



ReportNINETEENTH.com
ANNUAL REPORT
2008-2009



BERVIN INVESTMENT & LEASING LTD.



CHAIRMAN : Mr. A.C.Rekhi

DIRECTOR : Mr. V.K.Berlia
Mr. Ramavtar Sharma
Mr. T.S.Grover
Mr. S.K.Murgai

SECRETARY : Mr. T.S.Grover

AUDITORS : Krishan K. Gupta & Co.
1/3-10196, Jhandewalan,
New Delhi – 110 055

REGD. OFFICE : 607, Rohit House,
3, Tolstoy Marg,
New Delhi – 110 001



BERVIN INVESTMENT & LEASING LTD.

607, ROHIT HOUSE, 3, TOLSTOY MARG, NEW DELHI-110001

NOTICE

Notice is hereby given that 19th Annual general Meeting of the members of the Company would be held as scheduled below :-

Date	:	Wednesday 30th Sept, 2009
Time	:	11.00 A.M.
Place	:	7/31, Roop Nagar, New Delhi-110007

ORDINARY BUSINESS

1. To receive and adopt the Profit & Loss Account for the year ended 31st March, 2009 and the Balance Sheet as at that date together with the Reports of the Auditors and Directors thereon.
2. To elect a Director in place of Mr. A.C.Rekhi, who retires by rotation but being eligible, offers himself for re-appointment.
3. To elect a Director in place of Mr. S.K. Murgai, who retires by rotation but being eligible, offers himself for re-appointment
4. To elect a Director in place of Mr. Ramavtar Sharma, who retires by rotation but being eligible, offers himself for re-appointment
5. To appoint Auditors to hold office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting and fix their remuneration, M/s. Krishan K Gupta & Co., the retiring Auditors are eligible for re-appointment.

By order of the Board

T.S. GROVER
Secretary

Place : New Delhi
Dated: July 27, 2009

NOTES:

1. The Register of Members and share transfer Books will remain closed from 23.09.2009 to 30.09.2009 (both days inclusive)
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not be member of the Company.
3. Proxies in order to be effective must be received at the Registered Office of the Company duly completed not less than 48 hours before the scheduled time of meeting.
4. Members are requested to bring their copy of the Annual Report while attending the meeting.



BERVIN INVESTMENT & LEASING LTD.

607, ROHIT HOUSE, 3, TOLSTOY MARG, NEW DELHI-110001

PROXY FORM

I/We of
in the district ofbeing a member/members of BERVIN
 INVESTMENT & LEASING LIMITED hereby appointof
in the district of.....or failing him
of.....in the district of.....as
 my/our proxy to vote for me/us on my/our behalf at the **NINETEENTH ANNUAL GENERAL MEETING**
 of the Company to be held on Wednesday, 30th September, 2009 and at any adjournment thereof.

Signed this.....day of.....2009

DP. Id*

Signature..... Affix a.....

Revenue
Stamp

Client Id*

Regd.Folio No.....

*Applicable if shares are held in electronic form

Note: 1. This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.

BERVIN INVESTMENT & LEASING LIMITED
607, Rohit House, 3, Tolstoy Marg, New Delhi-110 001

Regd. Folio No.....

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the GENERAL MEETING of the Company on 30.09.2009.

.....
 Member's/Proxy's name in full

.....
 Member's/Proxy's signature

Note: Please fill in this attendance slip and hand it over at the MEETING HALL.



BERVIN INVESTMENT & LEASING LTD.

607, ROHIT HOUSE, 3, TOLSTOY MARG, NEW DELHI-110001

DIRECTOR'S REPORT

Your Directors have pleasure in presenting their 19th Annual Report together with audited accounts of your company for the year ended March 31, 2009

PERFORMANCE	<u>2008-2009</u>	(Figures in '000) <u>2007-2008</u>
Gross Income	2019	23385
Profit before Depreciation and Tax	1677	22756
Less: Depreciation	1	1
Profit after tax	1560	20177
Less: Adjustment for Investments market value	(-) 57056	(-) 5170
Transfer to General Reserve	-	4100
Proposed Dividend & Tax	-	6900
Balance brought forward	8779	4772
Balance to Balance Sheet	(-) 46718	8779

DIVIDEND

The Directors do not recommend Dividend.

DIRECTOR'S RESPONSIBILITY STATEMENT

While preparing the Annual Financial Statements, the company adhered to the following:-

- 1) In the preparation of the said Financial Statements, the company has followed the applicable Accounting Standards, referred to in Section 211 (3-C) of the Companies Act, 1956



- 2) The Company has followed the said Accounting Standards and has been applying them consistently and has made judgments and estimates that are reasonable, prudent and are in the interest of the Company's business, as at March 31, 2009 and the profit of the company, for the said period.
- 3) 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 safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- 4) The Directors have prepared the Financial Statements on a going concern basis.

CORPORATE GOVERNANCE

Corporate Governance report is attached.

DEPOSITS

The company has not accepted any deposit attracting the provisions of Sec. 58A of the Companies Act, 1956.

BUSINESS

No leasing business was undertaken. Activity relating to investment Purchase and Sale is being carried on.

DIRECTORS & AUDITORS

- a) **Directors:** Mr. A.C.Rekhi, Mr. S.K.Murgai and Mr. Ramavtar Sharma retire by rotation and being eligible, offer themselves for re-appointment.
- b) **Auditors:** M/s. Krishan K Gupta & Co. Chartered Accountants, hold office until the conclusion of the ensuring Annual General Meeting and are eligible for re-appointment.

