ABREPOSE

FINANCIAL AND TECHNICAL SERVICES LIMITED

ANDHRA BANK RETIRED EMPLOYEES' PROJECTS OF SELF ENGAGEMENT

TENTH ANNUAL REPORT
2001 - 2002

BOARD OF DIRECTORS

R.V.V. SATYANARYANA MURTHY
Chairman & Managing Director
Retd. Asst. General Manager, Andhra Bank

K.S. GURURAJA RAO
Retd. Asst. General Manager, Andhra Bank

K.V. SUBBA RAO
Retd. Deputy Chief Officer, Andhra Bank

M. NARASIMHA RAO
Retd.Chief Officer, Andhra Bank

CH. NARAYANA RAO
Retd. Asst. General Manager, Andhra Bank

B. SHESHAGIRI RAO
Retd. Asst. General Manager, Andhra Bank

B. NAGESHWARA RAO
Retd M.M.II Officer, Andhra Bank

G. SOMA SUNDARAM
Retd. M.M.II Officer, Andhra Bank

V. VENKAT RATNAM
Retd. M.M.III Officer, Andhra Bank

REGISTERED AND ADMINISTRATIVE OFFICE
Plot No. 4, 1st Floor,
Andhra Bank Colony,
Hyderabad - 500 036
Telephone : 4069318

BANKERS:
Andhra Bank

AUDITORS :
K.S. Ramesh & Co.
Chartered Accountants
Greenlands,
Hyderabad -500 016.

NOTICE TO THE SHARE HOLDERS

Notice is hereby given that the Tenth Annual General Meeting of share holders of ABREPOSE FINANCIAL & TECHNICAL SERVICES LIMITED will be held on Saturday,21st September, 2002 at 10.00 A.M. at the Registered Office of the Company, Plot No.4, 1st Floor, Andhra Bank Colony, Hyderabad-500036 to transact the following business.

A) ORDINARY BUSINESS:

1. To receive, consider and adopt the audited accounts, Balance Sheet and Profit and Loss Account of the Company for the financial year ended 31st March, 2002 together with the report of the Statutory Auditors and Directors thereon.

2. To declare a dividend for the year 2001-2002.

3. To appoint a Director in place of Mr.K.S.Gururaja Rao who retires by rotation and being eligible offers himself for re-appointment.

4. To appoint a Director in place of Mr.Ch.Narayana Rao who retires by rotation and being eligible offers himself for re-appointment.

5. To consider and, if thought fit, to pass with or without modification the following resolution:

   "RESOLVED that pursuant to Section 224 and other applicable provisions of the Companies Act,1956 M/S K.S.Ramesh & Company,Chartered Accountants, Greenlands, Hyderabad be and are hereby re-appointed as Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on a remuneration of Rs.12,500/- exclusive of out of pocket expenses."

B) SPECIAL BUSINESS:

To consider and, if thought fit, to pass with or without modification, the following resolutions as Ordinary Resolutions:

6. Resolved that subject to provisions of Section 198 and other applicable provisions, if any, of the Companies Act, 1956 read with schedule XIII, Sri R.V.V.Satyanarayana Murthy be and is hereby reappointed as Chairman and Managing Director of the Company until the next Annual General Meeting on a remuneration of Rs.4,000/- plus conveyance allowance of Rs.1000/- per month.

7. Resolved that subject to provisions of Section 198 and other applicable provisions, if any, of the Companies Act, 1956 read with schedule XIII, Sri M.Narasimha Rao, be and is hereby re-appointed as Working Director

until the next Annual General Meeting on a remuneration of Rs.3,500/- per month.

8. Resolved that subject to provisions of Section 198 and other applicable provisions, if any, of the Companies Act, 1956 read with Schedule XIII, Sri K.V. Subba Rao, be and is hereby re-appointed as Resident Director at Tirumala until the next Annual General Meeting on a remuneration of Rs.3,500/- plus actual rent for the quarters not exceeding Rs.850/- per month and actual telephone rental charges.

9. Resolved that subject to provisions of Section 198 and other applicable provisions, if any, of the Companies Act, 1956 read with Schedule XIII, Sri G.Somasundaram, be and is hereby re-appointed as Working Director until the next Annual General Meeting on a remuneration of Rs.3,500/-per month.

10. Resolved that the proposed dividend for the year 2001-2002 pertaining to the members with calls in arrears be set off towards the call money due to the Company under Sub-Section (3) of Section 205 of the Companies Act, 1956 read with Article No.187 of the Articles of Association of the Company.

