



20th Annual Report 2001-2002

REPORT JUNCTION.COM

BodhTree Consulting Limited

Regd. Office: 61, Moore street, Chennai – 600 001

**20th ANNUAL GENERAL MEETING – 7th DECEMBER, 2002****ADMISSION SLIP**

Members of their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

L.F.No. _____

No. of shares Held _____

DP. Id*	
---------	--

Client Id.*	
-------------	--

	Name(s) in full	Father/Husband's Name	Address as Regd. with the Company
1.	_____	_____	_____
2.	_____	_____	_____
3.	_____	_____	_____

I/WE HEREBY RECORD MY/OUR PRESENCE AT THE 20TH ANNUAL GENERAL MEETING OF BodhTree Consulting Limited ON SATURDAY, THE 7TH DECEMBER, 2002 AT 11.30 A.M. AT 61, MOORE STREET, CHENNAI – 600 001

Please _/ in the box

☐

MEMBER

☐

PROXY

Member's Signature

Name of the Proxy in BLOCK LETTER _____

Proxy's Signature

- Applicable for investors holding shares in electronic form.

Notes : 1. Shareholders having any questions on accounts are requested to send them ten days in advance to enable the Company to collect the relevant information.

2. Shareholders who come to attend the meeting are requested to bring their copies of the Balance Sheet with them.

3. Shareholders are requested to advise their change in address as well as request for consolidation of accounts, if any, to the Registered Office of the Company.

BodhTree Consulting Limited

Regd. Office: 61, Moore street, Chennai – 600 001

PROXY FORM

L.F.No. _____

No. of shares Held _____

DP. Id*	
---------	--

Client Id.*	
-------------	--

I/We;

	Name(s) in full	Father/Husband's Name	Address as Regd. with the Company
1.	_____	_____	_____
2.	_____	_____	_____
3.	_____	_____	_____

being a member/members of BodhTree Consulting Limited hereby appoint _____ of _____ in the district of _____ or failing him _____ of _____ in the district of _____ as my/our proxy to attend and vote for me/us on my/our behalf of the Annual General Meeting of the Company to be held on Saturday, the 30th December, 2002 and at any adjournment thereof.

Signed this _____ day of _____ 2002.

Affix 30 Paise Revenue Stamp

- Applicable for investors holding shares in electronic form..

Signature.....

Notes: (i) The Form duly completed and signed should be deposited at the Registered Office of the Company not later than 48 hours before the time of the meeting.

(ii) Please mark the envelope 'BodhTree – PROXY'



NOTICE

Notice is hereby given that the Twentieth Annual General Meeting of Bodhtree Consulting Limited will be held at the Registered Office of the Company at 61, Moore Street, Chennai - 600 001 on Saturday, 7th December 2002 at 11:30 A.M. to consider the following business:

1. To receive and consider the Audited Balance Sheet of the Company as at 30th June 2002, the Profit and Loss Account for the year ended on that date, and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rajiv Verma, Director, who retires by rotation, and is eligible for reappointment
3. To appoint the Auditors of the Company and fix their remuneration

Special Business

4. To consider, and if thought fit, pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED that Mr. T Venkatram Reddy who has been appointed as an Additional Director on 31.08.2002, and holds office till the date of this meeting, be and hereby appointed as a Director of the Company."
5. To consider, and if thought fit, pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED that Mr. Muktesh Sharma who has been appointed as an Additional Director on 31.08.2002, and holds office till the date of this meeting, be and hereby appointed as a Director of the Company."
6. To consider, and if thought fit, pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED that Mr. Gusti Noria who has been appointed as an Additional Director on 31.08.2002, and holds office till the date of this meeting, be and hereby appointed as a Director of the Company."
7. To consider, and if thought fit, pass with or without modification, the following resolution as an Ordinary Resolution:



"RESOLVED that Mr. H Natarajan who has been appointed as an Additional Director on 31.08.2002, and holds office till the date of this meeting, be and hereby appointed as a Director of the Company."

Hyderabad
30th October 2002

By Order of the Board,

Sd/- Sanjiv Gupta
Managing Director

Notes:

1. A Member entitled to attend and vote at the Meeting is also entitled to appoint a Proxy to attend and vote at the Meeting instead of himself. A Proxy so appointed need not be a Member of the Company.
2. An Explanatory Statement as required by Section 173 of the Companies Act, 1956 is annexed to, and forms a part of this Notice
3. The Register of Members and the Share Transfer Books will be closed from 2nd December 2002 to 7th December 2002, both days inclusive.

**EXPLANATORY STATEMENT
(Pursuant to Section 173 of the Companies Act, 1956)**

Item No.4

Mr. T. Venkatram Reddy was appointed by the Board as an Additional Director of the Company on 31.08.2002. As per the provisions of Section 260, he holds office till the date of the ensuing Annual General Meeting.

