

REGAL FIN. & CONS. LTD.

24, GUNBOW STREET,
FORT, MUMBAI - 400 001.

Trial Balance

1-4-97 to 31-3-98

Page No. 1

Particulars	Opening Balance	Detail of Transactions		Closing Bal.	
		Debit	Credit	Debit	Credit
-ABC INVESTMENT	3,37,134.00 Dr	60,684.00		3,97,818.00	
-ADVERTISING EXPS		17,412.00	17,412.00		
-AGM EXPENSES		4,122.00	4,122.00		
-AIR CONDITION EXPS		58,500.00	58,500.00		
-AJAY TRADING CO.	2,68,260.00 Dr	5,15,000.00	28,260.00	7,55,000.00	
-AMIL FIN. & INVST. PVT. LTD.	10,23,574.00 Dr			10,23,574.00	
-AMIT SPINNING INDUSTRIES LTD	35,41,132.00 Dr	3,13,766.00	17,95,720.00	20,59,178.00	
-ANIL HURKUT	3,46,250.00 Dr		3,46,250.00		
-ANIRUDH SALVI		10,000.00		10,000.00	
-ANJU AGARWAL	5,07,192.00 Dr	38,835.00	5,46,027.00		
-ARIES CAPITAL MARKETS PVT LTD	3,19,098.00 Dr			3,19,098.00	
-ASHOK BANSAL	3,00,000.00 Dr		3,00,000.00		
-AUDITORS REMUNERATION		30,000.00	30,000.00		
-BAD DEBTS		4,60,368.00	4,60,368.00		
-BALAJI SYNTHETICS SACK PVT LTD	1,64,424.23 Dr		1,06,069.00	58,355.23	
-BALWANT JAIN & CO	28,500.00 Cr	28,500.00	28,500.00		28,500.00
-BANKA INDIA LTD.	24,410.00 Dr		24,410.00		
-BANK CHARGES		478.00	478.00		
-BARODA BALOON INDUS. PVT. LTD.	1,80,045.00 Dr		69,300.00	1,10,745.00	
-BHAGYALAXMI FISCAL (I) P LTD.		3,00,000.00	2,95,370.00	4,630.00	
-B K NATHUR & ASSOCIATES	83,000.00 Dr			83,000.00	
-BLUE BLENDS STOCK AND SECURITI		6,29,939.50	6,62,823.53		32,884.03
-B.W. IYER DEBTORS	3,57,475.00 Dr			3,57,475.00	
-BONUS		7,400.00	7,400.00		
-BOOKS & PERIODICALS		238.00	238.00		
-BUTTON'RUS PVT LTD	2,279.00 Dr		2,279.00		
-CAR	8,26,468.00 Dr		89,968.00	7,36,500.00	
-CAR ALLOWANCE		1,44,000.00	1,44,000.00		
-CAR INSURANCE		33,610.00	33,610.00		
-CASH	5,58,146.60 Dr	8,90,235.00	6,45,445.00	8,02,936.60	
-CENTRAL BANK OF INDIA	5,64,587.58 Dr	1,78,87,514.79	1,77,38,344.49	7,13,757.88	
-CHEN MART	11,38,600.00 Dr	1,14,760.00	6,00,000.00	6,53,360.00	
-CHEN MART FEE	3,00,000.00 Dr		3,00,000.00		
-CLASSIC BUILDERS & DEVELOPERS	1,61,363.00 Dr	22,500.00	13,613.00	1,70,250.00	
-COMPUTER	1,39,710.00 Dr		31,002.00	1,08,708.00	
-COMPUTER MAINTENANCE CHARGES		3,125.00	3,125.00		
-COMPUTREE INFORM. SYSTEM PVT L	2,00,000.00 Dr	24,559.00	2,24,559.00		
-CONVEYANCE		4,605.25	4,605.25		
-CREDIT BALANCE W/O		0.26	0.26		
-DEPOSIT FOR AIRCONDITIONERS	11,000.00 Dr			11,000.00	
-DEPOSIT FOR TELEPHONE(2612822)	6,500.00 Dr			6,500.00	
-DEPRECIATION		1,27,071.00	1,27,071.00		
-DHANANJAY COMMUNICATION P LTD	1,52,710.00 Dr	5,362.00	1,58,072.00		
-DHANLAXMI INVESTMENT		15,090.00	15,090.00		
-DHANLAXMI INVESTMENTS	7,14,942.00 Dr	85,932.00	2,00,000.00	6,00,874.00	
-DIVIDEND BANK ACCOUNT	5,000.00 Dr			5,000.00	
-DIVIDEND RECEIVED		5,850.00	5,850.00		
-ENTERTAINMENT EXP.		8,113.90	8,113.90		
-EQUITY SHARE CAPITAL	3,07,21,000.00 Cr				3,07,21,000.00
-EVERINCREASING TRDG & INV P L	2,53,501.75 Dr	13,304.26	2,66,806.01		
Carried Over	1,82,62,697.84 Cr	2,18,60,874.96	2,53,92,801.44	89,87,759.71	3,07,82,384.03

