Company has done testing jobs worth Rs.54.00 lakhs (inclusive of works in progress) as against Rs.35.00 lakhs during the corresponding period of the previous year. The market for the company's services continued to be encouraging. During the year under review, the Company has been accredited by the Department of Science & Technology, Ministry of Science & Technology, Government of India for its chemical and mechanical divisions. Further, the Company's lab has been recognised by the Central Drug Controller and Drug Controller of Andhra Pradesh at the new Laboratory premises. The Company has received enquiries from Netherlands Embassy for taking up the Environmental impact assessment studies for their assisted projects in India.

Your Directors are confident that once all the divisions of the Laboratory are commissioned, the Laboratory will be a unique one in the country and South Asia offering multidisciplinary test facilities under one roof.

FINANCE

During the year under review, the Company allotted 43579 equity shares of Rs.100/- each fully paid on 7/6/1991 and another 34000 equity shares of Rs.100/- each fully paid up on 31/3/1992. As a result, the paid up equity capital of the Company stands at Rs.113.63 lakhs. Funds raised through the issue of the above shares have been fully utilised for financing the expenditure on the laboratory complex.

During 1992-93 the Company received a sum of Rs.50.00 lakhs from TDICI Limited towards equity subscription further to Rs.20.00

lakhs already subscribed and alloted in 1991-92. With this, the stake of the above institution in the equity of the Company will go upto Rs.70.00 lakhs. A further sum of Rs.10.00 lakhs will be released by TDICI towards equity. Necessary special resolutions are proposed in the ensuing Annual General Meeting for approval of the members pursuant to the provisions of Sec.81(1A) of the Companies Act, 1956.

The Company signed during the year under review an agreement with IDBI for a Foreign Currency Loan of Rs.104 lakhs and for a Rupee Term Loan of Rs.200 lakhs and the IDBI has released Rs.195 lakhs of RTL and Rs.104 lakhs of FLC as a part of it.

In the Extraordinary General Meeting held on 16/6/1992, the Company's equity shares of Rs.100/- each have been sub-divided into smaller denominations of Rs.10/- each and further the authorised capital has been increased from the present level of Rs.220.00 lakhs to Rs.700.00 lakhs by creation of 48,00,000 equity shares of Rs.10/- each having paripassu rights with the existing shares. On appraisal of the cost of the project by the Financial Institutions, the Company would decide the further issue of equity shares to the public.

DIRECTORS

During the year under review, Sri S.V.Kamath was nominated on the Board of Directors of the Company by the TDICI Limited and he was co-opted as an additional Director with effect from 31-3-92 and not liable to retire by rotation. However, as he was co-opted in the Board Meeting, the necessary resolution is proposed in the ensuing Annual General Meeting for his reappointment in terms of the provisions of Section 257 of the Companies Act, 1956.

The appointment of Dr.S.P.Vasireddi and Sri V.V.Prasad as Managing Director and Executive Director respectively for a period of 5 years, with effect from 7/6/1991 as approved by the shareholders in the Extraordinary General Meeting held on 09/9/1991 were approved by the Central Government with the following modifications:

(1) Remuneration payable to Sri V.V.Prasad is fixed at Rs.7,500/- as against Rs.15,000/- recommended by the Board.

(2) The tenure of Dr.S.P.Vasireddi as Managing Director will be upto 31/12/1995 as against the Board recommended period of upto 6/6/1996.

In accordance with the provisions of the Companies Act, 1956, and Articles of Association of the Company, Sri G.P.Rao, Director, retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for reappointment.

Sri V.Harriman was appointed wholetime Director of the Company with designation as 'Director-Technical' in the Board Meeting held on 3/9/1992 for a period of 5 years with effect from 3/9/1992. Since he is a relative of Managing Director and also Executive Director within the meaning of Schedule I-A to the Companies Act, 1956, necessary Special Resolution as prescribed under Section 314 (1-B) of the Act is proposed and approval of the Central Government will be sought, thereafter.

AUDITORS

M/S J.Venkateswarlu & Co., Chartered Accountants, the Company's Auditors retire at the conclusion of the ensuing Annual General Meeting. They have signified their willingness to accept the reappointment and have further confirmed their eligibility under Sec.224(1-B) of the Companies Act, 1956.

Section 224 A of the Companies Act, 1956, provides that in the case of Companies in which not less than 25% of subscribed share capital is held, whether singly or in any combination, by public Financial Institutions, banks, Insurance Companies, Government Companies, Central Government or State Governments, etc., the appointment or reappointment of an Auditor of the Company shall be made by a Special Resolution.

