

ELEVNTH ANNUAL REPORT 2001-2002



SUPERIOR VANASPATI LIMITED

BOARD OF DIRECTORS

MR. SANJEEV AGRAWAL

Managing Director

MR. PRADEEP AGRAWAL

Director

MR. SUDHIR AGRAWAL

Director

BANKERS

Punjab National Bank

AUDITORS

M/s. Kamal & Co.

Chartered Accountants

1372, Kashmere Gate, Delhi.

REGISTERED OFFICE

Superior House,

25, Bazar Lane, Bengali Market,

New Delhi – 110 001

ADMINISTRATIVE &

MARKETING OFFICE

15, Shri Ram Road,

Civil Lines, Delhi – 110 054.

WORKS

17, South G.T. Road,

BSR Industrial Area,

Ghaziabad (U.P.)

NOTICE

To all Shareholders

Notice is hereby given that the ELEVENTH Annual General Meeting of the Company will be held on MONDAY, the 30th September, 2002 at 11.00 A.M. at Superior Farms, Village Kangan Heri, Najafgarh Delhi to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Director's Report and Audited Annual Accounts of the Company for the year ended 31st March, 2002 along with the report of the auditors thereon.
2. To elect a Director in place of Sh. Pardeep Agrawal, who retires by rotation and being eligible offers himself for re-appointment
3. To appoint Auditors and fix their remuneration.

Special Business

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

.RESOLVED that the consent of the Company be and is hereby accorded pursuant to Section 370 of the Companies Act, 1956 to provide corporate guarantee (s) in favour of other associates of the Company subject that the amount of such Corporate Guarantee(s) shall not exceed Rs. 853.00 Lacs.

Place : New Delhi
Dated : 1st September, 2002

By Order of the Board
Sd/-
SANJEEV AGRAWAL
Managing Director

NOTES

A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF COMPANY. THE PROXIES, IN ORDER TO BE VALID SHOULD REACH AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THIS SCHEDULED TIME OF THE MEETING A PROXY FORM IS ENCLOSED.

Shareholders are requested to notify change in their address, if any, to the Company quoting their Folio Number.

Members are requested to bring the Attendance Slip duly filled in for attending the meeting.

The Register of Members and Share Transfer Books of the Company will remain closed from 23 .9.2002 to 29.9.2002 (both days inclusive).

Members desirous of getting any information about Accounts and operations of the Company are requested to address their queries to the Company at least 10 days in advance of the meeting so that information may be kept already to be given at the time of meeting.

Members are requested to consolidate their holding held in identical order names, if registered in more than one folio by sending a request letter along with their relative Share certificate (s).

Members are requested to bring the copy of their Annual report at the meeting.

**Explanatory statement pursuant to section 173(2) of the Companies Act 1956
Item No 4.**

The Company proposes to furnish Corporate Guarantee for Rs 853.00 lacs (on yearly guarantee fee @ 0.25 %) in favor of Punjab National Bank on behalf of its associates on the security of Equitable Mortgage of Immovable properties. The adequate documents & financial records of the associates are held on records and performance of associates have been closely monitored. The terms and conditions including guarantee fee payable to Company are set out in the agreements which inter alia, contain that the agreement shall be valid for a period of three years, subject to renewal by the Board every year. The Board of Directors of the Company shall have the sole discretion to terminate the agreement at any time prior to the date of its expiry, without assigning any reasons. All decisions by the Board of Directors of the Company shall be final and binding upon them in connection with termination /continuation of corporate guarantee.

All directors are interested in this resolution.

DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2002

To All Shareholders

Your directors have present the ELEVENTH Annual Report together with the Audited Annual Accounts for the year ended 31st March 2002.

FINANCIAL RESULTS

PARTICULARS	AS ON 31.3.2002 (In Rs)	AS ON 31.3.2001 (In Rs)
SALES	30,28,05,833	44,01,20,865
TOTAL EXPENDITURE	29,93,30,781	44,14,37,264
GROSS PROFIT	34,75,052	-13,16,399
DEPERICIATION	36,39,053	42,95,698
PROFIT BEFORE TAX	-1,64,001	56,12,097
PROFIT BEFORE TAX	- 1,64,001	56,12,097
NET WORTH	2,28,81,402	22427523

CURRENT WORKING

Despite adverse mansoon conditions in the country , the Company with the strong capital outflows reduced the trade deficit in the year under report., It is hoped that with the improvement in the state economy and consequent increase in the level of demand of the product the Company will be able to achieve better results in the current year. Efforts have been set in motion to reduce cost and thereby improve margins. The marketing infrastructure is being further improved to achieve higher product spread.

DIVIDEND

In view of the loss and to strengthen the financial position of the Company the Board of Directors express their inability to recommend any dividend for the year under the review.

AUDITORS

Messers Kamal & Co., Chartered Accountants, the retiring Auditors being eligible have offered themselves for reappointment.

AUDITORS' REMARKS

The auditors' remarks/observations being self explanatory in nature need no further clarifications/explanations.

DIRECTORS

Mr Pradeep Agrawal retires by rotation and being eligible he has offered for reappointment.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act, 1959 with respect to Directors' Responsibility Statement, it is hereby confirmed :-

i) That in the preparation of the accounts for the financial year ended 31st March, 2002, the applicable accounting standards have been followed along with proper explanation relating to material departures.

ii) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.

iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safe guarding the asset of the Company and for preventing and detecting fraud and other irregularities.

iv) That the Directors have prepared the accounts for the financial year ended 31st March, 2002 on a going concern basis.

That Cost Audit Report by M/s Sheoran & Associates have conducted Cost Audit Under Section 209(d) (1) of the Companies Act 1956 & Para 4(1) of Cost audit (Reports) Rules 1996 and ensure that Company is maintaining adequate cost records.