A Notice has been received from a Member pursuant to Section 257 of the Companies Act, 1956, signifying his intention to propose the appointment of Mr. T Venkatram Reddy as a Director. The proposed resolution is set out for this purpose.

Your Directors recommend that the resolution be passed.

None of the directors, excepting Mr. T Venkatram Reddy himself is interested in the proposed resolution



Item No.5

Mr. Muktesh Sharma was appointed by the Board as an Additional Director of the Company on 31.08.2002. As per the provisions of Section 260, he holds office till the date of the ensuing Annual General Meeting.

A Notice has been received from a Member pursuant to Section 257 of the Companies Act, 1956, signifying his intention to propose the appointment of Mr. Muktesh Sharma as a Director. The proposed resolution is set out for this purpose.

Your Directors recommend that the resolution be passed.

None of the directors, excepting Mr. Muktesh Sharma himself is interested in the proposed resolution

Item No.6

Mr. Gusti Noria was appointed by the Board as an Additional Director of the Company on 31.08.2002. As per the provisions of Section 260, he holds office till the date of the ensuing Annual General Meeting.

A Notice has been received from a Member pursuant to Section 257 of the Companies Act, 1956, signifying his intention to propose the appointment of Mr. Gusti Noria as a Director. The proposed resolution is set out for this purpose.

Your Directors recommend that the resolution be passed.

None of the directors, excepting Mr. Gusti Noria himself is interested in the proposed resolution.

Item No.7

Mr. H. Natarajan was appointed by the Board as an Additional Director of the Company on 31.08.2002. As per the provisions of Section 260, he holds office till the date of the ensuing Annual General Meeting.

A Notice has been received from a Member pursuant to Section 257 of the Companies Act, 1956, signifying his intention to propose the appointment of Mr. H. Natarajan as a Director. The proposed resolution is set out for this purpose.

Your Directors recommend that the resolution be passed.

None of the directors, excepting Mr. H. Natarajan himself is interested in the proposed resolution.



Contents

Directors' Report 4

Auditor's Report 8

Balance Sheet 12

Schedules 14

Cash Flow Statement 22



Board of Directors

Mr. Sanjiv Gupta
Mr. Rajiv Verma
Mr. Sunil M. Darda
Mr. T. Venkatram Reddy
Mr. Gusti Noria
Mr. Muktesh Sharma
Mr. H. Natarajan

Managing Director

Director
Director
Director
Director
Director
Director

Auditors

Gokhale & Co
Chartered Accountants
3-6-322, Off No 306, Mahavir House,
Basheerbagh, Hyderabad - 29

Bankers

HongKong Shanghai Banking Corporation Ltd.
Uma Plaza, Road No.1,
Banjara Hills, Hyderabad – 500 082

HDFC Bank Ltd
Road No.10, Banjara Hills
Hyderabad – 500 034

Registered Office

61, Moore Street
Chennai – 600 001.
Phone: (044) 5292995 / 5292653 / 5291519
Fax: (044) 5292449

Corporate Office

1-8-617/2, Prakasham Nagar
Begumpet, Hyderabad – 500 016.
Phone: (040) 6265570 to 74
Fax: (040) 7762050
E-mail: info@bodhtree.com
URL: www.bodhtree.com



20th Report of the Board of Directors

The Members

Your Directors have pleasure in placing before you their 20th Annual Report, which relates to the operations of your Company for the year ended 30th June 2002

Finance and Accounts

The Audited Balance Sheet of your Company as at 30th June 2002 and the Profit & Loss Account for the year ended on that date are being circulated with this Report.

As can be seen from the Accounts, the financial results for the year under review have been as follows.

PARTICULARS	2001-02 (12 months)	2000-2001 (15 months)
	Rs. Lacs	Rs. Lacs
Income from operations	463.70	301.81
Other Income	14.60	52.30
TOTAL INCOME	478.30	354.11
Profit before Depreciation and Tax	232.58	107.68
Less Depreciation for the year	30.04	20.42
Operating Profit	202.54	87.26
Less Investments written off	106.87	Nil
Profit after prior period adjustments	98.35	87.26
Less Net Provision for Taxation	1.70	6.50
Profit after Tax	96.65	80.76

Your Directors are pleased to report that in spite of the slow-down in the Information Technology your company has been able to achieve significant growth in the billings for the year. However, there have been some delays in realization of the sale proceeds, and your Directors are making earnest efforts to collect the dues.

Your Directors have been making efforts to develop some business in the domestic market too, and the response to the initiatives taken are encouraging.

Directors' Responsibility Statement

In accordance with the provisions of Section 217 (2AA) of the Companies Act, 1956, your Directors wish to state as follows:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed, along with proper explanation relating to material departures.