As shareholding of TDICI Limited and APIDC Limited together exceeds 25% of the subscribed capital of the Company, the proposed reappointment of M/S J.Venkateswarlu & Co. as Auditors is required to be made by a Special Resolution.

PARTICULARS OF EMPLOYEES

As required by Sec.217 (2A) of the Companies Act, 1956, read with the rules framed thereunder, a statement showing particulars of employees is annexed hereto as Annexure A and forms part of this report.

INFORMATION ON ENERGY CONSERVATION & TECHNOLOGY ABSORPTION

Pursuant to the provisions of Sec.217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988, the relevant information pertaining to Energy Conservation, Technology Absorption, Foreign exchange earnings and and outgo is enclosed hereto as Annexure B and forms part of this report.

ACKNOWLEDGEMENTS

The Directors take this opportunity to express their gratitude to TDICI Limited, IDBI and APIDC Limited for their valued and timely support and guidance. The Company wishes to place on record its appreciation for the continued trust and confidence in the operations of the Company by its Members, customers and suppliers. Your Company is confident of meeting the challenges of competition and taking advantage of the emerging national and global business opportunities, in large part, because of the competence and rich experience of our staff. Time and again, your Company's team has proven its creativity, versatality and responsiveness to a range of challenges. Our staff is an invaluable resource in times of far reaching changes and your Directors wish to acknowledge their contribution with a sense of great pride.

On behalf of the Directors

3rd September, 1992
Secunderabad

Dr.S.P.Vasireddi
Chairman & Managing Director

ANNEXURE - A

Statement pursuant to Sec.217 (2A) of the Companies Act, 1956 and Companies (Particulars of Employees) Rules, 1975.

(Forming part of the Directors' Report for the year ended 31st March, 1992.)

A. Employed throughout the Year ..NIL..

B. Employed for part of the Year:

Name	Qualification and Experience	Age in years	Designation/ Nature of duties	Date of commencement of employment	Remuneration Rupees	Last Employment
Dr.S.P.Vasireddi	M.Sc. Ph.D. 20 Years	43	Managing Director	7/6/1991	2,08,602	Mineral Exploration Corporation Limited, Nagpur
V.V.Prasad	B.Com. 15 Years	41	Executive Director	7/6/1991	1,13,240	General Manager, VIMTA LABS

NOTES:

1. Nature of employment of Dr.S.P.Vasireddi and Sri V.V.Prasad is contractual.
2. Both the above personnel are the Directors of the Company and are related to each other.

3. Remuneration includes salary, house rent allowance or perquisite for accommodation, commission, Company's contribution to Provident Fund, motor car perquisites/allowance, reimbursement of medical expenses, other allowances and leave travel facility as applicable.

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ANNEXURE - B

Information on Energy Conservation, Technology Absorption, Foreign Exchange earnings and outgo.

A. CONSERVATION OF ENERGY:

The Company is a service oriented one carrying on the business of Testing and Analysis of various materials and Environmental Impact Assessment studies of industrial and other projects. Testing is undertaken for a variety of materials and different types of tests are carried out depending on the nature of material and the quality standards like IS, IP, USP, BP, ASTM, ISS, etc. to be met with. Testing is done using different Testing Equipments. It may be that a particular material needs to be tested for various parameters simultaneously as required by the customer.

Most of the test equipment are micro-processor based and draw only requisite power.

Power is drawn for different equipments from a common source in the Lab; besides, Generator and UPS are used. It is not practicable to quantify the power consumption of each equipment and also for each test.

a) Energy Conservation Measures Taken:-

Designed and installed the power distribution system perfectly which will utilise the power at optimum level of requirement.

b) Additional investment and proposals, if any, being implemented for reduction of consumption of energy:-

At present no additional investments and proposals are required to be implemented for reduction of consumption of energy.

c) Impact of the measures at (a) and (b) above for the reduction of energy consumption and consequent impact on the cost of production of goods:-

As a result of the measures at (a) above, the energy consumption is reduced to the bearest minimum requirement.

d) Total energy consumption and energy consumption per unit of production as per form A of the Annexure:-

Furnishing of these particulars are not applicable to this Company, as this Company is not carrying on any business which is listed in the Schedule to the Annexure to the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988.