For and on behalf of the Board of Directors
R.V.V.SATYANARAYANA MURTHY
Chairman & Managing Director

PLACE : HYDERABAD
DATE : 17-8-2002

NOTES:

(i) Any member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself, and the proxy need not be a member. The proxies should, however, be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting.

(ii) Members are requested to notify any change in their address immediately.

(iii) Explanatory statement pursuant to Section 173 (2) of Companies Act,1956 relating to item No.6,7,8,9, and 10 is annexed.

(iv) Dividend that may be declared at this meeting will be payable on or before 16-10-2002 to those members whose names appear in the Register of Members of the Company as on the date of Annual General Meeting.

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

REGARDING ITEM NO.6:

Sri R.V.V.Satyanarayana Murthy was appointed as Chairman & Managing Director of the Company on a remuneration of Rs.4,000/-plus conveyance allowance of Rs.1,000/- p.m. till the conclusion of this Annual General Meeting. As approved by the Remuneration Committee, it is proposed to continue him on the same terms and conditions. This requires the approval of the members as per Article 133 of the Articles of Association of the Company and as per the provisions of the Companies Act, 1956.

Save and except Sri R.V.V.Satyanarayana Murthy, is concerned or interested in the resolution.

REGARDING ITEM NO.7:

Sri M.Narasimha Rao was re-appointed as Working Director of the Company on a remuneration of Rs.3,500/-per month till the conclusion of this Annual General Meeting. As approved by the Remuneration Committee, it is now proposed to continue him on the same terms and conditions till the conclusion of next Annual General Meeting. This requires the approval of the members as per Article 133 of the Articles of Association of the Company and as per the provisions of the Companies Act, 1956.

Save and except Sri M.Narasimha Rao, is concerned or interested in the resolution.

REGARDING ITEM NO.8:

Sri K.V.Subba Rao was re-appointed as Resident Director at Tirumala on a remuneration of Rs.3,500/-per month plus actual rent for the quarters not exceeding of Rs.850/- per month and actual telephone rental charges till the conclusion of this Annual General Meeting. As approved by the Remuneration Committee, it is now proposed to continue him on the same terms and conditions till the conclusion of next Annual Genral Meeting. This requires the approval of the members as per Article 133 of the articles of Association of the Company and as per the provisions of the Companies Act, 1956.

Save and except Sri K.V.Subba Rao, is concerned or interested in the resolution.

REGARDING ITEM NO.9:

Sri G.Somasundaram was re-appointed as Working Director of the Company on a remuneration of Rs.3,500/- per month till the conclusion of this Annual General Meeting. As approved by the Remuneration Committee, it is now proposed to continue him on the same terms and conditions till the conclusion of next Annual General Meeting. This requires the approval of the members as per Article 133 of the Articles of Association of the Company and as per the provisions of the Companies Act, 1956.

Save and except Sri G.Somasundaram, is concerned or interested in the resolution.

REGARDING ITEM NO.10:

The Company made the first and final call of Rs.5/- payable on each equity share in the month of March, 1996 fixing the last date of payment as 31st May, 1996. It has been extended from time to time, the latest being upto 31-12-2002. The calls in arrears as on 31-3-2002 is Rs.2.42 lakhs. Considering the time given to the share holders and the calls still being in arrears, it has been decided by the Board of Directors to set off the proposed dividend for the year 2001-2002 towards the call money due from the members, subject to the approval of share holders.

None of the Directors are concerned or interested in the resolution.

By order of the Board

PLACE : HYDERABAD
DATE : 17-8-2002.

R.V.V.SATYANARAYANA MURTHY
Chairman and Managing Director.

DIRECTORS' REPORT

Your Directors have pleasure in presenting the Tenth Annual Report together with audited accounts of the Company for the financial year ended 31st March,2002.

1. FINANCIAL RESULTS:

(Amount in Rs.)

	2001-2002	2000-2001
Gross Income	7,69,115	9,45,948
Profit before Tax	2,55,034	5,61,510
Provision for Tax	94,500	2,20,000
Profit after Tax	1,60,534	3,41,510
APPROPRIATIONS:		
Proposed Dividend	1,27,230	2,41,860
Provision for Tax on Proposed Dividend	—	24,670
Transfer to General Reserve	33,000	74,000
Profit carried to Balance Sheet	304	980

The profit before tax for the year is Rs.2.55 lakhs. 20% of the profit after providing for Tax was transferred to Reserves this year. With this, the General Reserve Account comes to Rs.5,39,000 as on 31-3-2002.