Particulars	Opening Balance	Detail of Transactions		Closing Bal.	
		Debit	Credit	Debit	Credit
Brought forward	1,82,62,697.84 Cr	2,18,60,874.96	2,53,92,801.44	89,87,759.71	3,07,82,384.03
-FIXED DEPOSITS (BANKS)	3,82,000.00 Dr	77,445.00	4,59,445.00		
-FURNITURE & FIXTURE	64,074.00 Dr	9,250.00	4,955.00	68,369.00	
-GANDHITEX PAPER MILLS LTD	2,50,000.00 Cr				2,50,000.00
-GENERAL RESERVE	1,00,000.00 Cr				1,00,000.00
-GIPTTEL SECURITIES SERVICES P L	42,410.00 Dr			42,410.00	
-GOODWILL	2,00,000.00 Dr			2,00,000.00	
-GUJRAT CHEMI PLASTO LTD	1,22,682.00 Dr			1,22,682.00	
-INCA FINLEASE LTD.			90,000.00		90,000.00
-INCOME TAX 1993-94	13,800.00 Dr		12,000.00	1,800.00	
-INCOME TAX 1995-1996	4,26,402.00 Dr		3,70,000.00	56,402.00	
-INCOME TAX 1997-98		1,982.00		1,982.00	
-INCOME TAX A.Y. 1994-95	32,566.00 Dr		27,000.00	5,566.00	
-INCOME TAX A Y 1996-97	11,95,965.00 Dr	2,91,073.77	13,95,597.00	91,441.77	
-INDIRA TRADING CO.	5,19,145.00 Dr	5,50,000.00	9,19,145.00	1,50,000.00	
-INTEREST ACCRUED	38,072.00 Dr		38,072.00		
-INTEREST PAID		39,546.04	39,546.04		
-INTEREST RECD BANK		77,445.00	77,445.00		
-INTEREST RECD OTHERS		19,83,934.00	19,83,934.00		
-INVESTMENT	4,50,000.00 Dr			4,50,000.00	
-ISSUE EXPS.	12,88,455.12 Dr		1,61,069.00	11,27,386.12	
-ISSUE EXP. W/O		1,61,069.00	1,61,069.00		
-JAIN SECURITIES SH & ST BROKER	5,16,811.00 Dr			5,16,811.00	
-JATIN K GANDHI		3,00,000.00	3,00,000.00		
-JAY INDUSTRIAL CHEMICALS P.LTD	2,22,569.00 Dr	30,000.00	52,569.00	2,00,000.00	
-J.J. BROTHERS	44,137.00 Dr			44,137.00	
-KAYTEE SINPEX	7,018.00 Dr		7,018.00		
-K B AGARWAL	1,00,000.00 Dr			1,00,000.00	
-KIRAN DATA FORMS	3,839.00 Cr	3,839.00			
-KIRAN PRINT PACK PVT LTD		15,000.00	16,781.00		1,781.00
-KRISHNA TRADING CORPORATION		5,60,362.00	5,60,362.00		
-K VISHVANATHAN	25,000.00 Dr		25,000.00		
-LANCE FINANCIAL SERVICES P.LTD		7,93,746.00		7,93,746.00	
-LAWA COATED PAPER LTD	4,31,046.00 Dr			4,31,046.00	
-LAWA COATED PAPER LTD. FEE	1,25,000.00 Dr		1,25,000.00		
-LISTING FEE		51,400.00	51,400.00		
-MACLEODS LABORATORIES PVT LTD	7,95,348.00 Dr	1,00,554.00	3,95,348.00	5,00,554.00	
-MACLEODS PHARMACEUTICALS PVT L.	7,98,910.00 Dr	61,988.00	8,60,898.00		
-MANISHA PATEL		2,00,000.00		2,00,000.00	
-MANOJ SALES CORPORATION	2,52,964.00 Dr	19,336.00	2,72,300.00		
-MEMBERSHIP & SUBSCRIPTION		1,00,000.00	1,00,000.00		
-M.N.KAMATH	76,036.00 Dr		76,036.00		
-MUKESH S SHAH		3,00,000.00		3,00,000.00	
-MUKUT PLASTICS PVT.LTD.		3,36,986.00		3,36,986.00	
-NICHOLAS PIRAMAL LTD	15,70,273.00 Dr	12,12,796.00	17,83,069.00	10,00,000.00	
-NISHANT AROMAS	3,22,298.00 Dr	10,948.00	3,33,246.00		
-NITIN MUKESH CONSUL. SER. P L	6,370.00 Dr		6,370.00		
-NYLOC STRAPPING LTD	3,86,041.00 Dr	26,239.00	4,12,280.00		
-OFFICE DEPOSITS	2,50,000.00 Dr			2,50,000.00	
-OFFICE EQUIPMENT	21,998.00 Dr		1,146.00	20,852.00	
-OFFICE EXPS		6,085.00	6,085.00		
-OFFICE RENT		1,74,000.00	1,74,000.00		
-OUTSTANDING EXP.	41,628.00 Cr	41,628.00	22,291.00		22,291.00
-PACTOLUS TRAD. & INVST. PVT L.	3,78,558.00 Dr			3,78,558.00	
-PAWAN J.DHRNIDHARKA	30,000.00 Dr		30,000.00		
Carried Over	75,22,216.72 Cr	2,93,97,526.77	3,67,43,277.48	1,63,78,488.60	3,12,46,456.03

Particulars	Opening Balance	Detail of Transactions		Closing Bal.	
		Debit	Credit	Debit	Credit
Brought forward	75,22,216.72 Cr	2,93,97,526.77	3,67,43,277.48	1,63,78,488.60	3,12,46,456.03
-PAMAN MACHINARIES PVT LTD	4,00,000.00 Dr	48,000.00	48,000.00	4,00,000.00	
-PETTY CASH	1,068.00 Dr	46,000.00	42,428.05	4,639.95	
-PICASSO OVERSEAS	2,04,839.00 Dr	25,315.00	2,30,154.00		
-POSTAGE		13,616.00	13,616.00		
-P.P.SRIVASTAVA	75,625.00 Dr		75,625.00		
-PRELIMINARY EXPS	1,52,097.50 Dr		21,339.00	1,30,758.50	
-PRELIMINARY EXP. W/O		21,339.00	21,339.00		
-PREM DIMEDI	3,750.00 Dr			3,750.00	
-PREPAID EXPENSES	1,11,867.00 Dr	61,590.00	1,11,867.00	61,590.00	
-PRINTING & STATIONARY		40,052.80	40,052.80		
-PRIYANKA GUPTA	2,50,000.00 Dr	45,000.00	45,000.00	2,50,000.00	
-PROFESSIONAL CHARGES PAID		22,000.00	22,000.00		
-PROFIT & LOSS A/C	5,25,112.39 Cr	28,15,012.74	24,90,002.17		2,00,101.82
-PROVISION FOR TAXATION 93-94	12,000.00 Cr	12,000.00			
-PROVISION FOR TAXATION 94-95	27,000.00 Cr	27,000.00			
-PROVISION FOR TAXATION 95-96	3,70,000.00 Cr	3,70,000.00			
-PROVISION FOR TAXATION 96-97	13,25,000.00 Cr	13,25,000.00			
-PROVISION FOR TAXATION 97-98	1,72,000.00 Cr				1,72,000.00
-PROVISION FOR TAXATION-98-99			43,000.00		43,000.00
-PUSHTI INVESTMENT PVT LTD	5,10,646.00 Dr	4,25,692.00	9,00,000.00	36,338.00	
-RAJULAL KISHANGOPAL	1,20,366.00 Dr	3,550.00	1,23,916.00		
-REFUND BANKER (CBI)	1,14,986.00 Dr		30,000.00	84,986.00	
-REGAL ORGANIC PVT LTD	12,09,715.00 Dr			12,09,715.00	
-REPAIRS & MAINTANCE (P.M)		15,916.00	15,916.00		
-R O C FEE		1,440.00	1,440.00		
-ROUND FINVEST PVT LTD.		50,000.00	50,000.00		
-SAI SERVICE STA LTD	62,749.96 Cr	1,02,296.00	39,546.04		
-SALARIES		4,42,853.00	4,42,853.00		
-SANDEEP SAXENA	1,02,810.00 Dr			1,02,810.00	
-SARAS CORPORATE SERVICES	33,025.00 Dr			33,025.00	
-SAVITABEN J PATEL	5,01,973.00 Dr	90,000.00	1,973.00	5,90,000.00	
-SECURITY DEPOSIT FOR CAR	1,24,750.00 Dr	27,422.00	1,52,172.00		
-SHARE APP IN ASIN MAHINDRA	1,00,000.00 Dr			1,00,000.00	
-SHARE APP. IN SHREE KRISHNA	4,00,000.00 Dr	2,50,000.00	4,00,000.00	2,50,000.00	
-SHARE APP IN SPECTRUM	12,00,000.00 Dr		5,00,000.00	7,00,000.00	
-SHARE APPLICATION		23,78,000.00	2,78,000.00	21,00,000.00	
-SHARE APPLICATION PREF.SHARES		46,00,000.00	46,00,000.00		
-SHARES PURCHASES		53,87,500.25	7,87,500.25	46,00,000.00	
-SHARES (SALES)		4,66,391.91	4,66,391.91		
-SHARE TRADING		12,945.50	12,945.50		
-SHREE CAP INDUSTRIES		1,00,000.00		1,00,000.00	
-SHREE GOPAL BANG		25,000.00	25,000.00		
-SHRIKRISHNA FIN & CAP MFG P L		1,00,000.00	1,00,000.00		
-SHYAM KEDIA	1,01,644.00 Dr	3,956.00	1,05,600.00		
-S K FINANCIAL SERVICES		1,29,560.00	1,29,560.00		
-S.N.AGARWAL		3,29,870.00	3,29,870.00		
-SNEHA GUPTA	2,50,000.00 Dr	45,000.00	45,000.00	2,50,000.00	
-STAFF WELFARE		12,279.00	12,279.00		
-STAR ENGINEERING WORKS	1,50,000.00 Dr	40,500.00	27,000.00	1,63,500.00	
-STOCK EXCHANGE BOMBAY DEPOSIT	80,000.00 Dr		80,000.00		
-STOCK IN HAND	18,29,886.00 Dr			18,29,886.00	
-SUNIL GAJJAR	16,750.00 Dr	30,000.00	30,000.00	16,750.00	
-SUVARNA & ASSOCIATES	10,000.00 Dr			10,000.00	
-T D S A Y 96-97	2,91,073.77 Dr		2,91,073.77		
Carried Over	16,69,207.80 Cr	4,93,39,623.97	4,99,25,736.97	2,94,06,237.05	3,16,61,557.85