That M/s Kainal & Co., Chartered Accountants the statutory auditors the Company has audited the financial accounts & statements. The Company has also set up the audit committee which meets periodically to review the financial issues accounting policies & procedures.

Public deposits

The Company has not invited or accepted public deposits during the year.

Listing of shares

The names & addresses of Stock Exchanges where shares of your Company are listed are:

1. The Delhi Stock Exchange Association Limited
2. The Stock Exchange, Mumbai.

The listing fee of both the stock exchanges has been paid regularly.

Means of communication with the shareholders

The quarterly results of the Company are taken on records by the Board of Directors with in the stipulated time at the close of the relevant quarter/ half year/end of the year and same were published in national newspapers of English and Hindi in prescribed Performa of the Stock Exchanges.

PARTICULARS OF EMPLOYEES

None of the employee of the Company falls within the purview of Section 217(2-A) of the Companies Act, 1956 read with the companies (Particulars of Employees) Rules, 1975 as amended up to date.

ADDITIONAL INFORMATION REQUIRED UNDER THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF DIRECTORS) RULES, 1988.

a) CONSERVATION OF ENERGY :

Measures are being taken to optimize the economical use of energy to check its waste and to find out alternative sources of energy creation. The required details are given in Annexure.

b) TECHNOLOGY ABSORPTION :

The Company 's activities do not involve any technologies , absorption or expenditure on research and development.

c) FOREIGN EXCHANGED EARNING AND OUT GO :

	Year Ended 31 st March, 2002	Year Ended 31 st March, 2001
1. Foreign Exchange Earning	NIL	NIL
2. Foreign Exchange Out go :	NIL	NIL

COMPLIANCES OF SECTION 383A OF THE COMPANIES ACT 1956

The Company presently does not have a qualified Company Secretary. Even though all possible efforts have been made to recruit a suitable person having prescribed qualifications, no one could be appointed. Efforts to recruit a suitable person as Company Secretary are continuing. The Directors have, however, taken care to ensure that the secretarial work does not suffer and statutory compliance's are scrupulously made.

CORPORATE GOVERNANCE

According to the listing agreement the Company has complied with most of the provisions and the information thereto. The entire corporate sector unanimously acknowledges the corporate governance shall be indispensable for an effective and efficient capital market. The Board consists of a proper mix of executive and non executive Directors. Since the last financial year your board met nine times and the gap between the two meetings was not more than two months. Further the Company has constituted the audit committee to review the entire financial working with the management and auditors periodically.

PERSONNEL

The Company maintained excellent harmonious and cordial relations with its employees of all levels.

ACKNOWLEDGEMENT

The Directors place on record their appreciation for the co-operation extended by the Punjab National Bank the bankers of the Company .

By Order of the Board

Place : New Delhi
Dated : 1st September 2002

Sd/-
SANJEEV AGRAWAL
Managing Director

ANNEXURE TO DIRECTORS' REPORT

Form A

Form for Disclosure of Particulars with respect to conservation of Energy.

POWER AND FUEL CONSUMPTION

1.	Electricity	Year ended 31st March, 2002	Year ended 31st March, 2001
	(a) Purchase		
	Units	7.96 Lacs	4.58 lacs.
	Total Cost (Rs)	36.84 Lacs	31.34 lacs.
	(b) Own Generation Through H.S.D.		
	Units	3.69 Lacs	14.12 lacs.
	Total Cost(Rs)	36.78 lacs	78.77 lacs
2.	Coal and Steam for Boiler		
	Quantity (in tonnes) Consumed	8312.400 M.T.	7303.200 M.T.
	Total Cost	Rs. 25.56 Lacs	Rs 36.31 lacs
3	Consumption per unit of Production		
	(For Imported oil only, figure may vary if Indigenous oil consumed)		
	1) 120 Units PMT for Vanaspati Ghee		
	2) 100 Units PMT for Refined Oil.		

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

Sd/-

(SANJEEV AGRAWAL)

Mg DIRECTOR

AUDITORS'S REPORT

We have audited the attached Balance Sheet of M/s Superior Vanaspati Limited New Delhi as at 31st March 2002 and also the annexed profit & Loss Account of the Company for the year ended on that date. Annexed thereto, the financial statements are the responsibility of the company's management, as responsibility is to express an opinion on the financial statement based on our audit.

1. As required by Manufacturing and other companies (Auditor's Report) order issued by the Company law Board in terms of section 227 (4A) of the Companies Act, 1956 we enclose in the annexure a statement on the matters specified in the paragraph 4 & 5 of the said order.

We conducted our audit in accordance with the auditing standards generally accepted in accepted in India. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement are free of material misstatement. An audit includes examining on a test basis evidences supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management as well as evaluating the overall presentation of financial statement we believe that our audit provide a reasonable basis for our opinion.

2. Further to our comments into annexure referred to in paragraph 1 above.
 - A. We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - B. In our opinion proper books of account as required by Law have been kept by the company, so far as appears from our examination of such books.
 - C. The Balance Sheet and Profit & Loss Account dealt with the report are in agreement with the books of account.
 - D. In our opinion the Balance Sheet and Profit & Loss Account complies with the mandatory accounting standards referred to in sections 211 (3C) of the Company Act 1956 except on Accounting policy notes no. II (K) on Gratuity and leave encashment which is on payment basis.
 - E. In our opinion and based on information and explanation given to us none of the directors are disqualified as on 31st March 2002 from being appointed as directors in terms of clause (g) of subsection 274 of the Companies Act 1956.
 - F. In our opinion and to the best information and according to the explanation given to us the said accounts read together with the notes thereon and Accounting policies gives the information required by the Companies Act, 1956 in the manner so required and give a true and fair view.
 - (I) In the case of Balance Sheet of the State of Affairs of the Company as at 31st March 2002.
 - (ii) In the case of the Profit & Loss Account of the Loss for the year ended on that date.
 - (iii)

PLACE : 1372 KASHMERE GATE DELHI
Dated : THIS 16th DAY JULY OF 2002

Sd/-
For KAMAL & Co.
Chartered Accountants

ANNEXURE REFERRED TO IN PARAGRAPH 1 OF OUR REPORT OF EVEN DATE ON ACCOUNTS OF MESSERS SUPERIOR VANASPTI LIMITED NEW DELHI FOR THE YEAR ENDING AS ON 31ST MARCH 2002.

