



# **TWENTIETH ANNUAL REPORT 2009-2010**



***BERVIN INVESTMENT & LEASING LTD***

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

**NOTICE**

Notice is hereby given that 20<sup>th</sup> Annual general Meeting of the members of the Company would be held as scheduled below :-

Date	:	Thursday, 30th Sept, 2010
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 31<sup>st</sup> March, 2010 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. V.K. Berlia, who retires by rotation but being eligible, offers himself for re-appointment.
3. To elect a Director in place of Mr. T.S. Grover, who retires by rotation but being eligible, offers himself for re-appointment.
4. 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: June 28, 2010

**NOTES:**

1. The Register of Members and share transfer Books will remain closed from 23.9.2010 to 30.9.2010 (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 LIMITED**  
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**PROXY FORM**

I/We ..... of .....  
..... in the district of ..... being a member/members of BERVIN  
INVESTMENT & LEASING LIMITED hereby appoint ..... of  
..... 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 TWENTIETH ANNUAL GENERAL MEETING  
of the Company to be held on Thursday, 30<sup>th</sup> September, 2010 and at any adjournment thereof.

Signed this ..... day of ..... 2010

DP. Id\* .....

Signature ..... Affix a .....  
One Rupee  
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.

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**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 30.09.2010.

.....  
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 LIMITED**  
607, Rohit House, 3, Tolstoy Marg, New Delhi-110 001**DIRECTOR'S REPORT**

Your Directors have pleasure in presenting their 20<sup>TH</sup> Annual Report together with audited accounts of your company for the year ended March 31, 2010.

<b>PERFORMANCE</b>	<b>(Figures in '000)</b>	
	<b><u>2009-2010</u></b>	<b><u>2008-2009</u></b>
Gross Income / Deficit	(-) 398	2019
Profit / Deficit before Depreciation	(-) 650	1677
Less: Depreciation	1	1
Tax for earlier year	6	--
Profit after tax / Deficit	(-) 657	1560
Less: Adjustment for Investments market value	20796	(-) 57056
Transfer to General Reserve	--	--
Balance brought forward	(-) 46717	8779
Balance to Balance Sheet	(-) 26579	(-) 46718

**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, 2010 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. V.K. Berlia & Mr. T.S. Grover 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.

## **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**

**Dated: April 29, 2010  
Place: New Delhi**

**A.C.REKHI  
Chairman**

## BERVIN INVESTMENT & LEASING LIMITED

### 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 31.03.2010)

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 27<sup>th</sup> April, 2009, 27<sup>th</sup> July, 2009, 25<sup>th</sup> September, 2009, 28<sup>th</sup> October, 2009 & 23<sup>rd</sup> January, 2010.

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	5	No	Three	NIL
Mr. A.C.Rekhi	Independent N.E.D	5	No	Two	NIL
Mr. Ramavtar Sharma	Independent N.E.D	Nil	-	Three	NIL
Mr. T.S.Grover	Secretary Director	5	Yes	One	NIL
Mr. S.K.Murgai	Independent N.E.D	5	Yes	NIL	NIL

### 3. 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.

Five Meetings were held during the year ended 31<sup>st</sup> March, 2010, Mr. V.K. Berlia, Mr. S.K.Murgai, Mr. A.C. Rekhi and Mr. T.S. Grover attended all the Meetings.

### 4. 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	5000/-
Mr. A.C. Rekhi	5000/-
Mr. S.K.Murgai	5000/-
Mr. T.S.Grover	5000/-

### 5. Investor's/Shareholder' 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



**7. General Body Meetings**

The last three Annual General Meetings were held as under:

Financial Year	Date	Time	Location
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
2008-2009	30.09.2009	11.00 AM	7/31, Roop Nagar, New Delhi

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

**8. Disclosures**

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 interest 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 Thursday, 30<sup>th</sup> Sept.2010 at 11.00 A.M.  
At 7/31, Roop Nagar, New Delhi-110007