Particulars	Opening Balance	Detail of Transactions		Closing Bal.	
		Debit	Credit	Debit	Credit
Brought forward	16,69,207.80 Cr	4,93,39,623.97	4,99,25,736.97	2,94,06,237.05	3,16,61,557.85
-T.D.S. A.Y. 97-98	3,96,809.45 Dr	13,916.00	9,871.00	4,00,854.45	
-T.D.S. A.Y. 98-99		2,22,505.00		2,22,505.00	
-T D S (OTHERS)	6,750.00 Cr	30,768.00	25,518.00		1,500.00
-T D S (SALARIES)		46,000.00	46,000.00		
-TELEPHONE EXPS		61,393.00	61,393.00		
-TEXTREE FABRICS PVT LTD	2,20,440.00 Dr	7,299.00	2,27,739.00		
-THANE STEELS PVT LTD	2,56,452.00 Dr	34,623.00	63,377.00	2,27,698.00	
-TRAVELLING EXPS		9,210.00	9,210.00		
-UJJAMAL FLEX PRINT PVT LTD	5,12,280.00 Dr		5,00,000.00	12,280.00	
-UNIQUE CHEMOPLAST ENG.	1,00,493.00 Dr	14,507.00		1,15,000.00	
-USHER AGRO LTD		10,50,000.00		10,50,000.00	
-VAKRANGEE ADV & MARKETING	59,223.00 Dr			59,223.00	
-VAKRANGEE CONSULTANCY SERVICES	9,745.35 Dr			9,745.35	
-VENUS PLY		8,000.00		8,000.00	
-VICKY FASHIONS LTD.		5,00,000.00	5,00,000.00		
-VIJAY TRADING CORPORATION		10,75,946.00	10,75,946.00		
-VIRAG ADVANCING SYSTEMS P.LTD	1,20,515.00 Dr	61,000.00	30,000.00	1,51,515.00	
GRAND TOTAL		5,24,74,790.97	5,24,74,790.97	3,16,63,057.85	3,16,63,057.85

REGAL FINANCE AND CONSULTANTS LTD.

BOARD OF DIRECTORS.

Shri Dinesh Gupta
Shri Satish Kusumbiwal
Shri Dhiraj Mehta
Shri Surendra Salgia

Managing Director
Jt.Managing Director

REGISTERED OFFICE.

24, Gunbow Street,
Fort, Mumbai - 400 001.

BANKERS.

Central Bank of India.

AUDITORS.

Balwant Jain & Co
Chartered Accountant
Mumbai

ANNUAL GENERAL MEETING.

Date : Tuesday 29th Sept. 1998
Time : 11.30 a.m.
Venue : Banquet Hall,
Bageecha Complex,
Marve Road, Malad (W),
Mumbai - 400 095.

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NOTICE

Notice is hereby given that the Sixth Annual General Meeting of the members of REGAL FINANCE AND CONSULTANTS LIMITED will be held on Tuesday, 29th September 1998 at 11.30 a.m. at Banquet Hall, Bageecha Complex, Marve Road, Malad (W), Mumbai - 400 095, to transact the following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt the audited Balance Sheet as at and the Profit and Loss Account for the year ended 31st March 1998 and Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Shri Dhiraj Mehta who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Shri Surendra Salgia who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS :

5. To consider and, if thought fit, to pass with or without modification following resolution as an Special Resolution:-

" RESOLVED THAT, if and when permitted by the law and subject to all applicable provisions of the law including modifications, re-enactments or promulgation of an ordinance and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be considered necessary by the Board of Directors of the Company (hereinafter referred to as " the Board", which expression shall also include a Committee thereof), or as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed to or accepted by the Board, the consent of the Company be and is hereby accorded to the Board to purchase such number of Equity Shares or other securities specified by the Government, of the Company, as may be thought fit, from the holders of the Equity Shares or other securities of the Company in such proportion and manner as may be permitted by law, not exceeding such percentage of the capital of the company as may be permitted by the law, from such funds of the Company as are permitted to be used for this purpose or out of the proceeds of any issue made by the Company, on such terms and subject to such conditions as may be prescribed by the law".

" RESOLVED FURTHER that for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts and things and give such directions as may be necessary or desirable and to settle all questions or difficulties whatsoever that may arise with regard to the said purchase of Equity Shares or other securities".

" RESOLVED FURTHER that nothing hereinabove contained shall confer any right on any shareholder to offer or any obligation on the Company or the Board to buy-back any Equity Shares or other securities."

By order of the Board

DINESH GUPTA
MANAGING DIRECTOR

Place: Mumbai

Date : 27th August, 1998

REGISTERED OFFICE

24, Gunbow Street, Fort, Mumbai - 400 001.

NOTE :

1. A 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 of the Company. Proxies to be effective should be deposited at the Registered Office of the Company not less than 48 hours before the meeting.
2. The explanatory statement in respect of special business containing material facts are annexed herewith.
3. The Register of Members and the Share Transfer books of the Company will remain closed from, Saturday, 26th September, 1998 to Tuesday 29th September, 1998 (both days inclusive).
4. Member are requested to kindly notify any change in their addresses immediately to the Company's Registered Office.
5. Members desiring any information on the accounts at the Annual General Meeting are requested to write to the Company at least ten days in advance, so as to enable the Company to keep the information ready.
6. Members are requested to kindly bring their copies of the Report and Accounts to the meeting.