B. TECHNOLOGY ABSORPTION:

As explained above, the Company is offering testing facilities for various materials and undertaking studies of Environmental Impact Assessment of projects. The tests/ studies are carried out as per the prescribed National/ International Standards. The Company has not taken up any Research and Development (R & D) activities due to the reason that it has to conduct the tests as per the prescribed procedures. In the same way, as the Technology involved in the testing is only testing of products as per the prescribed standard procedures/manuals, the disclosure of information in Form B of the Rules is not applicable.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company is yet to enter into the foreign market. After completing the Company's expansion project, the Company will take initiative to enter the foreign market. During the period under review, foreign exchange used and earned by the Company is NIL.

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J. VENKATESWARLU & CO.
Chartered Accountants

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226060

6-3-609/114,
Anand Nagar Colony,
HYDERABAD-500 004.

AUDITORS' REPORT

To
The Members of VIMTA LABS LIMITED

1. We report that we have audited the attached Balance Sheet of **VIMTA LABS LIMITED** as at 31st March, 1992 and the relative Profit & Loss Account for the year ended on that date, both of which we have signed under reference to this report.

2. We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for our audit, in our opinion, proper books of account have been kept as required by law so far as appears from our examination of the books and the above mentioned accounts are in agreement therewith.

3. In our opinion and to the best of our information and according to the explanations given to us, the Balance Sheet and Profit & Loss Account together with the notes thereon and attached thereto, give in the prescribed manner the information required by the Companies Act,1956 and also give respectively, subject to our comments in paragraph 4 below, a true and fair view of the state of the Company's affairs as at 31st March, 1992 and its profit for the year ended on that date.

4. As required by the Manufacturing and Other Companies (Auditors' Report) Order 1988 dated 7th September, 1988 issued by the Company Law Board and on the basis of such checks as we considered appropriate and according to the information and explanations given to us, we further report that:

   4.1 The Company has maintained proper records to show full particulars, including quantitative details and situation of its fixed assets. The fixed assets of the Company have been physically verified at reasonable intervals during the year by the management and no material discrepancies between the book records and the physical inventory have been noticed.

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4.2 The fixed assets of the Company have not been revalued during the year.

4.3 The stocks of finished goods, stores and spares and raw materials of the company at all its locations have been physically verified by the management at reasonable intervals.

4.4 In our opinion, the procedures of physical verification of stocks followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.

4.5 There were no material discrepancies between the physical stocks and the book stocks.

4.6 In our opinion, the valuation of stocks of finished goods, stores and spares and raw materials has been fair and proper in accordance with the normally accepted accounting principles and is on the same basis as in preceding year.

4.7 The Company has not taken any loans secured or unsecured from companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 and / or from the Companies under the same management as defined under sub-section (1 B) of Section 370 of the Companies Act, 1956.

4.8 The Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register(s) maintained under section 301 and / or to the companies under the same management as defined under sub-section (1B) of Section 370 of the Companies Act, 1956.

4.9 Interest free loans or advances in the nature of loans have been given to employees only who are repaying the principal amounts as stipulated.

J. Venkateswarlu & Co. Chartered Accountants HYDERABAD

J. VENKATESWARLU & CO.
Chartered Accountants

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4.10 In our opinion, there is an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of stores and spares, raw materials, including components, plant and machinery, equipment and other assets, and for the sale of goods.

4.11 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, made in pursuance of contracts or arrangements entered in the Register maintained under section 301 of the Companies Act, 1956 and aggregating to Rs.50,000/- or more, during the year 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, materials or services have been made with other partries.

4.12 The Company has a system of determining unserviceable or damaged stores, raw materials, or finished goods, on the basis of technical evaluation and on such basis, in our opinion, adequate amounts have been written off of such stocks in the accounts.

4.13 The Company has not accepted any deposits from public.

4.14 In our opinion, reasonable records have been maintained by the company for the sale and disposal of scrap where applicable and significant. The company has no by-products.

4.15 In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.

4.16 In respect of this company, maintenance of cost records has not been prescribed by the Central Government under Section 209(1)(d) of the Companies Act, 1956.

VENKATESWARLU & CO.
Chartered Accountants

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4.17 According to the records of the company and as explained to us, the Company is regular in depositing Provident Fund and Employees' State Insurance dues with the appropriate authorities.

4.18 There were no undisputed amounts payable in respect of income-tax, wealth-tax, sales tax, customs duty and excise duty outstanding as at the last day of the accounting period for a period more than six months from the date they become payable.

4.19 During the course of our examination of the books of accounts carried out in accordance with the generally accepted auditing practices we have not come across any personal expenses which have been charged to profit and loss account, nor have we been informed of any such case by the management.

4.20 The Company is not a sick company within the meaning of Clause (O) of sub section (i) of Sec.3 of the Sick Industrial Companies (Special Provisions) Act, 1985.