The decrease in the profit is due to application of norms for Non-performing Assets as per Reserve Bank of India (NBFC) prudential norms

Your Company obtained a Certificate of Registration as NBFC on 13-12-2001 from Reserve Bank of India, Hyderabad.

2. DIVIDEND:

Your Directors are pleased to recommend the payment of dividend at the rate of 6% on equity shares of Rs.10/- paid up each for the year ended 31st March,2002 subject to the sanction of the members in the ensuing Annual General Meeting.

3. AGENCY SERVICES:

The Company continues to assist Andhra Bank in the recovery of overdues for its Credit Card Division, Sale of Srivari Laddu Prasadam tickets at Tirumala and other Services.

4. CALLS IN ARREARS:

The Company made the first and final call of Rs.5/- payable on each equity share in the month of March, 1996 fixing the last date of payment as 31st May,1996. It is extended from time to time, the latest being upto 31-12-2002, to facilitate payment without interest by the remaining members and avoid forfeiture of their partly paid shares due to non- payment. The Board has recommended for the adjustment of proposed dividend for the year 2001-2002, partaining to the members with calls in arrears against the call money due to the Company. There are no calls in arrears from the Directors.

5. DIRECTORS:

Sri K.S.Gururaja Rao and Sri Ch.Narayana Rao, Directors of the Company who retire by rotation at this Annual General Meeting and being eligible offer themselves for re-appointment.

Sri M.B.S.K. Chainulu resigned as a Director of the Company and his resignation was accepted by the Board of Directors on 5-11-2001.

The Directors placed on record their appreciation for the valuable services rendered by Sri M.B.S.K.Chainulu during his tenure as founder Director of the Company.

In the casual vacancy Sri V.Venkat Ratnam has been appointed as a director by the Board of Directors on 16-12-2001 under Article No 130 of the Articles of Association read with Section 262 of the Companies Act, 1956.

Sri R.V.V.Satyanarayana Murthy, Chairman & Managing Director, Sri M. Narasimha Rao, Working Director, Sri K.V.Subba Rao, Resident Director and Sri G.Somasundaram, Working Director, who retire at this Annual General Meeting being eligible offer themselves for re-appointment untill the next Annual General Meeting with the same designations.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 217(2AA) of the Companies Act,1956, with respect to the Directors' Responsibility Statement,your Directors wish to confirm that:

i) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanations relating to material departures, if any:

ii) Such accounting policies have been selected and applied consistently and judgments and estimates are made that are reasonable and prudent

so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit and loss of the Company for that period.

iii) Proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act,1956, for safeguading the assets of the Company and for preventing and detecting any fraud or other irregularities has been taken.

iv) Accounts for the financial year ended on 31st March,2002 are prepared on a going-concern basis.

6. AUDITORS:

M/s.K.S.RAMESH & COMPANY, Chartered Accountants, Auditors of the Company who retire at this Annual General Meeting and eligible for re-appointment. They have signified their willingness for re-appointment and have confirmed their eligibility under Section 224 (1B) of the Companies Act,1956.

7. DISCLOSURES:

1) PUBLIC DEPOSITS:

The Company does not hold any Public Deposits during the year under review. In pursuance to clause 5 (part III) of the Non-Banking Finance Companies (Reserve Bank) Directions, 1998, your Directors wish to state that as on 31st March,2002 there are no depositors who have not claimed or to whom the amount was not paid by the Company after the date on which the deposits became due for repayment and as on that date there are no deposits that are matured and remained unclaimed or deposits that are claimed and remained unpaid.

2) ADDITIONAL INFORMATION:

Your Company not being a Manufacturing Company is advised that Forms A & B of the Companies (Disclosure of Particulara in the Report of the Board of Directors) Rules,1988 requiring the disclosure of particulars regarding Conservation of Energy and Technology Absorption, are not applicable. There has been no Foreign Exchange inflow or outgo in the current year.

3) There are no employees covered by Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules 1975 as amended.

8. COMPLIANCE CERTIFICATE UNDER SECTION 383 A OF THE COMPANIES ACT,1956.

As required under Section 383 A of the Companies Act,1956, Compliance Certificate issued by Mr.A.G.Ravindranath Reddy, Practising Company Secretary is annexed herewith.

9. ACKNOWLEDGEMENTS:

Your Directors are pleased to take this opportunity to express their deep sense of gratitude to Andhra Bank for the courtesy and consideration extended to the Company.

The Board places on record its appreciation for the members of staff of the Company and all other field agents working for the Company for their contribution and thank the share holders for the confidence they have reposed in the Company.