Explanatory Statement

(Pursuant to section 173 of the Companies Act, 1956)

Item No 5.

The Companies Act, 1956 presently prohibits a company from purchasing its own shares and securities. However, it is anticipated that the law may, in future, permit a company to buy back its own securities.

Subject to the buy-back of securities being legally permissible, it is proposed to enable the Company to buy back its Equity Shares or such other permissible securities, upto such extent as may be permitted by law of the paid-up capital of the company, from the members of the company either from the open market or from the holders of odd lots or as permitted by law. The buy-back of shares or securities would be on the terms and condition and from the funds permitted by law as set out in the Resolution.

The Resolution, if approved, will be operative for and will be given effect to within a period of 15 months from the date of passing the Resolution or such other time limit as is laid down by law.

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

The Directors commend the Resolution for acceptance by the members.

By order of the Board
DINESH GUPTA
MANAGING DIRECTOR

Place: Mumbai
Date : 27th August, 1998
REGISTERED OFFICE
24, Gunbow Street,
Fort, Mumbai - 400 001 .

DIRECTORS' REPORT

Your Directors have pleasure in presenting their Sixth Annual Report and Audited Accounts for the year ended 31st March 1998.

FINANCIAL RESULTS :

	For the year ended March 31, 1998 (Rs. in Lacs)	For the year ended March 31, 1997 (Rs. in Lacs)
Income	92.61	87.33
Profit Before tax	0.59	3.83
Less : Provision for tax	0.43	1.72
Profit after tax	0.16	2.11
Add : Profit brought forward from last year	5.25	3.57
Less : Provision for earlier year	---	0.03
Profit available for Appropriation	5.41	5.65

APPROPRIATIONS :

Transfer to General Reserve	---	0.40
Balance Carried Forward	5.41	5.25
	5.41	5.65

DIVIDEND :

In order to strengthen the financial position of the company your Directors do not recommend any Dividend.

OPERATIONS :

The year under review was prevailed upon by sluggish market conditions and overall economic slow down.

The total income increased from Rs. 87.33 Lacs to Rs. 92.61 Lacs but the net profit decreased from Rs. 2.11 Lacs to Rs. 0.16 Lacs.

NBFC REGISTRATION:

During the year, Reserve Bank of India issued Certificate of Registration to the Company under Section 45-IA of Reserve Bank of India Act 1934.

FIXED DEPOSITS :

The company has neither invited nor accepted any fixed deposits from the public.

DIRECTORS :

Shri Dhiraj Mehta and Shri Surendra Salgia retire by rotation and are eligible for reappointment which the Directors recommend.

AUDITORS :

Shareholders are requested to appoint the Auditors of the Company. M/s. Balwant Jain & Co, Chartered Accountants, retiring Auditors have informed the company that being eligible they offer themselves for reappointment.

The observations of the Auditors in their Report are self-explanatory.

EMPLOYEES :

None of the employee of the company is falling under the Category specified in Section 217(2A) of the Companies Act 1956.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO.

The provision of Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure in the Report of Board of Directors) Rules 1988 are not applicable to your Company.

Your Company neither earned nor spent any foreign exchange during the year.

DISCLOSURE UNDER THE LISTING AGREEMENT

(Statement under Clause 43 of listing agreement with Stock Exchange)

The Company had issued 16 Lacs Equity Shares of Rs. 10/- each for cash at par aggregating Rs. 160 Lacs to Public vide prospectus dated 3rd May 1995. The comparison of projections recorded in prospectus, with actual performance for the year 1997-98 is as under.

	(Rs. in Lacs)	
	Projected	Actual
Total Income	269.43	92.61
Net Profit	139.01	0.16

The actual performance has been affected due to sluggish market conditions and overall economic slow down.

ACKNOWLEDGEMENT

The Board wishes to express its deep appreciation to all the staff members, Bankers, Shareholders and Clients for their valuable support to the Company.

By order of the Board

Place : Mumbai

DINESH GUPTA

SATISH KUSUMBIWAL

Date : 27th August, 1998

MANAGING DIRECTOR. JT. MANAGING DIRECTOR.

AUDITORS' REPORT TO THE MEMBERS

We have audited the attached Balance Sheet of REGAL FINANCE AND CONSULTANTS LIMITED as at 31st March, 1998 and also the Profit and Loss Account for the year ended on that date annexed thereto and report that :

1. As required by the Manufacturing and Other Companies (Auditor's Report) Order, 1988, 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 and 5 of the said Order.
2. Further to our comments in the Annexure referred to in paragraph 1 above we state 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 kept by the Company so far as appears from our examination of such books.
 - c) The Balance Sheet and Profit and Loss Account referred to in this report are in agreement with the books of account.
 - d) In our opinion and to the best of our information and according to the explanations given to us, the said Balance sheet and Profit and loss account 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 :
 - i) Insofar it relates to the Balance Sheet, of the state of affairs of the Company as at 31st March, 1998 and
 - ii) Insofar as it relates to the Profit and Loss account, of the profit of the Company for the year ended on that date.

PLACE: Mumbai
DATE : 27th August, 1998

FOR BALWANT JAIN & CO.
CHARTERED ACCOUNTANTS

BALWANT JAIN
Proprietor

ANNEXURE TO THE AUDITORS REPORT

Referred to in paragraph 1 of our Report of even date on the Accounts for the year ended on 31st March, 1998.

1. The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets. Physical verification of fixed assets has been conducted by the Management at the year end and no discrepancy was noticed on such verification.
2. None of the fixed assets have been revalued during the year.

3. On the basis of our examination of stock record, we are of the opinion that valuation of the stock of the shares is fair and proper in accordance with the normally accepted accounting principles and is on the same basis as in the preceeding year.
4. The Company has not taken any loans from companies, firms or other parties as listed in the register maintained under section 301. However we have been informed that there were no Companies under the same management as defined under sub-section (1B) of section 370 of the Companies Act, 1956.
5. The Company has not granted any loans and advances in the nature of loans to the companies, firms, and other parties listed in the register maintained under section 301. We are informed that there were no companies under the same management as defined under section 370 of the Companies Act, 1956 during the last year.
6. The Company has granted loans and advances in the nature of loans to other parties. The parties are regular in repaying the principal as stipulated and are regular in payment of interest wherever stipulated as per the terms and conditions agreed upon from time to time.
7. In our opinion and to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and nature of its business with regards to purchase of plant and machinery and other assets.
8. The Company has not accepted deposits from the public as such the provisions of Section 58A of the Companies Act, 1956 and the rules framed there under are not applicable to the company.
9. The Company has an internal audit system which is commensurate with its size and nature of its business.
10. As explained to us the provident fund Act and the Employees State Insurance Act are not applicable to the Company.
11. According to the information and explanations given to us and books and records examined by us, there are no undisputed amounts payable in respect of income-tax, sales tax, customs duty and excise duty outstanding as on the last day of the said accounting year for a period of more than six months from the date they became payable.
12. No personal expenses of employees or directors have been charged to revenue account other than those payable under contractual obligations or in accordance with generally accepted business practices. The directors have also confirmed that no personal expenses have been charged to revenue account.
13. In relation to the service activities of the company there exists a reasonable internal control system commensurate with the size of the company and the nature of its business.
14. In respect of company's dealing in shares and other investments proper records have been made thereof, and timely entries have been made therein. The investments are held in company's own name except to the extent of exemption granted under section 49 of the Companies Act 1956.
15. Considering the nature of business being carried on at present by the Company and also the nature of the matter referred to in various clauses of the Manufacturing and Other Companies (Auditors' Report) Order, 1988 the clause No. 4(A) (iii) (iv) (v) (xi) (xii) (xiv) (xvi) (xx) of paragraph 4(A), clause No. (ii) (iii) (iv) of paragraph 4(B), clause (ii) of paragraph 4(C) and clause (ii) (iii) of paragraph 4(D) are not applicable to the Company.