4.21 In our opinion, the Company has a reasonable system of recording receipts, issues and consumption of material and stores and allocating materials consumed to the relative jobs, commensurate with its size and nature of its business.

4.22 In our opinion, the Company has a reasonable system of allocating manhours utilised to the relative jobs, commensurate with its size and nature of its business.

4.23 In our opinion, there is a reasonable system of authorisation at proper levels, and an adequate system of internal control commensurate with the size of the company and the nature of its business, on issue of stores and allocation of stores and labour to jobs.

HYDERABAD.

3rd September, 1992.

for J.VENKATESWARLU & CO.,
Chartered Accountants,

(J.Venkateswarlu),
Proprietor.

Balance Sheet as at 31'st March, 1992.

	Schedule	As at 31/03/1992	As at 31/03/1991
		Rs=Ps.	Rs=Ps.
SOURCE OF FUNDS			
Shareholders' funds:			
Share Capital	1	1,13,62,900=00	36,05,000=00
Share Application Money		3,51,050=00	16,57,600=00
Reserves & Surplus	2	14,08,548=13	3,70,100=36
Loan Funds:			
Secured Loans	3	1,98,46,178=50	28,36,316=40
		3,29,78,676=63	84,69,016=76
APPLICATION OF FUNDS			
Fixed Assets	4	1,74,91,411=19	72,42,227=00
Capital works-in-progress including Advances and expenditure pending allocation - Laboratory project under execution	5	1,46,98,605=24	26,41,415=10
Current Assets, Loans & Advances	6	55,42,961=03	25,68,180=63
Less:- Current Liabilities	7	47,54,300=83	42,03,140=97
Net current assets		7,88,660=20	(-)16,34,960=34
Miscellaneous Expenditure (To the extent not written off or adjusted)	8	Nil	2,20,335=00
		3,29,78,676=63	84,69,016=76
Notes to Accounts	15		

Schedules mentioned above form an integral part of the Balance Sheet

This is the Balance sheet referred to in our report of even date.

For J.VENKATESWARLU & CO.,
Chartered Accountants,

(J.Venkateswarlu),
Proprietor.

Secunderabad, Dated 3rd September, 1992.

For and on behalf of the Board.

Dr.S.P.Vasireddi — Managing Director

V.V.Prasad — Executive Director

V.Harriman — Director

Secunderabad, Dated 3rd September, 1992.

Profit & Loss Account for the year ended 31st March, 1992.

	Schedule	Year Ended 31/03/1992	Period Ended 31/03/1991
		Rs.=Ps.	Rs.=Ps.
INCOME			
Testing & Analysis charges earned		87,60,764=50	38,99,402=00
Increase / (Decrease) in work-in-progress	9	9,75,000=00	---
Other income	10	88,820=64	27,900=37
		98,24,585=14	39,27,302=37
EXPENDITURE			
Chemicals and Consumables consumed and testing expenditure	11	19,81,932=48	7,47,504=60
Payments and benefits to employees	12	19,21,118=45	6,95,687=78
Administrative, selling & general expenses	13	20,91,329=74	9,40,760=39
Finance Charges	14	23,03,510=80	9,93,144=65
Depreciation	--	4,38,245=90	1,36,173=74
		87,36,137=37	35,13,271=16
Profit before amortisation		10,38,447=77	4,14,031=71
Less:- Preliminary expenses		---	43,931=35
Net Profit		10,38,447=77	3,70,100=36
Add:- Surplus brought forward from last year		3,70,100=36	---
Surplus Carried Forward to Balance Sheet		14,08,548=13	3,70,100=36
Notes to Accounts	15		

Schedules mentioned above form an integral part of Profit & Loss Account.

This is the Profit & Loss Account referred to in our report of even date.

for J.VENKATESWARLU & CO.,
Chartered Accountants,

(J.Venkateswarlu),
Proprietor.

Secunderabad, 3rd September, 1992.

For and on behalf of the Board.

Dr.S.P.Vasireddi — Managing Director

V.V.Prasad — Executive Director

V.Harriman — Director

Secunderabad, 3rd September, 1992.