1. The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets. A major portion of the assets has been physically verified by the management during the year in accordance with a phased program of verification adopted by the company. No significant discrepancy was noticed. In our opinion the frequency of physical verification is reasonable.
2. None of the Fixed Assets have been revalued during the year.
3. The stocks of Raw Materials, finished Goods, Chemicals and Stores were physically verified by the Management during the year and no significant discrepancy was noticed.
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 business.
5. The discrepancies noticed on verification between physical stocks and books records were not material and the same have been properly dealt with in the books of accounts.
6. In our opinion and on the basis of our examination the valuation of stocks is fair and proper in accordance with normally accepted accounting principle.
7. The company has maintained the books of accounts pursuant to the order made by the Central Government for the maintenance of cost records under section 209(1) (D) of the company Act, 1956 . The prescribed accounts and records have been dealt and maintained and Cost Audit Report under Cost Audit (reports) Rules 1996 of Institute of Cost & Works Accounts are held on records. We have not however, made a detailed examination of the records.
8. According to the information and explanation given to us, the internal audit has been conducted by an outside agency for such areas as were considered necessary by the management and is in our opinion adequate.
9. Company has not done any business of Purchase and Sale for value exceeding Rs.50,000/- in aggregate with the companies/firms/parties listed in the Register maintained under Section 301 of the Companies Act. 1956 .

10. There are adequate internal control procedures commensurate with the size and nature of the business of the company.
11. According to the information and explanation given to us, reasonable records have been maintained by the company for sale and disposal of damaged goods and scrap.
12. The company has not made loans and advances except for purchase of raw materials and for other assets purchases which would be adjusted on rendition of the accounts/receipt of material as per terms of advance sanctioned.
13. In our opinion reasonable records have been maintained by the company for sale and disposal of realizable by products.
14. The company has not granted any loan to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956 except placement of corporate deposit the terms & conditions of which were not prejudicial to the interest of the company .
15. As explained to us, the company have a regular procedure for the determination of unserviceable or damaged stores raw material and Finished goods, Adequate provisions have been made in the accounts for the loss so determined.
16. As explained to us no undisputed amount is payable in respect of Govt. dues except ESI & PF dues outstanding for a period of more than six months as on 31.3.2002 .
17. On the basis of our examination of the books of account and according to the information and explanation given to us, no personal expenses of the employees or the Directors have been charged to the Profit & Loss Account except for use of a car & mobile phone bill to Director of the Company .
18. Provision regarding unsecured loans from the parties listed in the register maintained under section 301 of the Companies Act, 1956 is not applicable as no such loan was raised by the Company during the financial year ending 31.3.2002.
19. As per records of the company T.D.S, E.S.I& P.F. deduction/contribution have been deposited with appropriate authorities with some delays.
20. The company is not a Sick Industrial Company within the meaning of clause (I) (D) of Sub-section (I) of section of the Sick Industrial Companies (Special provisions) Act, 1985.

21. Provisions of section 58A of Companies Act, 1956 and the companies (Acceptance of Deposits) Rule 1976 are not applicable to the company as company did not invite any deposit .

PLACE : 1372 KASHMERE GATE DELHI
DATED: This 16th day JULY 2002

Sd/-
Kamal & Company
CHARTERED ACCOUNTANTS

MESSERS SUPERIOR VANASPTI LIMITED NEW DELHI
FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH 2002.

I. CONTINGENT LIABILITY EXISTS IN RESPECT OF :

- (a) Any demand that may be raised by suppliers of Machinery/Raw Material & other Suppliers on reconciliation of accounts.
- (b) Any demand that may be raised by E.S.I. & PF authorities on delay deposit of E.S.I. or PF contributions.
- (c) Any demand on capital contracts/agreement with machinery suppliers for Rs 24.50 lacs. Previous Year Rs NIL.
- (d) Any demand that may be raised by Excise, Income tax & Sales tax authorities on completion of pending proceedings/assessment. Assessment are pending from the A.Y. 2000-01 on awards.

II ACCOUNTING POLICY :

- (a) All imported raw material purchases during the year were procured under "Hi Sea Sale" arrangement.
- (b) Cost of Imported oil, Raw material is inclusive of purchase price, custom Duty, clearing & forwarding charges, freight, insurance & incidental charges.
- (c) Closing stock of Raw Material as on 31.3.2002 is inclusive of raw oil reported in transit.
- (d) Depreciation on Fixed Assets is being provided at the rates specified in Income Tax Act 1961, as per the practice of the Company consistency being followed.
- (e) Sales are inclusive of Sale tax. However sales of by products are net of excise duty.
- (f) Purchases for the year ending 31st March, 2002 are net of deduction on account of quality as per standard norms accepted by the Vanaspati Oil Industries.
- (g) Stock of Raw Material, Work in process, Packing material, Chemicals & Spares are valued at cost price and Stock of finished goods & by products at realizable value as per market report, subject to adjustment of selling over-head.
- (h) Interest income includes interest on call in arrears..
- (i) No depreciation for the year ended 31.3.2002 has been provided on old machinery for Rs. 21.53 lacs on account of non use in the business in continuation to past practice.
- (j) Raw material storage and transit losses are inclusive of losses at port and are being treated as part of consumption.
- (k) As per the practice the liability on account of gratuity/leave encashment was on payment basis. However the company is proposing to take up insurance policies on this account.
- (l) Fixed Asset are stated at cost. All cost relating to acquisition and installation of Fixed Asset are capitalized and include finance cost on borrowed funds attributable to acquisition of Fixed Assets for the period up to date of commencement of production.