PLACE : Mumbai
DATE : 27TH August, 1998

FOR BALWANT JAIN & CO.
CHARTERED ACCOUNTANTS

(BALWANT JAIN)
Proprietor

BALANCE SHEET AS AT 31ST MARCH, 1998.

	Schedule	As at 31.03.98 Rs.	As at 31.03.97 Rs.
SOURCES OF FUNDS			
1. Shareholders' Funds			
A) Capital	1	30,721,000	30,721,000
B) Reserves and Surplus	2	640,955	625,113
		<u>31,361,955</u>	<u>31,346,113</u>
2. Loan Funds			
A) Secured Loans	3	---	62,750
B) Unsecured Loans		---	---
TOTAL FUNDS		<u>31,361,955</u>	<u>31,408,863</u>
APPLICATION OF FUNDS			
1. Fixed Assets	4		
Gross Block		1,441,958	1,432,708
Less : Depreciation		307,529	180,458
Net Block		<u>1,134,429</u>	<u>1,252,250</u>
2. Investment	5	450,000	450,000
3. Current Assets, Loans & Advances			
A) Current Assets	6	9,203,605	4,865,542
B) Loans & Advances	7	19,957,732	25,637,236
		<u>29,161,337</u>	<u>30,502,777</u>
Less : Current Liabilities & Provisions	8	641,956	2,236,717
Net Current Assets		<u>28,519,381</u>	<u>28,266,060</u>
4. Miscellaneous Expenditure			
Preliminary Expenses		130,759	152,098
Public Issue Expenses (To the extent not written off or adjusted)		1,127,386	1,288,455
TOTAL ASSETS		<u>31,361,955</u>	<u>31,408,863</u>
Significant Accounting Policies	10		
Notes forming part of the Accounts	11		

As per our report of even date attached
For Balvant Jain & Co
Chartered Accountants

DINESH GUPTA
Managing Director

SATISH KUBUMBIWAL
Jt. Managing Director

Balvant Jain
Proprietor
Place : Mumbai
Date : 27th August 1998

SURENDRA SALGIA
Director

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH, 1998

	Schedule	Year ended on 31.03.98 Rs.	Year ended on 31.03.97 Rs.
INCOME			
Sale of Shares/Securities		466,392	2,642,632
Closing Stock of Shares / Securities		6,770,739	1,829,886
Dividend		5,850	13,030
(TDS Rs. Nil, Previous Year Rs. 3,011)			
Interest		2,017,760	2,918,272
(TDS Rs.2,22,505, Previous Year Rs.3,59,298)			
Financial Advisory Services		---	1,325,000
Other Income		---	4,384
		9,260,741	8,733,204
EXPENDITURE			
Opening Stock of Shares/Securities		1,829,886	2,432,675
Purchase of Shares/Securities		5,387,500	3,694,224
Office and Administration Expenses 9		1,796,556	2,026,104
Depreciation		127,071	118,208
Interest		39,546	57,388
Preliminary Exp. W/O		21,339	21,339
		9,201,898	8,349,938
PROFIT BEFORE TAXATION			
Provision for taxation		43,000	172,000
Profit after taxation		15,842	211,266
Balance brought forward		525,112	357,170
Provision for earlier years		---	3,323
AMOUNT AVAILABLE FOR APPROPRIATION			
		540,955	565,113
Transfer to General Reserve		---	40,000
Carried forward to Balance Sheet		540,955	525,113
		540,955	565,113
Significant Accounting Policies	10		
Notes Forming part of the Accounts	11		

As per our report of even date attached

For Balwant Jain & Co
Chartered Accountants

DINESH GUPTA
Managing Director

SATISH KUSUMBIWAL
Jt. Managing Director

Balwant Jain
Proprietor

SURENDRA SALGIA
Director

Place : Mumbai
Date : 27th August 1998

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 1998

	As at 31.03.98 Rs.	As at 31.03.97 Rs.
SCHEDULE "1" SHARE CAPITAL		
AUTHORISED CAPITAL		
35,00,000 Equity Shares of Rs.10/- each	35,000,000	35,000,000
	<u>35,000,000</u>	<u>35,000,000</u>
ISSUED , SUBSCRIBED & PAID UP CAPITAL		
30,72,100 Equity Shares of Rs.10/- each fully paid up for Cash (Previous year 30,72,100 Equity Shares of Rs. 10/- each)	30,721,000	30,721,000
TOTAL	<u>30,721,000</u>	<u>30,721,000</u>
SCHEDULE "2" RESERVES & SURPLUS		
General Reserve		
Opening Balance	100,000	60,000
Transferred from Profit & Loss A/c	---	40,000
	<u>100,000</u>	<u>100,000</u>
Profit and Loss A/c	540,955	525,113
TOTAL	<u>640,955</u>	<u>625,113</u>
SCHEDULE "3" SECURED LOANS		
Hire Purchase Facility from Sai Service Station Limited (Secured by the Purchase of Car on Hire Purchase)	---	62,750
TOTAL	<u>---</u>	<u>62,750</u>

SCHEDULED "4" FIXED ASSETS

Description	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As at 31.3.97	Additions During year	As at 31.3.98	As at 31.3.97	For the year	As at 31.3.98	As at 31.3.97	As at 31.3.98
COMPUTERS	191,250	---	191,250	51,540	31,002	82,542	139,710	108,708
CAR	947,033	---	947,033	120,565	89,968	210,533	826,468	736,500
GOODWILL	200,000	---	200,000	---	---	---	200,000	200,000
FURNITURE	70,290	9,250	79,540	6,216	4,955	11,171	64,074	68,369
OFFICE EQUIPMENT	24,135	---	24,135	2,137	1,146	3,283	21,998	20,852
TOTAL	1,432,708	9,250	1,441,958	180,458	127,071	307,529	1,252,250	1,134,429
Previous Year	993,708	439,000	1,432,708	62,250	118,208	180,458	931,458	1,252,250