By order of the Board
R.V.V.SATYANARAYANA MURTHY
Chairman and Managing Director.

PLACE : HYDERABAD
DATE : 17-8-2002.

Annexure to the Directors' Report:

COMPLIANCE CERTIFICATE

Authorised Capital :25 Lakhs Company Number: 01-13572

To

The Members

ABREPOSE FINANCIAL AND TECHNICAL SERVICES LTD

Hyderabad.

I have examined the registers, records, books and papers of Abrepose Financial and Technical Services Limited as required to be maintained under the Companies Act, 1956, and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2002. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of theaforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made thereunder and all entries therein have been duly recorded.

2. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Commpanies, within the time prescribed under the Act and the rules made thereunder.

3. The Company is not a private limited company. Total members of the Company are 3572 and the Company has not accepted any public deposits from the public during the year under review.

4. The Board of Directors duly met 11 times on 10/05/2001, 11/06/2001, 22/07/2001, 23/07/2001, 11/08/2001, 25/08/2001, 29/09/2001, 05/11/2001,16/12/2001, 09/01/2002 and 16/03/2002 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

5. The Company did not close its Register of Members.

6. The annual general meeting for the financial year ended on 31.03.2001 was held on 25/08/2001 after giving due notice to the members of the company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.

7. No Extra ordinary General meeting were held during the year under review.

8. The Company has not advanced any loan to its directors and/or persons or firms or companies referred in the section 295 of the Act after complying with the provisions of the Act.

9. The Company has no interested contracts so as to attract the provisions of section 297 of the Act.

10. There were no entries which had to be made in the register maintained under section 301 of the Act.

11. There were no appointments in the Company so as to attract the provisions of Section 314 of the Companies Act, 1956.

12. There was no issue of duplicate share certificates.

13. The Company has:

    a. delivered all the certificates on allotment of secturities and on lodgement thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act;

    b. Tax free Dividend @ 12% was declared at the Annual General Meeting held on 25th August, 2001. The amount of dividend declared was deposited in Andhra Bank, Santosh nagar Branch within five days from the date of declaration of such dividend;

    c. Dividend warrants were posted to all the members on time.

    d. No amount was transferred to unpaid dividend account.

    e. Duly complied with the requirements of section 217 of the Act.

14. The Board of Directors of the company is duly constituted with 9 Directors, all of them liable to retire by rotation. One of the Directors resigned on 05/11/2001 in respect of whom Form No.32 and 29 has been filed with the Registrar of Companies on 23/11/2001 vide receipt number 306105, Another director was appointed in his place as casual vacancy director on 16/12/2001 in respect of whom Form 32 and 29 has been filed with the Registrar of Companies on 20/11/2001 vide receipt number 312237.

15. The Company has a Managing Director.

16. No sole selling agents were appointed during the year.

17. No approvals from Central Government, Company Law Board, Regional Director, Registrar and such other authorities were necessary for the Company during the year.

18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder.

19. The Company has allotted the following number of equity shares during the year under scrutiny:

    a. 850 equity shares of Rs.10 each on 10/05/2001. Form No.2 was filed with the Registrar of Companies on 22/05/2001 vide receipt number 279623.

    b. 1350 equity shares of Rs.10 each on 22/07/2001. Form No.2 was filed with the Registrar of Companies on 07/08/2001 vide receipt number 287560.

    c. 8075 equity shares of Rs.10 each on 29/09/2001. Form No.2 was filed with the Registrar of Companies on 25/10/2001 vide receipt number 299264.

20. The Company has not bought back any shares during the financial year.

21. The Company has not redeemed any preference shares/debentures during the year.

22. Applications for transfer of shares were received during the year and the company has duly transferred the sahres within the prescribed timelimit.

23. The Company has not accepted any deposits so as to attract the provisions of sections 58A and 58AA read with Companies (Acceptance of Deposit) Rules, 1975/the applicable directions issued by the Reserve Bank of India/ any other authority in respect of deposits accepted including unsecured loans.

24. The Company has not borrowed any amount from directors, members, public, financial institutions, banks and others during the financial year under review so as to attract the provisions of Section 293(1)(d) of the Companies Act, 1956.

25. The Company has not made any loans and investments, or given guarantees or provided securities to other bodies corporate which do not attract the provisions of Section 372A of the Companies Act, 1956.

26. The Company has not altered the provisions of the memorandum with respect to situation of the company's registered office form one State to

another during the year under scrutiny.

27. The Company has not altered the provisions of the memorandum with respect to the objects of the company during the year under scrutiny.