NOTES :

1. In the opinion of Board Current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the amounts at which they are stated in the Balance Sheet and provision for all known liabilities have been made.
2. Advance recoverable in cash or kind includes advances made to suppliers which would be adjusted on rendition of the accounts/receipts of the materials/rendering of service.
3. Confirmation is support of outstanding dues payable to Debtors, Security deposits, & dues payable to suppliers are being obtained at the instance of the auditors.
4. Previous year figures have been rearranged/regrouped to make them comparable.
5. Expenses related to previous year but not provided therein have been debited to the accounts ending 31.3.2002 under the head previous year expenses to the extent of Rs 43854.50 on final settlement or adjustment were made during the year. Previous year Rs. 79855.00.

(I) DIRECTORS REMUNERATION

	<u>2000-2001</u>	<u>2001-02</u>
Whole time Director	1,20,000.00	1,20,000.00

(II) REMUNERATION TO AUDITORS

A.	Audit fee	170000.00	178500.00
B.	Financial Constancy fee	180000.00	180000.00
C.	Taxation Work	11000.00	-

6. Power, Fuel & Electricity charges are inclusive of steam purchases & D.G. Set running charges.
7. Sundry debtors in the opinion of Management are in the process of being recovered.
8. Public issue expenses are being written off under amortization method at the rate of 10% per annum in continuation to past practice.
9. Building repair and maintenance is inclusive of factory white washing.
10. Consumption of Hydrogen Gas during the hydrogenation process for the year ending 31.3.2002 does not include the cost of gas internally manufactured and consumed during the year.
11. Unclaimed balances and excess provisions written back includes rate deference on settlement of accounts with supplier and security forfeited on account of non performance.

12. Staff Welfare Expenses under Salary & Wages are inclusive of medical aids, free meal/refreshment on late sittings and Diwali expenses.
13. Management contribution to E.S.I. & E.S.I are inclusive of administrative charges.
14. Lab testing expenses are inclusive of payment made to Bureau of Indian Standards for ISI standard.
15. Wherever expenses /payments was not supported by a bill/receipts, auditors have relied upon satisfaction of expense/payment.
17. Information required by the Notification No. GSR/695(E) dated 10.6.1998 issued by the Government of India. Ministry of Law justice and Company affairs is appended as under :-

	<u>2000-2001</u>	<u>2001-02</u>
a. No of employees getting Rs. 1,00,000/- p.m. in whole year	NIL	NIL
b. No of employees getting Rs. 1,00,000/- p.m. part of the year	NIL	NIL
18. Additional information pursuant of paragraph 3&4 of part II of Schedule VI of The companies Act 1956 as certified by the management .		

A Licensed & Installed capacity :

	<u>2000-01</u>	<u>2001-02</u>
a Licensed Capacity (M.T.)	N.A.	N.A.
b Installed Capacity (M.T.) (For Single Shift)	9000.00	9000.00
c Total Actual Production (M.T.)	17333.775	9703.713

B Particulars in respect of Finished Goods (Main Products) :

	<u>Quantity in (M.T.)</u>	<u>VALUE</u> <u>(IN 000)</u>
a) Opening Stock	396.480 (419.238)	8795.00 (10969)
b) Closing Stock	258.394 (396.480)	8471.63 (8795)
c) Sales	9940.799 (17356.533)	291761 (428622)

C Particulars in respect of Raw Material Consumed

	<u>Quantity in (M.T.)</u>	<u>VALUE</u> <u>IN 000 :</u>
RAW OIL	10998.216 (19207.105)	264522 (368129)
D Value of import of CIF basis		NIL
E Expenditure in foreign currency		NIL
F Value of imported Raw Material Consumed (Under HI SEA SALE basis in INR)		Rs 14,19,41,418 Rs (24,55,08,973)
G Amount remitted in foreign exchange.		NIL

(Figures in brackets are for previous year.)

**This is the schedule of contingent liabilities and notes
Referred to in the balance sheet of even date.**

Sd/-
MANAGER (ACCOUNTS)