SCHEDULE "5" INVESTMENTS

	As at 31.03.1998 Rs.	As at 31.03.1997 Rs.
Unquoted Equity Shares		

45,000 Equity Shares of Gujarat Chemi Plasto Ltd. of Rs. 10 each fully paid	450,000	450,000
	-----	-----
	450,000	450,000
	=====	=====

SCHEDULE "6" CURRENT ASSETS

Cash in Hand	807,577	559,215
Receivables (Unsecured considered good)		
Outstanding for more than six Months	821,546	556,295
Others	---	815,500
Bank Balance with scheduled Bank On current account	803,744	684,574
Bank Balance with scheduled Bank on fixed deposit account	---	420,072
Stock in trade (Shares, Securities)	6,770,739	1,829,886
	-----	-----
TOTAL	9,203,605	4,865,542
	=====	=====

SCHEDULE "7" LOANS AND ADVANCES

Deposits	288,000	472,250
Loans to others	15,402,992	20,689,034
Advance Tax & T.D.S.	780,551	2,356,616
Advances Recoverable in cash or kind for the value to be received.	3,486,188	2,119,335
	<hr/>	<hr/>
TOTAL	19,957,732	25,637,236
	<hr/>	<hr/>

SCHEDULE "8" CURRENT LIABILITIES AND PROVISIONS**CURRENT LIABILITIES**

Creditors	32,884	---
Advances for services	340,000	250,000
Other Liabilities	54,072	80,717
	<hr/>	<hr/>
TOTAL	426,956	330,717
	<hr/>	<hr/>

PROVISIONS

Provision for taxation	215,000	1,906,000
	<hr/>	<hr/>
TOTAL	215,000	1,906,000
	<hr/>	<hr/>

SCHEDULE FORMING PART OF THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 1998.

SCHEDULE "9" OFFICE AND ADMINISTRATION EXPENSES

	Year ended 31.03.98 Rs.	Year ended 31.03.97 Rs.
	-----	-----
Salaries, Bonus & Allowances	584,405	589,103
Staff Welfare Expenses	12,279	11,472
Conveyance & Travelling Exp.	13,815	40,376
Printing & Stationary	40,053	53,965
Telephone Exp.	42,781	42,290
Postage & Courier	13,616	33,119
Office Compensation Charges	164,500	161,500
A.G.M. Exp.	4,122	5,245
Bank Charges	478	21,392
Books & Periodicals	238	200
Auditor's Remuneration	30,000	30,000
Listing Fee	51,400	33,100
Charges for A.C.	54,000	---
Entertainment Exp.	8,114	7,082
Insurance	26,395	29,212
Advertisement Exp.	17,412	60,516
Bad Debts	460,368	---
Electricity Exp.	---	21,286
Repair & Maintenance		
Plant & Machinery	19,041	12,734
Other	---	6,645
Legal & Professional Charges	23,440	606,212
Membership & Subscription	50,000	60,000
Public Issue Exp.	161,069	161,069
Miscellaneous Expenses	19,031	39,587
	-----	-----
TOTAL RS.	<u>1,796,556</u>	<u>2,026,104</u>
	=====	=====

SCHEDULE "10" SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF ACCOUNTING

- a) Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.
- b) The accounts have been prepared on accrual basis.

2. FIXED ASSETS & DEPRECIATION :

- a) Fixed assets are capitalized at cost inclusive of all incidental expenses related thereto.
- b) Depreciation is provided on straight line method at the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956.

3. INVESTMENTS :

Investments are stated at cost of acquisition.

4. GOODWILL:

Goodwill is accounted at its cost.

5. INVENTORIES:

Inventories are carried at cost.

6. DEFERRED REVENUE EXPENSES :

Public issue expenses have been written off 1/10th of the aggregate during the year.

SCHEDULE "11" NOTES FORMING PART OF THE ACCOUNTS

1 There were no contingent liabilities as on 31st March 1998.

2. Payment to Auditors

	1998	1997
For Statutory Audit	18,000	18,000
For Tax Audit	8,000	8,000
For Other Matters	4,000	4,000
	-----	-----
	30,000	30,000
	=====	=====

3. Previous year's figures have been regrouped/rearranged wherever considered necessary.

4. Debit and Credit balances of the parties are subjecte to confirmation.

As per our report of even date attached

For Balwant Jain & Co
Chartered Accountants

DINESH GUPTA
Managing Director

SATISH KUSUMBIWAL
Jt. Managing Director

Balwant Jain
proprietor
Place : Mumbai
Date : 27th August 1998

SURENDRA SALGIA
Director

Cash Flow Statement annexed to the Balance Sheet for the Year ended 31st March, 1998.

(Rs. in Lacs)

	31.03.98	31.03.97
A. Cash Flow from Operating Activities		
Net profit after Tax as per P & L Account	0.16	2.11
Tax	0.43	1.72
Net profit before Tax and extraordinary items	0.59	3.83
Adjusted for i) Depreciation	1.27	1.18
ii) Preliminary & Issue Expenses W/off	1.82	1.82
	-----	-----
	3.09	3.00
Operating Profit before working capital changes	3.68	6.83
Adjusted for		
Trade & other receivables	5.50	(5.89)
Inventories	(49.41)	6.03
Loans	41.04	16.09
Trade Payable	0.96	2.48
	-----	-----
	(1.91)	18.71
Cash generated from operations	1.77	25.54
Direct Taxes paid	(1.58)	(9.32)
Cash Flow before extraordinary items	0.19	16.22
Preliminary & Issue Expenses	--	--
	-----	-----
Net cash from operating activities	0.19	16.22
B. Cash Flow from Investing Activities.		
Purchase of Fixed Assets	0.09	4.39
Net Cash used in Investing Activities	(0.09)	(4.39)
C. Cash Flow from financing Activities		
Proceeds from issue of share capital	--	--
Dividend paid	--	(11.63)
Proceeds from long term borrowings	--	--
Repayments of long term borrowings	(0.63)	(2.70)
	-----	-----
Net Cash used in financing activities	(0.63)	(14.33)
Net increase in Cash & Cash equivalents (A+B+C)	(0.53)	(2.50)
Opening balance of Cash & Cash Equivalents	16.64	19.14
Closing balance of Cash & Cash Equivalents	16.11	16.64

By order of the Board

Place: Mumbai
Date : 27th August 1998

Dinesh Gupta
Managing Director

Satish Kusumbiwal
Jt. Managing Director.

AUDITORS' CERTIFICATE

We have examined the attached Cash Flow Statement of Regal Finance and Consultants Limited for the year ended 31st March, 1998. The Statement has been prepared by the Company in accordance with the requirement of listing agreement Clause 32 with Bombay Stock Exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of 27th August, 1998 to the members of the Company.

For Balwant Jain & Co.
Chartered Accountants

Balwant Jain
Proprietor
Place : Mumbai
Date : 27th August 1998

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE.