28. The Company has not altered the provisions of the memorandum with respect to the name of the company during the year under scrutiny.

29. The Company has not altered the provisions of the memorandum with respect to share capital of the company during the year under scrutiny.

30. The Company has not altered its articles of association of the Company during the year under scrutiny.

31. No prosecution was initiated against or show cause notices received by the company for alleged offences under the Act and no fines and penalties or any other punishment was imposed on the company.

32. The Company did not receive any amount as security from its employees during the year under certification so as to attract the provisions of Section 417(1) of the Act.

33. The Company did not constitute any Provident Fund pursuant to section 418 of the Act.

sd/
A.G.Ravindranath Reddy
M.Com.B.L.F.C.S.
PRACTISING COMPANY SECRETARY
Flat no.400
Rekha Deluxe Enclave
Sangeeth Nagar, Erramanzil
HYDERABAD - 500 082.
FCS No.1997. CP No.1932

Place: Hyderabad

Date: 17/08/2002

Annexure A:

a) Register of Members

b) Register of Directors

c) Register of Directors' Shareholdings

Annexure B:

a. Annual Return U/s 159 as on 25th August, 2001 was filed on 23/10/2001.

b. Annual Reports as on 31st March, 2001 were filed on 07/09/2001.

c. Form - 32 and 29

d. Form - 2.

AUDITORS' REPORT

To
The Members of
ABREPOSE FINANCIAL AND TECHNICAL SERVICES LIMITED
HYDERABAD

We have audited the attached Balance Sheet of M/S.Abrepose Financial and Technical Services Limited as at 31st March,2002 and the Profit and Loss Account for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis,evidence 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 financial statement presentation. We believe that our audit provides a reasonable basis for opinion.

1. As required by the Manufacturing and Other Companies (Auditors Report) Order 1988 issued by the Central Government of India 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 and 5 of the said order.

2. Further to our comments in the Annexure referred to in para1 above, we report that-

   a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   b) In our opinion, proper books of accounts as required by law have been maintained by the Company so far as it appears from our examination of such those books.

   c) The Balance Sheet and Profit and Loss Accounts referred in this report are in agreement with the books of account.

   d) In our opinion, the Balance Sheet and Profit and Loss Accounts dealt with by this report comply with the Accounting standards referred to in Section 211 (3c) of the Companies Act,1956, to the extent applicable.

   e) On the basis of written representations received from the Directors and taken on record by the Board of Directors, we report that none of the Directors is disqualified from being appointed as a Director as on 31-3-2002 in terms of clause (g) Sub Section (i) of Section 274 of the Companies Act,1956.

   f) In our opinion and to the best of our information and according to the explanations given to us, the said Balance Sheet and the profit and loss accounts read together with the notes thereon give the information required by the Companies Act, 1956 in the manner so required and give a true and fair view in conformity with the Accounting principles generally accepted in India.

   i) In the case of the Balance Sheet, of the state of affairs of the Company, as at 31st March, 2002

   and

   ii) In the case of the Profit and Loss Accout, of the profit of the Company for the financial year ended on that date.

for K.S.RAMESH & COMPANY
Chartered Accountants.

PLACE : HYDERABAD
DATE : 17-8-2002

K.MURALI KRISHNA
Partner.

ANNEXURE TO THE AUDITORS' REPORT :

(Referred to in Paragraph 1 of our report of even date)

1. (i) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets and the same have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.

   (ii) None of the fixed assets have been revalued during the year.

   (iii) 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 there are no Companies under the same management within the meaning of Section 370 (1B) of the Companies Act, 1956.

   (iv) The Company has not granted any loans, secured or unsecured, to parties listed in the register maintained under Section 301 of the Companies Act,1956 and there are no Companies under the same management within the meaning of Section 370 (1B) of the Companies Act, 1956.

   (v) In respect of few loans given to various parties in the ordinary course of business, where principal and/or interest are overdue, reasonable steps are being taken by the Company for recovery of the same and necessary provisions have been made for the same.

   (vi) There is an adequate internal control procedure commensurate with the size of the Company and the nature of its business, for the purchase of plant and machinery, equipment or other assets.

   (vii) No transactions of purchase of goods and materials and sale of goods, materials and services have been made by the Company in pursuance of contracts or arrangements that are to be entered in the register maintained under section 301 of the Companies Act, 1956 (1 of 1956) and aggregating to Rs.50,000/- or more in respect of each party during the year.

   (viii) The Company has not accepted any deposits from the public.