Schedules forming part of the Balance Sheet

	As at 31/03/1992 Rs.=Ps.	As at 31/03/1991 Rs.=Ps
1. SHARE CAPITAL		
Authorised:		
2,20,000 equity shares of Rs.100/- each (Previous Year 2,20,000 equity shares of Rs.100/- each)	2,20,00,000=00	2,20,00,000=00
Issued:		
1,45,000 equity shares of Rs.100/- each (Previous year 90,000 equity shares of Rs.100/- each)	1,45,00,000=00	90,00,000=00
Subscribed and paid up:		
1,13,629 equity shares of Rs.100/- each fully paid up (Previous Year 36,350 equity shares of Rs.100/- each fully paid up)	1,13,62,900=00	36,35,000=00
	1,13,62,900=00	36,35,000=00
2. RESERVES AND SURPLUS		
Balance in Profit & Loss Account	14,08,548=13	3,70,100=36
	14,08,548=13	3,70,000=36
3. SECURED LOANS		
1. Term Loan from Industrial Development Development Bank of India	1,80,00,000=00	---
2. Term Loans from Canara Bank	10,96,423=50	9,99,922=40
3. Loan from Bank against Company's Fixed Deposit	----	30,149=00
4. Hire Purchase loans	6,53,769=00	18,06,245=00
5. Interest Payable on Term Loan to IDBI	95,986=00	---
	1,98,46,178=50	28,36,316=40

Schedules forming part of the Balance Sheet

-. FIXED ASSETS

	Buildings	Plant and Machinery	Electrical Installation	Furniture & Fixtures	Vehicles	Total	Previous Year
	Rs. Ps	Rs. Ps	Rs. Ps	Rs. Ps	Rs. Ps	Rs Ps	Rs. Ps.
I. Gross Block:							
Balance as at 1/4/1991	----	49,07,365=39	---	6,17,211=54	18,53,823=81	73,78,400=74	63,89,883=54 *
Additions	28,65,000=00 **	73,46,779=65	2,88,000=00 **	3,29,803=47	5,08,378=72	1,13,37,961=84	10,69,430=20
Deductions	----	70,390=00	---	---	5,79,280=75	6,49,670=75	80,913=00
Balance as at 31/3/92	28,65,000=00	1,21,83,755=04	2,88,000=00	9,47,015=01	17,82,921=78	1,80,66,691=83	73,78,400=74
II. Depreciation							
Balance as at 1/4/1991	----	74,913=39	---	7,730=54	53,529=81	1,36,173=74	----
For the Year	15,950=00	3,19,878=65	2,472=00	22,169=47	1,27,775=78	4,88,245=90	1,36,173=74
On Deductions	----	3,776=00	---	---	45,363=00	49,139=00	----
Balance as at 31/03/92	15,950=00	3,91,016=04	2,472=00	29,900=01	1,35,942=59	5,75,280=64	1,36,173=74
III. Net Block							
As at 31/03/1992	28,49,050=00	1,17,92,739=00	2,85,528=00	9,17,115=00	16,46,979=19	1,74,91,411=19	72,42,227=00
As at 31/03/1991	---	48,32,452=00	---	6,09,481=00	18,00,294=00	72,42,227=00	----

* Amount vested on incorporation of the firm as a Company on 16/11/1990.

** Proportionate value of the assets that are put to use during the year.

Schedules forming part of the Balance Sheet

	As at 31/03/1992 Rs. Ps.	As at 31/03/1991 Rs. Ps.
5. CAPITAL WORK-IN-PROGRESS INCLUDING ADVANCES AND EXPENDITURE PENDING ALLOCATION - LABORATORY COMPLEX UNDER EXECUTION		
Work-in-progress including Advances		
Land and site development	9,13,026=00*	4,34,126=00
Civil works	74,76,012=85	19,54,251=80
Plant & machinery	37,97,648=32	1,20,390=00
Electrical Installation	7,50,000=00	---
Personnel expenses	3,37,898=70	1,01,890=00
Travelling expenses	2,00,594=00	14,776=00
General expenses	1,41,979=37	15,981=30
Insurance	17,158=00	---
Financial advisory and other expenses	96,250=00	---
Telephone Deposit	1,22,100=00	---
Interest and other charges on Term Loan during construction period	3,45,938=00	---
	1,46,98,605=24	26,41,415=10

* Pending Registration of land in the name of the Company, the Advance paid for land and stamp c agreement is shown here.