STATEMENT PURSUANT TO PART IV OF SCHEDULE VI TO THE COMPANIES ACT,1956

I. Registration Details

Registration No. 0111-64689 State Code 11

Balance Sheet Date 31 03 98
Date Month Year

II. Capital raised during the year (Amount in Rs. Thousands)

Public Issue 111 Bonus Issue 111

Right Issue 111 Private Placement 111

III. Position of mobilization and deployment of funds (Amounts in Rs. Thousands)

Total Liability 3132 Total Assets 31362

SOURCES OF FUNDS

Paid-up Capital 30721 Reserve & Surplus 1641

Secured Loans 111 Unsecured Loans 111

APPLICATION OF FUNDS

Net Fixed Assets 1134 Investments 1450

Net Current Assets 28519 Misc. Expenditure 1258

Accumulated Losses 111

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

Turnover 9261 Total Expenditure 9202

+/- Profit/(Loss) Before Tax +/- Profit/(Loss) After Tax

+159 +116

(+ for Profit, - for Loss)

Earning Per

Share (Rs.)(Annualised) 0001 Dividend Rate (%) 111

V. Generic Names of three principle products/services of the Company (as per Monetary terms)

Item Code No. (TTC Code) Product Description

NA																			
F	I	N	A	N	C	I	A	L		A	D	V	I	S	O	R	Y		
S	E	R	V	I	C	E	S			D	E	A	L	I	N	G		I	N
S	E	C	U	R	I	T	I	E	S										

As per our report of even date attached

For Balwant Jain & Co
Chartered Accountants

DINESH GUPTA
Managing Director

SATISH KUSUMBIWAL
Jt. Managing Director

Balwant Jain
Proprietor

SURENDRA SALGIA
Director

Place : Mumbai
Date : 27th August 1998

REGAL FINANCE AND CONSULTANTS LIMITED.

Registered Office : 24, Gunbow Street, Fort, Mumbai - 400 001.

FOLIO NO.

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall.

I hereby record my presence at the 6th ANNUAL GENERAL MEETING at Banquet Hall, Bageecha Complex, Marve Road, Malad (West), Mumbai - 400 095, at 11.30 a.m. on Tuesday 29th September 1998.

Member's / Proxy's Signature

-----CUT HERE-----

REGAL FINANCE AND CONSULTANTS LIMITED.

Registered Office : 24, Gunbow Street, Fort, Mumbai - 400 001.

PROXY FORM

Folio No. _____

I/We _____ of _____
being a Member/Members of Regal
Finance & Consultants Limited, hereby appoint _____
of _____ or failing him
of _____ or failing him
of _____ as my/our proxy to
vote for me/us on my/our behalf at the 6th Annual General Meeting of the
Company to be held on Tuesday 29th September, 1998 at 11.30 a.m. and at
any adjournment thereof.

Dated this _____ day of _____ 1998.

Signature _____

Affix
one rupee
Revenue
Stamp

Note :

1. The form should be signed across the stamp as per specimen registered with the Company.
2. The Proxy Form must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the Meeting.
3. A proxy need not be Member.

REGAL FINANCE & CONSULTANTS LIMITED, MUMBAI

BALANCE SHEET AS AT MARCH 31, 1998

SCHEDULE		AS AT 31.3.1998 Rs.	AS AT 31.3.1997 Rs.
SOURCES OF FUNDS			
1) SHARE HOLDER'S FUNDS			
Capital	1	30,721,000	30,721,000
Reserves & Surplus	2	640,955	625,113
2) LOAN FUNDS :			
Secured Loans	3	NIL	62,750
Unsecured Loans		NIL	NIL
TOTAL Rs.		31,361,955	31,408,864
APPLICATION OF FUNDS			
1. FIXED ASSETS			
Gross Block	4	1,441,958	1,432,708
Less : Depreciation		307,529	180,458
Net Block		1,134,429	1,252,250
2. INVESTMENTS	5	450,000	450,000
3. CURRENT ASSETS, LOANS & ADVANCES			
Current Assets	6	9,203,605	4,865,542
Loans & Advances	7	19,957,732	25,637,236
		29,161,337	30,502,778
Less :			
CURRENT LIABILITIES & PROVISIONS			
Current Liabilities	8	426,956	330,717
Provisions		215,000	1,906,000
		641,956	2,236,717
NET CURRENT ASSETS		28,519,381	28,266,061
MISCELLANEOUS EXPENDITURE			
Preliminary Expenses		130,759	152,098
Public Issue Expenses		1,127,386	1,288,455
(To the extent not written off)			
TOTAL Rs.		31,361,955	31,408,864
Significant Accounting Policies			
Notes on Accounts		10	
As per our report of		11	
Even date attached		On behalf of the Board	
For BALWANT JAIN & CO		For REGAL FINANCE & CONSULTANTS LTD.	
Chartered Accountants			

(Balwant Jain)
Proprietor

DIRECTOR

DIRECTOR

DIRECTOR

Place : Mumbai

Date : 27TH AUG, 1998

REGAL FINANCE & CONSULTANTS LIMITED, MUMBAI

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 1998

	CURRENT YEAR Rs.	PREVIOUS YEAR Rs.
INCOME		
Sale of Shares/Securities	466,392	2,642,632
Closing Stock of Shares/Securities	6,770,739	1,829,886
Dividend (TDS Rs. Nil Prev. Year Rs. 3,011)	5,850	13,030
Interest (TDS Rs. 2,22,505 Previous- Year Rs. 3,59,298)	2,017,760	2,918,272
Financial Advisory Services	NIL	1,325,000
Other Income	NIL	4,384
	-----	-----
TOTAL Rs.	9,260,741	8,733,204
	=====	=====
EXPENDITURE		
Opening stock of Shares/ Securities	1,829,886	2,432,675
Purchase of Shares/Securities	5,387,500	3,694,224
Office and Adm. Expense 9	1,796,556	2,026,104
Depreciation	127,071	118,208
Interest	39,546	57,388
Preliminary Exp. W/O	21,339	21,339
	-----	-----
	9,201,898	8,349,938
	=====	=====
PROFIT BEFORE TAXATION	58,842	383,266
Provision for taxation	43,000	172,000
Profit after taxation	15,842	211,266
Balance brought forward	525,112	357,170
Provision for earlier years	NIL	3,323
	-----	-----
Amount available for appropriation	540,955	565,113
	=====	=====
Transfer to Gen.Reserve	NIL	40,000
Carried forward to Balance Sheet	540,955	525,113
	-----	-----
	540,955	565,113
	=====	=====
Significant Accounting Policies	10	
Notes on Accounts	11	

As per our report of
even date attached
For BALWANT JAIN & CO
Chartered Accountants

On behalf of the Board
For REGAL FINANCE & CONSULTANTS LTD.