CONSERVATION OF ENERGY

Regarding information as per section 217(1) (e) of the Companies Act, 1956 the Company has no activity relating to Conservation of energy or technology absorption.



FOREIGN EXCHANGE

	<u>Current Year (Rs.)</u>	<u>Previous Year (Rs.)</u>
Total Foreign Exchange Earned during the year	NIL	1,43,72,778/-
Total Foreign Exchange used during the year	NIL	NIL

STOCK EXCHANGE

The shares of the company are listed at Delhi Stock Exchange Limited, DSE House, 3/1, Asaf Ali Road, New Delhi-110 002 and Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. The annual listing fee has been paid.

PARTICULARS OF EMPLOYEES

Information in accordance with Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) rules, 1975 is Nil.

ACKNOWLEDGEMENT

The Directors wish to place on record their appreciation of the sincere co-operation the company has received from its bankers and associated personnel.

**FOR AND ON BEHALF OF THE
BOARD OF DIRECTORS**

A.C.REKHI
Chairman

Dated: April 27, 2009
Place: New Delhi



BERVIN INVESTMENT & LEASING LTD.

REPORT ON CORPORATE GOVERNANCE

Pursuant to Clause 49 of the Listing Agreement, a Report on Corporate Governance is given below:

A. Mandatory Requirements

1. Company's philosophy on Code of Governance

The Company believes in and practices good corporate governance. The Company's philosophy is aimed at assisting the management of the Company in efficient conduct of the business and in meeting its obligations to all its Stakeholders.

2. Board of Directors

(As on 31.03.2009)

The Board of Directors comprises of one Promoter Director, three, non Executive Directors and One Secretary Director.

During the financial year under review Board Meetings were held on 28th April, 2008, 25th July, 2008, 30th October 2008 and 23rd January, 2009.

Attendance of each Director at the Board Meetings and last Annual General Meeting and the number of Companies:-

Name of Director	Category of Directorship	No. of Board Meetings attended	Attendance at last AGM	No. of other Companies excluding Pvt. Ltd. companies in which Director	No. of Committees (other than Bervin Investment & Leasing Ltd.) in which Member
Mr. V.K.Berlia	Promoter Director	3	Yes	Three	NIL
Mr. A.C.Rekhi	Independent N.E.D	4	Yes	Two	NIL
Mr. Ramavtar Sharma	Independent N.E.D	Nil	-	Three	NIL
Mr. T.S.Grover	Secretary Director	4	Yes	One	NIL
Mr. S.K.Murgai	Independent N.E.D	4	Yes	NIL	NIL



1. Audit Committee

Terms of Reference and Composition, Names of Members and Chairman.

During the year under review Audit Committee comprised of Mr. A.C.Rekhi, Chairman, Mr. T.S.Grover and Mr. S.K.Murgai. Mr. A.C.Rekhi, Mr. T.S.Grover and Mr. S.K.Murgai are Independent Directors. The terms of reference of these Committees are wide enough covering the matter specified for Audit Committee under the Listing Agreement.

Four Meetings were held during the year ended 31st March, 2009, Mr. S.K.Murgai, Mr. Rekhi and Mr. Grover attended all the Meetings.

2. Remuneration Committee

The Company has not formed a Remuneration Committee.

Remuneration of Directors – No Director is drawing any remuneration.

Non-Executive Directors

Non-Executive Directors are presently paid only sitting fees for attending Board Meetings.

Name of Directors	Sitting Fees Paid (Rs.)
Mr. V.K. Berlia	3000
Mr. A.C. Rekhi	4000
Mr. S.K. Murgai	4000
Mr. T.S. Grover	4000

5. Investor's / Shareholders' Committee

The members of the Committee are Mr. A.C. Rekhi, Chairman, Mr. K.L. Bansal and Mr. T.S. Grover.

Three meetings of the committee were held during the year which was attended by all the members.

An e-mail id has been designated for registering complaints / grievances from the investor, -e-mail id is : investor@bervin.com

6. Compliance Officer

Mr. T.S. Grover, Company Secretary

No complaints were received by the company.

No transfers were pending at the close of the financial year.



7. General Body Meetings

The last three Annual General Meetings were held as under :

Financial Year	Date	Time	Location
2005-2006	29.09.2006	10.30 A.M	7/31, Roop Nagar, New Delhi
2006-2007	29.09.2007	10.30 A.M	7/31, Roop Nagar, New Delhi
2007-2008	30.09.2008	11.00 A.M	7/31, Roop Nagar, New Delhi

No Special resolutions was put through postal ballot nor is any proposed for this year.

8. Disclosures

1. There were no transactions of material nature with its promoters. The Directors or the Management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large.

9. Means of Communication

Half yearly report sent to each household of shareholders.

No as the Results of the Company are published in the Newspapers and Press releases are also issued.

Quarterly Results

-do-

Any Website where displayed

No

Newspapers in which Results are normally published in

- i) Financial Express
- ii) Jansatta

Whether Management Discussion and Analysis is a part of the Annual Report

Yes

10. General Shareholder Information

AGM Date, Time and Venue

Wednesday, 30th Sept.2009 at 11.00 a.m.
At 7/31, Roop Nagar, New Delhi-110007