Schedules forming part of the Balance Sheet

	As at 31/03/1992 Rs. Ps.	As at 31/03/1991 Rs. Ps.
6. CURRENT ASSETS, LOANS & ADVANCES		
A. Current Assets:		
i) Interest accrued on Deposits	1,16,849=36	79,975=53
ii) Inventories		
Chemicals and consumables (At cost)	2,15,135=00	45,250=00
iii) Environmental jobs works-in-progress (At cost)	9,75,000=00	---
iv) Sundry Debtors (Unsecured, considered good)		
a) Debts outstanding for a period exceeding 6 months	3,15,361=65	1,90,419=75
b) Other Debts	24,90,703=50	11,20,744=50
	28,06,565=15	13,11,164=25
v) Cash & Bank Balances		
a) Cash on Hand	1,76,966=95	24,495=37
b) Balances with Scheduled Banks		
(1) in Current Accounts	1,26,359=88	4,538=95
(2) in Fixed Deposits	12,080=00	1,59,667=50
	3,15,406=83	1,88,701=82
vi) Income-tax Deducted at Source	2,10,713=81	1,60,929=70
Total Current Assets (A)	46,39,670=15	17,86,021=35
B. Loans and Advances:		
(Unsecured, considered good)		
Advances recoverable in cash or in kind or for value to be received	1,35,487=38	1,34,580=00
Deposits and balances with Public Sector bodies and others	7,67,303=50	6,47,579=28
Total Loans & Advances (B)	9,03,290=88	7,82,159=28
Total Current Assets, Loans & Advances (A+B)	55,42,961=03	25,68,180=63

Schedules forming part of the Balance Sheet

	As at 31/03/1992 Rs. Ps.	As at 31/03/1991 Rs. Ps.
7. CURRENT LIABILITIES & PROVISIONS		
Current Liabilities:		
Sundry Creditors -		
for Capital expenditure	6,91,550=97	10,54,990=25
for others	15,78,589=04	17,94,191=46
Advances from customers	14,81,684=00	7,10,942=00
Other Liabilities	10,02,476=82	6,43,017=26
	47,54,300=83	42,03,140=97

	As at 31/03/1992 Rs. Ps.	As at 31/03/1991 Rs. Ps.
8. MISCELLANEOUS EXPENDITURE (To the extent not written off or adjusted)		
Interest on Hire Purchase Loans (not fallen due)	---	1,91,670=00
Insurance on assets acquired with Hire Purchase Loans (not fallen due)	---	28,665=00
	NIL	2,20,335=00

Schedules forming part of the Profit & Loss Account

	As at 31/03/1992 Rs. Ps.	As at 31/03/1991 Rs. Ps.
9. INCREASE / (DECREASE) IN STOCKS		
Opening work-in-progress	---	---
Closing work-in-progress of Environmental jobs	9,75,000=00	---
	9,75,000=00	---
10. OTHER INCOME		
Interest earned on Deposits (Tax deducted at source Rs.7,563.11) (Previous Year Rs.2,569=80)	52,444=39	27,900=87
Profit on sale of assets	34,468=25	---
Miscellaneous Income	1,908=00	---
	88,820=64	27,900=87
11. CHEMICALS & CONSUMABLES CONSUMED AND TESTING EXPENDITURE		
Chemicals & Consumables consumed	11,40,648=82	3,83,665=87
Sample preparation, Data generation and Testing expenses	6,98,464=71	3,05,996=23
Water, power & fuel	1,42,318=95	57,342=50
	19,81,932=48	7,47,504=60

Schedules forming part of the Profit & Loss Account

	For the year ended 31/03/1992 Rs. Ps.	For the Period ended 31/03/1991 Rs. Ps.
12. PAYMENTS & BENEFITS TO EMPLOYEES		
Salaries & Wages	16,13,837=67	5,58,301=16
Bonus	1,14,479=80	44,043=31
Contribution to Provident Fund	1,21,039=85	60,996=65
ESI Contribution	20,119=35	7,445=50
Staff Welfare Expenses	51,641=78	24,901=16
	19,21,118=45	6,95,687=78
13. ADMINISTRATION, SELLING & GENERAL EXPENSES		
Managerial remuneration	1,35,950=00	63,000=00
Rent	1,66,195=00	87,109=00
Rates & Taxes	17,927=61	20,143=74
Insurance	1,07,579=75	12,775=00
Travelling & Conveyance	3,19,097=74	1,47,752=77
Advertisement, Publicity & Sales Promotion	1,23,361=00	41,730=05
Postage, Telegrams, Telephones & Telex	2,04,863=95	83,321=00
Printing & Stationery	1,91,545=36	1,17,441=43
Repairs & Maintenance		
Plant & Machinery	2,01,628=07	55,777=85
Payment to Auditors		
Audit fees	10,000=00	10,000=00
Certification & Company Law matters	----	5,000=00
Taxation matters	5,000=00	5,000=00
Out of pocket expenses	753=80	---
Books and periodicals	26,218=55	10,552=65
Vehicle Maintenance	2,98,344=92	1,46,413=42
Professional charges	97,751=00	45,218=00
Donations	23,763=00	---
Entertainment expenses	61,082=19	31,255=95
Miscellaneous expenses	56,587=05	37,356=53
Loss on sale of assets	---	20,913=00
Trade Discount	43,180=75	---
	20,91,329=74	9,40,760=39