   (ix) According to the explanations given to us, the provisions of the Provident Fund Act and Employees State Insurance Act are not yet applicable to the Company.

   (x) According to the information and explanations given to us and from the

examination of records and in our opinion, there are no undisputed amounts payable in respect of Income-tax,Wealth Tax, Sales tax, Customs'Duty and Excise Duty which have remained outstanding as at 31st March, 2002 for a period of more than 6 months from the date they became payable.

(xi) According to the information and explanations given to us and from the examination of records, in our opinion, no personal expenses have been charged to revenue account other than those payable under contractual obligations, or in accordance with the generally accepted business practice.

(xii) As per the information and explanations given to us and in our opinion the Company is not a sick industrial Company within the meaning of clause (o) of sub-section (1) of Section 3 of the Sick Industrial Companies (Special Provisions) Act,1985.

(xiii) The provisions of paragraphs 4(A) (iii),(iv),(v),(vi),(xii), (xiv),(xv),(xvi),4B (ii) to (iv) and 4 (c)(ii) of the order are not applicable to the Company.

2. (i) The Company has maintained adequate documents and records in respect of loans and advances granted on the basis of security.

   (ii)The provisions of paragraphs 4(D) (iii) and (iv) of the order are not applicable to the Company.

for K.S.RAMESH & COMPANY
Chartered Accountants.

PLACE : HYDERABAD
DATE : 17-8-2002

K.MURALI KRISHNA
Partner.

ABREPOSE FINANCIAL AND TECHNICAL SERVICES LIMITED
BALANCE SHEET AS AT 31st MARCH, 2002

	Schedule No.	As on 31.3.2002 Rs.	As on 31.3.2001 Rs.
I SOURCES OF FUNDS:			
1. Share holders Funds			
a) Share Capital	1	22,58,410	20,89,915
b) Reserves & Surplus	2	5,46,496	5,13,192
2. LOAN FUNDS:			
a) Secured Loans		—	—
b) Unsecured Loans		—	—
Total		28,04,906	26,03,107
II APPLICATION OF FUNDS:			
1. Fixed Assets:			
Gross Block	3	1,46,851	1,46,476
Less:Depreciation		1,27,474	1,22,187
Net Block		19,377	24,289
2. Current Assets,Loans & Advances:			
Cash & Bank Balances	4	24,06,036	13,61,835
Other Current Assets	5	2,40,015	2,99,766
Loans and Advances	6	4,67,680	14,89,028
		31,13,731	31,50,629
Less: Current liabilities & Provisions	7	3,28,202	5,74,141
Net Current Assets		27,85,529	25,76,488
3. Miscellaneous Expenditure (to the extent not written off/adjusted) Preliminary Expenses		—	2,330
Total		28,04,906	26,03,107
Notes on Accounts and Accounting Policies	10		

As per our Report of Even date

For K.S.RAMESH & COMPANY
Chartered Accountants

K.MURALI KRISHNA
Partner

Place:Hyderabad
Date :17-8-2002.

For and on behalf of the Board of Directors

R.V.V.SATYANARAYANA MURTHY
Chairman & Managing Director

M.NARASIMHA RAO
DIRECTOR.

ABREPOSE FINANCIAL AND TECHNICAL SERVICES LIMITED
PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31-03-2002

	Schedule No.	For the year ended 31-03-2002 Rs.	For the year ended 31-03-2001 Rs.
INCOME:			
Interest on loans & FDRs		1,74,790	4,38,624
Other Income	8	5,94,325	5,07,324
TOTAL		7,69,115	9,45,948
EXPENDITURE:			
Establishments & Administrative Expenses	9	4,06,745	3,75,032
Depreciation		5,287	7,071
Preliminary Expenses Written off		2,330	2,335
Provision for non-performing Assets		99,719	—
TOTAL		5,14,081	3,84,438
Profit before Tax		2,55,034	5,61,510
Less:Provision for Tax for the year		94,500	2,20,000
		1,60,534	3,41,510
Proposed Dividend		1,27,230	2,41,860
Provision for tax on Proposed Dividend		—	24,670
Transfer to General Reserve		33,000	74,000
Balance of profit carried to Balance Sheet		304	980

NOTES ON ACCOUNTS AND ACCOUNTING POLICIES-10

As per our Report of Even date

For K.S.RAMESH & COMPANY
Chartered Accountants

K.MURALI KRISHNA
Partner

Place:Hyderabad
Date :17-8-2002.

For and on behalf of the Board of Directors

R.V.V.SATYANARAYANA MURTHY
Chairman & Managing Director

M.NARASIMHA RAO
DIRECTOR.