(Balwant Jain)
Proprietor

DIRECTOR

DIRECTOR

DIRECTOR

PLACE : Mumbai
DATE : 27TH AUG, 1998

REGAL FINANCE & CONSULTANTS LIMITED, MUMBAI

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 1998

	As at 31.3.1998 Rs.	As at 31.3.1997 Rs.
SCHEDULE 1 :		
SHARE CAPITAL		

Authorized :		

35,00,000 Equity Shares of Rs. 10 each	35,000,000	35,000,000
	=====	=====
TOTAL RS.	35,000,000	35,000,000
	=====	=====
Issued, Subscribed, and Paid-up		

30,72,100 (30,72,100) Equity Shares of Rs. 10 each fully paid up for cash	30,721,000	30,721,000
	-----	-----
TOTAL RS.	30,721,000	30,721,000
	=====	=====
SCHEDULE 2 :		
RESERVE AND SURPLUS		
General Reserve		
Opening Balance	100,000	60,000
TR. FR. Profit & Loss A/c	NIL	40,000
	-----	-----
	100,000	100,000
Profit and Loss A/c	540,955	525,113
	-----	-----
TOTAL RS.	640,955	625,113
	=====	=====
SCHEDULE 3 :		
Secured Loans		

Hire Purchases Facility (Secured by the Car Purchased on hire Purchase)	NIL	62,750
	-----	-----
TOTAL RS.	NIL	62,750
	=====	=====
SCHEDULE 5 :		
Investments (Long Term) - At Cost:		

Unquoted Equity Shares	450,000	450,000
	-----	-----
45,000 Equity Shares of Gujrat Chemi Plasto Ltd. of Rs. 10 each fully paid up.		
	-----	-----
TOTAL RS.	450,000	450,000
	=====	=====

REGAL FINANCE & CONSULTANTS LIMITED, MUMBAI

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 1998

SCHEDULE 4 :

FIXED ASSETS

Description	GROSS BLOCK		DEPRECIATION				NET BLOCK	
	As at	Additions	As at	As at	For the	As at	As at	As at
	31.03.97	during Year	at 31.03.98	31.03.97	Year	at 31.03.98	31.3.97	31.3.98
COMPUTER	191,250	NIL	191,250	51,540	31,002	82,542	139,710	108,708
VEHICLE	947,033	NIL	947,033	120,565	89,968	210,533	826,468	736,500
GOODWILL	200,000	NIL	200,000	NIL	NIL	NIL	200,000	200,000
OFFICE EQUIPMENT	24,135	NIL	24,135	2,137	1,146	3,283	21,998	20,852
FURNITURE	70,290	9,250	79,540	6,216	4,955	11,171	64,074	68,369
TOTAL	1,432,708	9,250	1,441,958	180,458	127,071	307,529	1,252,250	1,134,429
Previous year	993,708	439,000	1,432,708	62,250	118,208	180,458	931,458	1,252,250

REGAL FINANCE & CONSULTANTS LIMITED, MUMBAI

SCHEDULES FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 1998

	As at 31.3.1998 Rs.	As at 31.3.1997 Rs.
SCHEDULE 6 :		
Current Assets		

Cash in hand	807,577	559,215
Receivables (Unsecured considered good)		
Outstanding for more than 6 Months	821,546	556,295
others	NIL	815,500
Bank Balance with scheduled banks on current account	803,744	684,574
Bank Balance with scheduled banks on fixed deposit account	NIL	420,072
Stock in trade (Shares, & Units)	6,770,739	1,829,886
	-----	-----
TOTAL RS.	9,203,605	4,865,542
	=====	=====
SCHEDULE 7 :		
Loans and Advances		

Deposits	288,000	472,250
Loans to others	15,402,992	20,689,034
Advance Tax & T.D.S.	780,551	2,356,616
Advances Recoverable in cash or kind for the value to be received	3,486,188	2,119,335
	-----	-----
TOTAL RS.	19,957,732	25,637,236
	=====	=====
SCHEDULE 8 :		
Current Liabilities		

Creditors	32,884	NIL
Advance for services	340,000	250,000
Other Liabilities	54,072	80,717
	-----	-----
TOTAL RS.	426,956	330,717
	=====	=====
Provisions :		

Provision for taxation	215,000	1,906,000
	-----	-----
TOTAL RS.	215,000	1,906,000
	=====	=====

REGAL FINANCE & CONSULTANTS LIMITED, MUMBAI

Year ended
31.3.1998

Year ended
31.3.1997

SCHEDULE 9 :

Office and Administration Expenses

Salaries, Bonus & Allowance	584,405	589,103
Staff Welfare Expenses	12,279	11,472
Conveyance & Travelling Exp.	13,815	40,376
Printing & Stationery	40,053	53,965
Telephone Exp.	42,781	42,290
Postage & Courier	13,616	33,119
Office Compensation Charges	164,500	161,500
A.G.M. Exp.	4,122	5,245
Bank Charges	478	21,392
Books & Periodicals	238	200
Auditor's Remuneration	30,000	30,000
Listing Fee	51,400	33,100
Charges For A.C.	54,000	NIL
Entertrainment Exp.	8,114	7,082
Insurance	26,395	29,212
Advertisement Exp.	17,412	60,516
Bad Debts	460,368	NIL
Electricity Exp.	NIL	21,286
Repair & Maintenance		
Plant & Machinery	19,041	12,734
Other	NIL	6,645
Legal & Professional charges	23,440	606,212
Membership & Subscription	50,000	60,000
Public Issue Expenses	161,069	161,069
Miscellaneous Expenses	19,031	39,587
TOTAL RS.	1,796,556	2,026,104

REGAL FINANCE AND CONSULTANTS LIMITED

SCHEDULE 10 :

SIGNIFICANT ACCOUNTING POLICIES :

1. Basis of Accounting :

- a) Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles.
- b) The accounts have been prepared on accrual basis.

2. Fixed Assets & Depreciation :

- a) Fixed assets are capitalised at cost inclusive of all incidental expenses related thereto.
- b) Depreciation is provided on straight line method at the rates and in the manner prescribed in Schedule XIV of the Companies Act, 1956.

3. Investments :

Investments are stated at cost of acquisition .

4. Goodwill

Goodwill is accounted at its cost.

5. Inventories

Inventories are carried at cost.

6. Deferred revenue expenses

Public issue expenses have been written off 1/10 of the aggregate during the year.

REGAL FINANCE AND CONSULTANTS LIMITED

SCHEDULE 11 :

NOTES ON ACCOUNTS :

1. There were no contingent liabilities as on 31st March, 1998.
2. Payment to Auditors include :

	<u>1997-98</u>	<u>1996-97</u>
a) As statutory Auditor	Rs. 18,000	Rs. 18,000
b) For tax audit	Rs. 8,000	Rs. 8,000
c) For other matters	Rs. 4,000	Rs. 4,000
3. Previous year's figures have been regrouped/rearranged wherever considered necessary.
4. Debit and Credit balances of the parties are subject to confirmation.

As per our report of even date attached

FOR BALWANT JAIN & CO.
CHARTERED ACCOUNTANTS

(BALWANT JAIN)
PROPRIETOR

DINESH GUPTA
MANAGING DIRECTOR

SATISH KUSUMBIWAL
JT. MANAGING DIRECTOR

SURENDRA SALGIA
DIRECTOR

PLACE : MUMBAI

DATED : 27th Aug 1998