Schedules forming part of the Profit & Loss Account

		For the year ended 31/03/1992 Rs. Ps.	For the Period ended 31/03/1991 Rs. Ps.
14. FINANCE CHARGES			
Interest -			
To Bank i) On Term Loan	1,73,938=20		
ii) On Temporary O.D.	2,721=20		
	-----------	1,76,659=40	50,165=45
on other loans		2,53,618=00	1,65,539=15
Bank Charges		27,402=28	16,569=55
Equipment lease charges		18,45,831=12	7,60,870=50
		23,03,510=80	9,93,144=65

Schedule - 15

Notes forming part of the Accounts

1. Accounting policies

   i) Depreciation on fixed assets has been provided as in the past on straight line method on single shift basis in the manner provided in Schedule - XIV to the Companies Act, 1956.

   ii) The Company is executing a laboratory complex project for its testing activities as a part of its ongoing business. Proportionate value of the part of the building and electrical installation which was put to use during the year is capitalised on floor area basis. The plant and machinery which was actually received and put to use was also capitalised. The proportionate amount of pre-operative expenditure was also capitalised by allocating to the building and plant and machinery.

   All other items of expenditure including interest incurred and advances paid on account of this project are carried forward under the head "Capital work in progress including advances and expenditure pending allocation - Laboratory complex".

   iii) Inventory of chemicals and consumables are valued at cost.

   iv) The work in progress in the environmental impact assessment (EIA) jobs is valued at cost.

2. Contingent Liabilities:

   i) Estimated amount of contracts to be executed on Capital account and not provided for (net of advance payments) Rs.50.00 lakhs (Previous year Rs.40.00 lakhs).

ii) The foreign letters of credit for plant and machinery opened through IDBI amounting to $5,79,000 are yet to be crystallised and debited to our account.

The value of the letters of credit at the prevailing exchange rate is worked out to Rs.174.00 lakhs.

The import duty on the equipments for which the FLCs are opened is not provided for as the amount is not ascertainable.

3. No provision for income-tax is made in view of there being no taxable income after considering the depreciation on fixed assets as per the provisions of Income-tax Act, 1961.

4. Loans and advances include dues by company in which some of the Directors are interested Rs.0.70 lakhs (Previous Year:Rs.1.63 Lakhs). Maximum balance outstanding during the year Rs.1.63 lakhs (Previous Year 1.63 Lakhs).

5. i) The term loans from Industrial Development Bank of India and Canara Bank are secured by the hypothecation of all tangible movable property of the Company such as Building under construction, plant and machinery, testing equipment, furniture and fittings, book debts, etc.

ii) Hire purchase loans are secured by way of lien on the respective assets acquired with the loan amounts.

6. The land purchased by the Company from M/s.APIIC Limited in Plots No.141/2 and 142 in Phase-II, IDA, Cherlapally, is not yet registered in the name of the Company as on the date of the Balance Sheet. Hence the amounts paid for land and stamp duty on sale agreement are shown under the

item "work-in-progress - Land and Site Development" under the head "Capital Work-in-progress including Advances and Expenditure pending allocation - Laboratory Complex under execution."

7. As the Company's laboratory building which is under construction is partly occupied by the Company with effect from 1st February, 1992, depreciation on the proportionate value of the building occupied and electrical installations put to use is claimed for the period from the date of putting the buildings to use to the end of the financial year on floor area basis. The rest of the value of the buildings under construction and the advances paid to the suppliers is shown under the head capital works in progress as in the previous year.

8. Advances from customers shown in the schedule "Current Liabilities and Provisions" includes a sum of Rs.14.07 lakhs (Previous year Rs.6.83 lakhs) received from CMPDI Limited towards the 10% retention money on the bills raised over the years. This amount was released by them on submission of an undertaking by the Company to defend the work done by it. This will be taken as income in the year in which the respective reports submitted by the Company are approved by the competent authorities.