ABREPOSE FINANCIAL AND TECHNICAL SERVICES LIMITED
SCHEDULES TO BALANCE SHEET

		As at 31-3-2002 Rs.	As at 31-3-2001 Rs.
SCHEDULE - 1			
SHARE CAPITAL			
Authorised Capital			
2,50,000 Equity Shares of Rs.10/-each		25,00,000	25,00,000
ISSUED AND SUBSCRIBED CAPITAL			
2,50,000 Equity shares of Rs.10/- each		25,00,000	25,00,000
CALLED & PAID UP CAPITAL:			
2,50,000 Equity shares of Rs.10/-each (Previous Year 2,39,725 Equity shares of Rs.10/-each)	25,00,000		
Less: Calls in arrears (Previous year Rs.3,81,750)	2,41,590		
(No calls in arrears from Directors)		22,58,410	20,15,500
Share Application Money		nil	74,415
		22,58,410	20,89,915
SCHEDULE - 2			
RESERVES AND SURPLUS:			
General Reserve:			
Balance as per last Balance Sheet	5,06,000		
Add:Transferred during the year	33,000		
		5,39,000	5,06,000
Profit & Loss Account:			
Balance as per last Balance Sheet	7,192		
Add: Transferred during the year	304		
		7,496	7,192
		5,46,496	5,13,192
SCHEDULE - 4			
CASH & BANK BALANCES:			
Cash on hand		25,000	25,000
Balances with Andhra Bank Branches in Current Accounts		2,20,825	1,70,211
Fixed deposits with			
A.B.E.Co-Op. Bank Ltd.	9,19,096		
Andhra Bank	12,41,115		
		21,60,211	11,66,624
		24,06,036	13,61,835

		As at 31-3-2002 Rs.	As at 31-3-2001 Rs.
SCHEDULE - 5			
OTHER CURRENT ASSETS:			
Advance Tax & Tax Deducted at source		1,44,934	2,20,985
Others		95,081	78,781
		2,40,015	2,99,766
SCHEDULE - 6			
LOANS AND ADVANCES:			
Secured - Considered good	4,71,193		
Less:Provision for NPAs	76,765		
		3,94,428	12,78,980
Unsecured - Considered good	96,206		
Less:Provision for NPAs	22,954		
		73,252	2,10,048
		4,67,680	14,89,028
SCHEDULE - 7			
CURRENT LIABILITIES & PROVISIONS			
Current Liabilities:			
Unclaimed Dividend		79,457	74,993
Audit fee payable		12,500	10,000
Others		14,515	2,618
Provisions:			
Proposed Dividend		1,27,230	2,41,860
Provision for Tax on Proposed Dividend		—	24,670
Provision for Income Tax		94,500	2,20,000
		3,28,202	5,74,141
SCHEDULE - 8			
OTHER INCOME			
Commission on Credit Card Collections		1,15,706	2,23,496
Corporate Services on Sale of Srivari Laddu tickets at Tirumala		2,36,826	2,05,127
Other income		2,41,793	78,701
		5,94,325	5,07,324
SCHEDULE - 9			
ESTABLISHMENTS & ADMINISTRATIVE EXPENSES			
Establishments		2,02,021	2,10,463
Directors sitting fees		14,600	14,800
Rents		38,500	36,000
Printing & Stationery		18,396	23,134
Postage & Telephones		38,462	33,636
Travelling & Conveyance(includes Rs.8,290 paid to CMD)		30,118	17,291
Filing fees		14,000	3,620
Secretarial Compliance certificate fees		3,500	—
Payment to Auditors - Audit fees		12,500	10,000
Taxation Matters		3,525	3,500
Bank charges		9,960	6,645
Miscellaneous Expenses		21,163	15,944
		4,06,745	3,75,032

SCHEDULE: 3

ABREPOSE FINANCIAL AND TECHNICAL SERVICES LIMITED
FIXED ASSETS SCHEDULE

Description	Gross Block			Depreciation			Net Block	
	As on 1-4-2001 Rs.	Additions Rs.	As on 31-3-2002 Rs.	Up to 1-4-2001 Rs.	For the Year Rs.	Up to 31-3-2002 Rs.	As on 31-3-2002 Rs.	As on 31-3-2001 Rs.
Furniture	59,361	----	59,361	39,946	3,523	43,469	15,892	19,415
Computer	85,000	----	85,000	81,050	1,580	82,630	2,370	3,950
Library	2,115	375	2,490	1,191	184	1,375	1,115	924
TOTAL	1,46,476	375	1,46,851	1,22,187	5,287	1,27,474	19,377	24,289
Previous year	1,46,476	—	1,46,476	1,15,116	7,071	1,22,187	24,289	31,360