sd/-
DIRECTOR

sd/-
DIRECTOR

Place : 1372 Kashmere Gate Delhi
Date : THIS 16th DAY JULY 2002

Sd/-
For Kamal & Company
Chartered Accountants

SUPERIOR VANASPATI LIMITED
BALANCE SHEET AS AT 31ST MARCH 2002

PREVIOUS YR. ENDED 31.3.2001	LIABILITIES		PREVIOUS YR. ENDED 31.3.2001	ASSETS		
50000000.00	AUTHORISED CAPITAL 50,00,000 Equity & Share of Rs.10/- each	50000000.00	22313000.00	FIXED ASSETS As per schedule attached		22379931.80
	SUBSCRIBED AND PAID UP CAPITAL 4350000 Equity & Share fully paid up of Rs. 10/- each. 43500000.00		3815000.00	INVESTMENT (At Cost) 381500 Shares of M/s Global Spin Weave Ltd. of Rs. 10/-each.		3815000.00
43005500.00	Deduct calls in Aerears -	43500000.00		STOCK IN TRADE (Certified as to quantities by the Directors & valued at cost or market price whichever is lower.		
	SECURED LOANS		44420930.00	Raw Materials (at cost)	30018252.11	
	Term Loan P.I.C.U.P.		428656.00	Chemicals (at Cost)	664280.60	
	Secured against First Charge		9118376.00	Finished Goods (At Realisable Value)	8491489.67	
950000.00	on Fixed Assets of the Company & Personal guarantee of Directors -		5446962.00	Work in Process (At Cost)	18114079.05	
55436.00	Add : Interest accrued but not due		2701004.00	Packing Material (At Cost)	5819049.38	
	PMB Car Loan		166077.00	Store & Spares (At cost)	73081.00	63180231.81
249381.00	Secured against Hypothecation of Ambassador Car & Personal Guarantee of directors. 151120.00			SUNDRY DEBTORS		
	CASH CREDIT:		519819.00	Considered Goods unless stated otherwise	519819.37	
	P.N.B. Civil Lines, Delhi		187775.00	More than Six Months others	3921763.45	4441582.82
	(Secured Against Hypothecation of Raw Material, Work in Process Store, Spares & Finished Goods Alongwith Second Charge in fixed Assets of the Company and personal Guarantee of the Directrs. 12309194.57	12460314.57		CASH AND BANK BALANCE		
8276800.00	CURRENT LIABILITIES AND PROVISIONS		67457.00	With Schedule Banks	69932.39	
	CURRENT LIABILITIES			In current account		
	AMOUNT DUE TO SUPPLIER		228301.00	Cheques incourse of Realisation		
48997469.00	Raw Material 55316107.73		1458859.00	Cheque Draft in hand	2819032.00	
1187243.00	Others 196263.60		44895.00	Cash Imprest in hand	169523.93	3058488.32
1894301.00	Expenses Payable 6914617.35			ADVANCES RECOVERABLE		
	Customers Advance Pending			(Considered goods unless stated otherwise and would be adjusted on rendition of accounts.)		
238564.00	Adjustment 63705.00					
34038.00	E.S.I. & P.F. Payable 10933.85					
	Suppliers Performance Guarantee					
836306.00	Deposit 836306.38					
6261929.00	Sales Tax Payable 6324528.30		133295.00	Raw material purchase advance	55418.00	

71795.00	T.D.S. Payable	17707.00	-	Other work Advance	28346.00		
11468828.00	Cheques issued but not yet Presented for encashment	1890209	71570378.41	Machinery Purchase Advance	-		
				Security deposits	601770.00		
				Corporate Deposits	5750000.00		
				Advance Excise Deposits	60932.00		
				Prepaid expenses	52841.50		
				Tax Deducted as sources	48856.00		
				Lease Rent Recoverable	-		
				Expenses Recoverable	-		
				Income Tax Refund Due	-		
				Office Space Booking Deposit	-	6587863.50	77278166.45
				MISCELLANEOUS EXPENDITURE			
				Public Issue Expenses			
				Pending Adjustment			
			910710.00	(To the Extent of not Written off)		475352.00	
				Profit & Loss Account			
				Amount as per annexed			
			19667267.00	Profit & Loss Appropriation		20143246.73	
				account.			
				Pre-operative Expenditure		3438996.00	24057594.73
				Pending adjustment			
	"Schedule of contingent liabilities and notes to the accounts forming integral part of the accounts attached."						
123527599.00	TOTAL Rs.	127630692.98	123527599.00	Total Rs.			127630692.98

In terms of our report of even date

MANAGER (ACCOUNTS)

DIRECTOR

DIRECTOR

PLACE : 1372, KASHMERE GATE, DELHI - 110006.
DATE : THIS 16th DAY OF July 2002.

For KAMAL & COMPANY
Chartered Accountant

71795.00	T.D.S. Payable	17707.00		-	Other work Advance	28346.00		
11468828.00	Cheques issued but not yet Presented for encashment	1890209	71570378.41	300000.00	Machinery Purchase Advance	-		
				570780.00	Security deposits	601770.00		
				6193032.00	Corporate Deposits	5750000.00		
				58523.00	Advance Excise Deposits	60932.00		
				79591.00	Prepaid expenses	52541.50		
				48856.00	Tax Deducted as sources	48856.00		
				111000.00	Lease Rent Recoverable	-		
				200000.00	Expenses Recoverable	-		
				2325.00	Income Tax Refund Due	-		
				4335100.00	Office Space Booking Deposit	-	6567863.50	77278166.45
					MISCELLANEOUS EXPENDITURE			
					Public Issue Expenses			
				910710.00	Pending Adjustment (To the Extent of not Written off)		476362.00	
					Profit & Loss Account			
					Amount as per annexed			
				19667287.00	Profit & Loss Appropriation account.		20143246.73	
					Pre-operative Expenditure			
					Pending adjustment		3436096.00	24057594.73
	"Schedule of contingent liabilities and notes to the accounts forming integral part of the accounts attached."							
123827896.00	TOTAL Rs.		127830692.98	123827896.00	Total Rs.			127830692.98

MANAGER (ACCOUNTS)

PLACE : 1372, KASHMERE GATE, DELHI - 110006.
DATE : THIS 10th DAY OF July 2002.

71795.00	T.D.S. Payable	17707.00	-	Other work Advance	28346.00		
11468828.00	Cheques issued but not yet Presented for encashment	1890209	71570378.41	Machinery Purchase Advance	-		
				Security deposits	601770.00		
				Corporate Deposits	5750000.00		
				Advance Excise Deposits	60932.00		
				Prepaid expenses	52641.50		
				Tax Deducted as sources	48856.00		
				Lease Rent Recoverable	-		
				Expenses Recoverable	-		
				Income Tax Refund Due	-		
				Office Space Booking Deposit	-	6567863.50	77278166.45
				MISCELLANEOUS EXPENDITURE			
				Public Issue Expenses			
				Pending Adjustment			
				(To the Extent of not Written off)		475352.00	
				Profit & Loss Account			
				Amount as per annexed			
				Profit & Loss Appropriation account.		20143246.73	
				Pre-operative Expenditure			
				Pending adjustment		3436996.00	24057594.73
	"Schedule of contingent liabilities and notes to the accounts forming integral part of the accounts attached."						
123827696.00	TOTAL Rs.	127630692.98	123827696.00	Total Rs.			127630692.98

MANAGER (ACCOUNTS)

PLACE : 1372, KASHMERE GATE, DELHI - 110006.
DATE : THIS 16th DAY OF July 2002.