9. Additional information pursuant to the provisions of paragraphs 3, 4(3) and 4 D of Part II of Schedule - VI of the Companies Act, 1956 is as under:

		Year ended with 31/3/92	Period ended with 31/3/91
i)	Earnings in foreign exchange during the year	Nil	Nil
ii)	Value of imports of raw material, components, spare parts and capital goods calculated on C.I.F. basis during the year	Nil	NIL
iii)	Expenditure in foreign currency during the year on account of royalty, know-how, professional and consultation fee, interest and other matters	Nil	Nil
iv)	Amount remitted in foreign currency during the year on account of dividends	Nil	Nil
v)	Value of imported and indigenous raw material, spare parts and components consumed during the year:		

The Company is not carrying on any manufacturing activity and is carrying on the testing and analysis of various materials. It requires only a variety of chemicals and consumables in the process of testing and does not require any raw materials or components.

The chemicals and consumables and spares and components consumed during the year:

	Year ended with 31/3/92	Period ended with 31/3/91
Indigenous	11.41 Lakhs	3.84 Lakhs
Imported	Nil	Nil

10. The provisions of paragraph 4(C) of Part II of Schedule-VI of the Companies Act, 1956, are not applicable to the Company.

11. Managerial Remuneration:

i) Calculation of commission payable to Managing Director and Executive Director.

	1991-92 (Rupees in lakhs)
Profit as per Profit & Loss Account	10.38
Less: Profit on sale of assets	0.34

Balance	10.04
Add: Directors remuneration	1.34 (*)
Directors Commission	0.02 (*)
Depreciation	4.88

	16.28
Less: Depreciation as per the provisions of Sec.350 of the Companies Act, 1956	13.89

	2.39
Commission to Managing Director & Executive Director @ 1% (Rs. 0.02 Lakhs to each)	0.04

(*) Amount charged to Profit & Loss Account only.

The Managing Director and Executgive Director were appointed in the financial year 1991-92. Hence, furnishing of details of calculation of Managerial remuneration for previous year does not arise.

13. Previous year's figures have been regrouped wherever necessary to conform to the current year classification.

Schedules 1 to 15 form an integral part of Balance Sheet and Profit & Loss Account.

Per our report of even date attached.

for **J.VENKATESWARLU & CO.,**
Chartered Accountants,

(**J.Venkateswarlu**)
Proprietor.

Secunderabad,
Dated 3rd September, 1992

For and on behalf of the Board.

Dr.S.P.Vasireddi Managing Director

V.V.Prasad Exeuctive Director

V.Harriman Director

Secunderabad,
Dated 3rd September, 1992

ii) Details of payments and provisions towards remuneration to Managing Director and Executive Director are as follows:

		Managing Director Rs.	Executive Director Rs.
a)	Salary	1,47,000	73,500
b)	Commission	2,390	2,390
c)	Value of perquisites	59,212	37,350
		2,08,602(*)	1,13,240(*)

(*) Part of these amounts are capitalised.

iii) The above managerial remuneration is paid/provided as per the terms and conditions approved by the Central Government for the appointment and remuneration fixed for the Managing Director and Executive Director.

In the previous financial year, when the Company was existing as a Private Limited Company, the remuneration paid to Directors was as follows:

1.	Dr.S.P.Vasireddi, Managing Director.	Rs.21,000
2.	Sri V.V.Prasad, Executive Director	Rs.21,000
3.	Sri V.Harriman, Technical Director	Rs.21,000
		Rs.63,000

12. In respect of items in profit and loss account, the previous year's figures are not directly comparable to that of current year, as in the previous year the profit and loss account was prepared only for 4 1/2 months.

VIMTA LABS LIMITED

Regd.Office: 1-8-303/34, B-302, MAYFAIR, S.P.ROAD, SECUNDERABAD-3

PROXY FORM

Reg.Folio No.. No. of Shares held...........

I/We ....

of ....

being a member/members of **VIMTA LABS LIMITED** hereby appoint

or falliling him .... of ....

as my/our proxy to vote for me/us on my/our behalf at the

ANNUAL GENERAL MEETING of the company to be held on

September 30, 1992 and at any adjournment thereof.

Signed this .... day of .... 1992 Signature...........

Note: This form duly completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the meeting.

. . . .

VIMTA LABS LIMITED

Regd.Office: 1-8-303/34, B-302, MAYFAIR, S.P.ROAD, SECUNDERABAD-3

ATTENDANCE SLIP

(To be handed over the entrance of the meeting hall)

ANNUAL GENERAL MEETING - 30.09.1992

Thereby, record my presence of the ANNUAL GENERAL MEETING of the Company held at 1-8-303/34, B-302, Mayfair, S.P.Road, Secunderabad-3 on 30.09.92 at 11.00 AM.

Full name of Member (in BLOCK LETTERS) ....

Reg.Folio No. .... No. of Shares held........

Full name of the Proxy if any (in **BLOCK LETTERS**) ....

Member's/Proxy's Signature ....