

Phone: 27177358

27176845 27176846 Fax: 27170988

Mobitel: 924-6377493

DILPREET TUBES PVT. LTD.

REGD. OFFICE & FACTORY : PLOT No.8, NACHARAM INDUSTRIAL ESTATE,
HYDERABAD- 500 076. ANDHRA PRADESH
Manufacturers of : Steel Tubes & Pipes

NOTICE

NOTICE is hereby given that the Second Annual General Meeting of the member of Dilpreet Tubes Private Limited will be held on 29th September 2004 at 11.00 A.M. at the Registered Office Plot No. 8, Nacharam Industrial Estate Hyderabad – 500076 for the purpose of transacting the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March 2004 and the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
- 2. To consider and if thought fit to pass, with or without modification, the following resolution as a Ordinary Resolution:

"RESOLVED that Shri. AJAY MEHTA, Chartered Accountant, 5-4-187/3&4, Soham Mansion, IInd Floor, M.G. Road, Secunderabad – 500 003 be and is hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration as may be fixed by the Board of Directors of the Company in addition to the reimbursement of actual travel and out of pocket expenses to be incurred by them."

SPECIAL BUSINESS:

3. To pass the following Resolution with or without modifications as Special

"RESOLVED that Mr. Rahul B. Mehta, relative of director appointed as Marketing Manager at a remuneration of Rs.15,000/- P.M. with effect from 01.04.2004 and his appointment is approved by shareholders pursuant to Section 314 of the Companies Act, 1956."



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Fax: 2717098 Mobitel: 924-637749

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4. To pass the following Resolution with or without modifications as Special Resoulition:

"RESOLVED that Mr. Anand S. Mehta, relative of director appointed as Marketing Manager at a remuneration of Rs.12,000/- P.M. with effect from 01.04.2004 and his appointment is approved by shareholders pursuant to Section 314 of the Companies Act, 1956."

5. To pass the following Resolution with or without modifications as Special Resoulition:

"RESOLVED that Mr. Meet B. Mehta, relative of director appointed as Purchase/Production Manager at a remuneration of Rs.12,000/- P.M. with effect from 01.04.2004 and his appointment is approved by shareholders pursuant to Section 314 of the Companies Act, 1956."

6. To pass the following Resolution with or without modifications as Special Resoulition:

"RESOLVED that Mr. Hari S. Mehta, relative of director appointed as Administration Manager at a remuneration of Rs.12,000/- P.M. with effect from 314 of the Companies Act, 1956."

By order of the Board Directors

For Dilpreet Tubes Private Limited

Place : Hyderabad

Date: 04.09.2004.

(Bharat U.Mehta)

Managing Director



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Note: 1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not

2. The proxies in order to be valid must be received by the Company at its Registered Office / Principal Office of the Company not less than 48 hours before the commencement of meeting.

EXPLANATORY STATMENT

As required by Section 173(2) of the Companies Act, 1956, the following Explanatory Statement sets out material facts relating to the business under Item No.3 to 6 of the accompanying Notice dated 04.09.2004.

The Board of Directors at their meeting appointed Mr. Rahul B. Mehta, Mr. Anand S. Mehta, Mr. Meet B. Mehta, Mr. Hari S. Mehta relatives of Director for the better and efficient working of the company. Hence these proposed Resolutions. These resolutions are recommended to shareholders for approval. None of the Directors are interested in any resolutions.

By order of the Board Directors

For Dilpreet Tubes Private Limited

Place: Hyderabad

Date: 04.09.2004.

(Bharat U.Mehta)

Managing Director