SCHEDULE - 10

NOTES ON ACCOUNTS AND ACCOUNTING POLICIES:

A: NOTES ON ACCOUNTS:

1. Contigent liabilities not provided for - Nil (Previous year-Nil)
2. Estimated amount of contracts remaining to be executed on Capital account and not provided for - Nil (Previous year - Nil)
3. Depreciation has been provided under written down value method at the rates prescribed in Schedule XIV of the Companies Act, 1956.
4. No. of employees who were in receipt of remuneration aggregating to Rs.12,00,000/- or more per annum or Rs.1,00,000/- per month, if employed for a part of the year-Nil (Previous year - Nil)
5. Particulars of Remuneration paid to Managing/Working Directors.

	2001-2002 Rs.	2000-2001 Rs.
Managing Director	48,000	48,000
Working Directors	1,16,516	1,26,000

6. Other Income includes net surplus from Courier Services for clearing cheques of Andhra Bank Branches and Sale of Seva tickets at Srikalahasti temple.
7. Information pursuant to paragraphs 4C and 4D of part II of Schedule VI to the Companies Act, 1956- Not Applicable.
8. The previous year's figures have been regrouped/recast/re-arranged wherever considered necessary.
9. There are no dues to SSI units of Rs.1.00 lakh or more due for a period of more than 30 days.

B.SIGNIFICANT ACCOUNTING POLICIES:

1. GENERAL:

   The accompanying financial statements have been prepared under the historical cost basis and in accordance with the normally accepted accounting standards.

2. FIXED ASSETS:

   a) Fixed Assets are valued at cost inclusive of freight, duties, taxes etc.,

   b) Depreciation is provided for on written down value method at the rates prescribed in Schedule XIV of the Companies Act, 1956.

Signatories of Schedules 1 to 10

As per Our report of Even date — For and on behalf of the Board of Directors

For K.S.RAMESH & COMPANY — R.V.V.SATYANARAYANA MURTHY
Chartered Accountants — Chairman and Managing Director

K.MURALI KRISHNA — M.NARASIMHA RAO
Partner — Director

PLACE: HYDERABAD
DATE : 17-8-2002.

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. REGISTRATION DETAILS

Registration No.	13572	State Code	01
Balance Sheet Date	31-03-2002		

II. Capital Raised During the year (Amount in Rs.Thousands)

Public issue	NIL	Rights issue	NIL
Bonus issue	NIL	Private Placement	103

III. Position of Mobilisation and Deployment of funds
(Amount in Rs.Thousands)

Total Liabilities	2805	Total Assets	2805
Sources of Funds			
Paid-up Capital	2258	Reserves & Surplus	546
Secured Loans	—	Unsecured Loans	—
Application of Funds			
Net Fixed Assets	19	Investments	—
Net Current Assets	2786	Misc.Expenditure	—
Accumulated Losses	—		

IV. Performance of Company (Amount in Rs.Thousands)

Turnover	769	Total Expenditure	514
Profit before tax	255	Profit after tax	161
Earning per share in Rs.	0.6	Dividend rate %	6

V. Generic Names of Three Principal Products/Services of Company (as per monetary terms)

item Code No. (ITC Code)
Product Description — NOT APPLICABLE

item Code No. (ITC Code)
Product Description — NOT APPLICABLE

item Code No. (ITC Code)
Production Description — NOT APPLICABLE

For & on behalf of Board of Directors

R.V.V. SATYANARAYANA MURTHY
Chairman & Managing Director

M. NARASIMHA RAO
Director.

PROXY

I/We .....of

..... being member(s)

of **ABREPOSE FINANCIAL & TECHNICAL SERVICES LIMITED**

hereby appoint.....

of .....

as my/our proxy to vote for me/us and on my/our behalf at the Tenth Annual General Meeting of the Company to be held on Saturday, 21st September 2002 at 10-00 A.M. and at any adjournment thereof.

As witness my/our hand (s) this .....

day of.....2002.

Signed by the said .....

Affix
One Rupee
Revenue
Stamp.

BOOK-POST
PRINTED MATTER

if undelivered return to :
ABREPOSE
Financial And Technical Services Limited
Registered and Administrative Office
Plot No. 4, 1st Floor, Andhra Bank Colony,
Hyderabad-500 036.