M/s SUPERIOR VANASPATI LIMITED
PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST March 2002.

PREVIOUS YR.ENDED 31.3.2001	EXPENDITURE	AMOUNT	PREVIOUS YR.ENDED 31.3.2001	INCOME	AMOUNT
	<u>To Opening Stocks as on 1.4.2001</u>			<u>By Income from Business Operation :</u>	
	<u>Finished Goods</u>		428622808.00	<u>By Sale during the year</u>	
10969949.00	Vanapati Ghee	8795998.88	11130824.00	Vanapati Ghee	291781445.13
18549.00	Other Products	322377.25		Other by products	11044388.00
7057248.00	Work in process	5448981.72			302805833.13
		14565337.85		<u>By Closing Stock as on 31.03.2002</u>	
	<u>To Raw Material consumed during the year</u>		8795999.00	<u>Finished Goods</u>	
	opening stocks as on 1.4.2001	44420930.41	322377.00	Vanapati Ghee	8471633.67
	Add: Purchases during the year	252340879.05	5448982.00	Other by products	19858.00
		296761809.46		Work in Process	18114079.05
					26605568.72
368129751.00	Deduct :- Closing stock as on 31.3.2002	30018252.11		<u>By other income</u>	
14643946.00	To Power Electricity & Fuel Charges	268743557.35	159080.00	Previous Year Income	-
11233625.00	To Sales Tax Paid	9918746.00	72000.00	Lease Rent Receivable	72000.00
		5892599.00	70553.00	Interest Others	148280.00
	<u>To chemical consumed during the year</u>				
	Opening Stock as on 1.4.2001	428658.00		Unclaimed balances & excess	
	Add : purchases during the year	3851812.75	65382.00	Provision Written Off	125985.12
		4280468.75		By Net Loss in the year	346245.12
			5612097.00	Carried down	164001.50
5856086.00	Deduct :- Closing Stock as on 31.3.2002	664280.60			
291836.00	To Laboratory Testing Charges	3616188.15			
		33848.41			
1487987.00	To salary wages & other Benefits	2229768.00			
120000.00	To Directors Remuneration	120000.00			
	<u>To consumable stores consumed during the year</u>				
	Opening Stock as on 1.4.2001	168077.00			
	Add : purchases during the year	550887.70			
		718964.70			
2631638.00	Deduct Closing Stock as on 31.3.2002	73081.00			
	<u>Travelling & Convenues</u>	643883.70			
58177.00	Directors	116536.00			
61598.00	Staff/ Workers	55538.00			
126000.00	To Rent	172074.00			
59175.00	To Subscription/Fee & Taxes	126000.00			
170000.00	To Audit Fee/Services Tax	63922.00			
63326.00	To Printing & Stationery	178500.00			
25680.00	To Factory Property Tax	45853.50			
134520.00	To Postages Fax & Telephone	23305.00			
602.00	To Charity & Donation	191980.57			
311400.00	To legal and professional Charges	13275.00			
5905.00	To News Papers & Periodicals	244860.00			
		3225.00			

<u>To Repairs & Maintenance of :</u>					
520997.00	Machinery	176081.00			
125041.00	Building	108485.00			
207620.00	Vehicles	250806.00			
4560.00	Other	3707.00			
9810.00	Computer	9193.00	546072.00		
<u>To Packing Material consumed during the year</u>					
	Opening Stock as on 1.4.2001	2701004.51			
	Add : Purchases during the year	21401561.72			
		24102566.23			
28845937.00	Deduct : Closing Stock as on 31.3.2002	5819049.38	18283516.85		
39707.00	To Entertainment		27329.50		
38896.00	To Advertisement		25846.00		
<u>To Interest & finance Charges :</u>					
325047.00	PICUP Term Loan	31167.00			
1893928.00	Bank	1908102.50			
10591.00	Car Loan	33779.00	1973006.50		
14122.00	To Amount Written Off		12680.09		
47765.00	To Insurance & Miscellaneous		119208.00		
455358.00	To Public Issue Expenses Written Off		435358.00		
1328.00	To Penalty & Fines		32553.00		
6709.00	To Preliminary Expenses Written Off				
4295698.00	To Depreciation on Fixed Assets for the year Written off		3639053.00		
480298082.00		329921648.47	480298082.00	TOTAL RS.	329921648.47
13921499.00	To Balance Brought Net loss for the year brought down	19667266.73		By excess of Income Tax Provision written back	6196.00
5612097.00	Net Loss for the year brought down	184001.50		By Balance carried	
	To E.S.I. Arrears	111439.00		Over to the Balance sheet	20143246.73
53815.00	To sale tax Demand Arrears	78429.00	19667266.00		
79855.00	To Previous year expenses	43854.50			
	To Income Tax Provision	84462.00			
19667266.00	TOTAL Rs.	20149442.73	19667266.00	TOTAL RS.	20149442.73

MANAGER (ACCOUNTS)

DIRECTOR

DIRECTOR

Place : 1372, Kashmere Gate, Delhi - 11006.
Date : 16 th day of July 2002.

IN TERMS OF OUR REPORT OF EVEN DATE

For KAMAL & COMPANY
CHARTERED ACCOUNTANT

M/S SUPERIOR VANASPATI LIMITED
FORMING PART OF BALANCE SHEET AS AT 31ST MARCH 2002

PARTICULARS	Cost as on 01.04.2001	Addition during the year	Sale/adjustment written off	Total cost as on 31.3.2002	Depreciation written off			Upto 31.3.2002	Written down value	
					Upto 31.3.2001	During the year	Adjust or Transfer		As on 31.3.2002	As on 31.3.2001
Land & Site Development	3306898.00	-	-	3306898.00	-	-	-	-	3306898.00	3306898.00
Building (ADM. Block)	1429541.26	-	-	1429541.26	812202.26	61734.00	-	873936.26	555603.00	617339.00
Factory Building	11407356.51	-	-	11407356.51	6375189.51	503217.00	-	6878406.51	4528950.00	5032187.00
Old Machinery	2153000.00	-	-	2153000.00	-	-	-	-	2153000.00	2153000.00
Plant & Machinery	76055143.13	2503875.00	-	78559018.13	65958669.13	2837102.00	-	68795771.13	9763247.00	10096474.00
Weighing Machine	452037.00	-	-	452037.00	396198.00	13960.00	-	410156.00	41881.00	55841.00
Air Conditioner	30240.00	-	-	30240.00	27592.00	662.00	-	28254.00	1986.00	2648.00
Furniture & Fixture	86428.10	-	-	86428.10	57916.10	2851.00	-	60767.10	25661.00	28512.00
Computer	142035.00	8000.00	-	150035.00	126830.00	13923.00	-	140753.00	9282.00	15205.00
Typewriter	26912.00	-	-	26912.00	23884.00	759.00	-	24643.00	2269.00	3028.00
Vehicles	2159024.35	-	-	2159024.35	1246504.35	182504.00	-	1429008.35	730016.00	912520.00
Lab Testing Equipment	259365.42	-	-	259365.42	223039.42	8081.00	-	232120.42	27245.00	36326.00
TELE Communication System	108691.00	-	-	108691.00	80183.00	7127.00	-	87310.00	21381.00	28508.00
Fax & Photocopyer	96928.00	-	-	96928.00	72394.00	6133.00	-	78527.00	18401.00	24534.00
Plant & Machinery (Under erection)	-	1194109.80	-	1194109.80	-	-	-	-	1194109.80	-
Current year	Rs. 97713599.77	3705984.80	0.00	101419584.57	75400599.8	3639053.00	0.00	79039652.77	22379931.80	22313000.00
Previous Year	Rs. 97225722.00	487678.00	0.00	97713600.00	-	4295698.00	0.00	75400600.00	22313000.00	-

Note : Depreciation for the year has been charged as per rates specified in Income Tax Act 1961.

MANAGER (ACCOUNTS)

DIRECTOR

DIRECTOR

IN TERMS OF OUR REPORT OF EVEN DATE

PLACE : 1372, KASHMERE GATE, DELHI - 110008.
DATE : THIS 16 th DAY OF July 2002.

Kamal & company
CHARTERED ACCOUNTANTS

PARTICULARS	OPENING STOCK AS ON 1.4.2001		PURCHASE	TOTAL RECEIPT		CONSUMPTION		STOCK ON 31.3.2002		RATE		VALUE AS ON 31.3.2002	
	RAW	W.I.P.	RAW	RAW	W.I.P.	RAW	W.I.P.	RAW	W.I.P.	RAW	W.I.P.	RAW	W.I.P.
	QTY.	QTY.	QTY.	QTY.	QTY.	QTY.	QTY.	QTY.	QTY.	Rs.	Rs.	Rs.	Rs.
1. AT WORKS													
A. RAW MATERIAL													
VEGETABLE OILS	268.166	230.096	11617.796	11883.962	230.096	11447.242	-449.026	436.720	679.122	25234.68	26673	11020492	18114079
	<u>17.070</u>	<u>250.292</u>	<u>19436.905</u>	<u>19453.975</u>	<u>250.292</u>	<u>19187.809</u>	<u>19.296</u>	<u>266.166</u>	<u>230.996</u>	<u>16639.86</u>	<u>23580</u>	<u>4462203</u>	<u>5446962</u>
2. AT GODOWN / IN TRANSIT								777.471		24435		18997759	-
								<u>2692.772</u>		<u>14631.83</u>		<u>39939727</u>	-
3. CHEMICALS												684281	-
												<u>429456</u>	-
												30682532	18114079
												<u>44849586</u>	<u>5446962</u>
										TOTAL Rs.			
B. FINISHED GOODS													
PARTICULARS	OPENING STOCK AS ON 1.4.2001		PRODUCTION DURING THE YEAR		ISSUE FOR SALES		STOCK AS ON 31.3.2002		RATE		VALUE AS ON AS ON 31.3.2002		
a) VANASPTI GHEE	396.480		9793.713		9940.799		256.394		32689		8471634		
	<u>419.238</u>		<u>17333.775</u>		<u>17356.533</u>		<u>396.480</u>		<u>22185</u>		<u>8795996</u>		
b) ACID OIL	43.430		1182.210		1226.649		0.000		-		0		
	10.934		1457.338		1424.842		43.430		7119		309171		
c) OTHERS											19856		
											<u>13207</u>		
											8491490		
											<u>9118376</u>		
										TOTAL Rs.			

C. PACKING MATERIAL

5819049

2701004

D. CONSUMABLE STORES & SPARES

73081

166077

TOTAL VALUE OF STOCK

(A+B+C+D) Rs.

63180231

62282006

F. OTHER INFORMATION

PRODUCTION DURING THE YEAR

1. VANASPTI GHEE

2000-2001

17333.775

2001-2002

9703.713

2. REFINED OIL

NIL

NIL

TOTAL

17333.775

9703.713

NOTE:

1. ALL QUANTITIES ARE IN M.T. ONLY.
2. ALL FIGURES UNDERLINED ARE RELATED TO PREVIOUS YEAR.
3. VALUES ARE ROUNDED OFF IN NEAREST RUPEE.
4. W.I.P. CONSUMPTION SHOWN ON NET BASIS.

MANAGER (ACCOUNTS)

DIRECTOR

DIRECTOR

IN TERMS OF OUR REPORT OF PREVIOUS DATE.

DATED: 16TH JULY 2002

PLACE : 1372 KASHMERE GATE DELHI-6

**KAMAL & COMPANY
CHARTERED ACCOUNTANTS**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.3.2002**Rs in Lacs****CASH FLOW FROM OPERATING ACTIVITIES**

NET LOSS BEFORE TAX & EXTRA ORDINARY ITEMS		-1.66
DEPERICIATION	36.39	
INTREST & FINANCE CHARGES	19.73	
EXPENDITURE WRITTEN OFF	-30.03	26.09
OPEARTING PROFIT BEFORE WORKING CAPITAL		24.43
ADJUSTMENT FOR		
TRADE RECIEVABLES	-37.34	
OTHER RECIEVABLES	-3.12	
INVENTORIES	-9.52	
TRADE PAYABLE	5.80	-44.18
CASH GENERATED FROM OPERATION		-19.75
INTREST PAID		19.73
NET CASH OPERATED FROM OPERATING ACTIVITIES		-39.48

CASH FLOW FROM FINANCE ACTIVITIES

RECOVERY OF ADVANCES	54.35	
LONG TERM BORROWINGS	-10.49	
BANK BORROWINGS	40.32	84.18
NET CASH OPERATED AFTER FINANCE ACTIVITIES		44.70

CASH FLOW FROM INVESTING ACTIVITIES

PURCHASE OF FIXED ASSETS	-37.06	
INCREASE IN CAPITAL (ARREARS)	4.95	-32.11
NET + - IN CASH / CASH EQUIVALENT		12.59

CASH / CASH EQUIVALENT AS ON 1.4.2001**17.99****CASH / CASH EQUIVALENT AS ON 31.3.2002****30.58**

Note : all figures in (-) are outflows

Sd/-

**PANKAJ MEHRA
MANAGER (ACCOUNTS)**

Sd/-

**SANJEEV AGRAWAL
DIRECTOR**

Sd/-

**SUDHIR AGRAWAL
DIRECTOR**

Sd/-

**PRADEEP AGRAWAL
DIRECTOR****AUDITOR CERTIFICATE**

We have verified the cash flow statement of Superior Vanaspti Limited, New Delhi for the year ended 31st March 2002. The Statement has been prepared by the company in accordance with the requirement of Stock exchange and is based on and in accordance with the corresponding profit & loss account and Balance Sheet of the company.

DATE : 14TH JULY 2001**PLACE:1372 KASHMERE GATE DELHI**

Sd/-

**KAMAL & COMPANY
CHARTERED ACCOUNTANT**

**INFORMATION PURSUANT TO PART VI OF COMPANIES ACT 1956 (AS AMENDED)
BALANCE SHEET ABSTRACT AND COMPANY 'S GENERAL BUSINESS PROFITS**

1.REGISTRATION DETAILS

REGISTRATION NO. 48469 STATE CODE : 55
BALANCE SHEET AS AT 31 st MARCH 2002

2.CAPITAL RAISED DURING THE YEAR

PUBLIC ISSUE	RIGHT ISSUE
NIL	NIL
BONUS ISSUE	PRIVATE PLACEMENT
NIL	NIL

3. POSITION OF MOBILISATION & DEPOLYMENT OF FUNDS

		<u>Rs in lacs</u>
TOTAL LIABILITIES		
SOURCES OF FUNDS	1275.30	
PAID UP CAPITAL	435	
RESERVES & SURPLUSES	0.00	
SECURED LOANS	124.60	
CURRENT LIABILITIES	715.70	
TOTAL ASSETS		
APPLICATION OF FUND		1275.30
NET FIXED ASSETS		223.79
INVESTMENTS		38.15
CURRENT ASSETS		772.78
PROFIT & LOSS ACCOUNT		201.43
MIS. EXP. NOT WRTITTEN OFF		39.15

4. PERFORMANCE OF COMPANY

TURNOVER & OTHER RECEIPTS	3028.05
TOTAL EXPENDITURE	3029.69
PROFIT BEFORE TAX	-1.64
PROFIT AFTER TAX	-1.64
EARNING PER SHARE	NIL
DIVIDEND	NIL

**5. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SALES SERVICE OF THE COMPANY.
AS PER MONETARY TERMS**

PRODUCTION DESCRIPTION VANASPTI & REFINED OIL ITEM CODE :1562009

Sd/-
PANKAJ MEHRA
MANAGER (ACCOUNTS)

Sd/-
SUDHIR AGRAWAL
DIRECTOR

Sd/-
PRADEEP AGF
DIRECTOR

SUPERIOR VANASPTI LTD. NEW DELHI
REGISTERED OFFICE : 25 BAZAR LANE BENGALI MARKET NEW DELHI 110001

FOLIO NO. _____ NO. OF SHARES HELD _____

I/WE _____

S/O _____

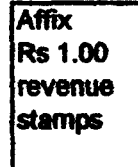
BEING A MEMBER /MEMBERS OF THE ABOVE MENTIONED COMPANY HEREBY APPOINT

Sh./Smt. _____ R/O _____

FAILING HIM Sh./Smt.

as my /our proxy to attend and vote me/us (in the event on the poll) on my/ our behalf at the 10th Annual General Meeting to be held at 30th September 2002 at 11.00a.m.at Superior Farms village kangan heri NAJAFGARH DELHI. Or at any adjournment thereof.

Signed this day of 2002



Signature

SUPERIOR VANASPTI LIMITED NEW DELHI
REGD. OFFICE : 25 BAZAR LANE BENGALI MARKET NEW DELHI 110001

ATTENDANCE SLIP

FOLIONO. _____

NO OF SHARE HELD _____

Please record my/our name for 10th Annual.

General Meeting to be held at 30th September 2002 at 11.00 a.m.at Superior Farms ,village kangan heri NAJAFGARH DELHI. Or at any adjournment thereof.

Name of share holder (in block letters) _____

Name of proxy _____

To be filled by shareholders

Signature of Member/Proxy