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CanFin Homes Ltd
(Sponsor : CANARA BANK)



23rd Annual Report

2009 - 2010

Board of Directors



Mr. P.R. Yagnik



Mr. J.S. Vason



Mr. P. Santosh Kumar



Dr. Ashok K. Mittal



Mrs. Mythili Krishnamurthy



Mr. Ashok Kumar Jain



Mr. Anil Kumar Nayyar



Dr. K.K. Deb

BOARD OF DIRECTORS

Mr.S.Doreswamy	Chairman (upto 11-09-2009)
Mr.P.R.Yagnik	Chairman (from 14-10-2009)
Mr.J.S.Vasan	Director (upto 30-06-2010)
Mr.P.Santosh Kumar	Director (upto 19-06-2010)
Dr.Ashok K.Mittal	Director
Mr.Ashok Kumar Jain	Director (from 27-08-2009)
Mr.Anil Kumar Nayyar	Director (from 16-07-2010)
Mrs.Mythili Krishnamurthy	Managing Director (upto 15-06-2010)
Dr.K.K.Deb	Managing Director (from 15-06-2010)

EXECUTIVES

ASSISTANT GENERAL MANAGERS

Mr.G.V.Gopinath (upto 10-08-2009)
Mr.Rm.Veerappan
Mr.N.Vijayagopalan (upto 30-09-2009)
Mr.A.R.Gopal (upto 31-12-2009)
Mr.P.Vijayasekhara Raju
Mrs.M.Shamila
Mr.T.Bakthavalsalan

ASST. GENERAL MANAGER & COMPANY SECRETARY

Mr.K.S.Sathyaprakash

CHIEF MANAGERS

Mr.Sunil Kumar Mittal
Mr.Atanu Bagchi
Mr.Ajay Kumar G.Shettar
Mr.H.V.Shekhar
Mr.A.Madhukar
Mr.B.M.Sudhakar

REGISTRARS & SHARE TRANSFER AGENTS

Canbank Computer Services Ltd.,
Unit : Can Fin Homes Ltd.,
R & T Centre, J.P. Royale
I Floor, No.218, 2nd Main
Sampige Road (Near 14th Cross)
Malleswaram, Bangalore-560 003
Tel : 080-23469661/62, 23469664/65
Fax : 080-23469667/68
E-mail : ccsl@ccsl.co.in / canbankrta@ccsl.co.in

AUDITORS

K.P.Rao & Co.,
Chartered Accountants
'Poornima', 25
Madras Bank Road
Bangalore-560 001

PRINCIPAL BANKERS

Canara Bank

CAN FIN HOMES LTD., REGISTERED OFFICE

No.29/1, I Floor, Sir M.N.Krishna Rao Road, Basavanagudi, Bangalore-560 004
Tel : 080-26568687, 26570155, 26564259, 26563646 Fax : 080-26565746
E-mail : development@canfinhomes.com
Website : www.canfinhomes.com

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**MEMBERS ARE REQUESTED TO BRING THEIR COPIES OF THE
ANNUAL REPORT TO THE MEETING**

FINANCIAL HIGHLIGHTS

FOR THE YEAR ENDED MARCH 31, 2010

OPERATIONAL HIGHLIGHTS						Rs.in crore
	2005-06	2006-07	2007-08	2008-09	2009-10	Cumulative Figures
Loan approvals	824.88	417.09	263.88	356.28	652.86	6171.65
Loan disbursements	653.95	453.36	247.40	300.54	546.90	5329.21

FINANCIAL HIGHLIGHTS

Gross Income	148.21	190.00	221.47	222.91	216.44
Profit after Tax	26.95	30.10	28.40	31.53	39.19
Shareholder funds	173.67	197.78	219.76	246.50	274.89
Deposits	256.84	191.68	160.13	165.35	202.31
Borrowings	1296.87	1554.44	1480.88	1480.00	1663.00
Housing / other loan outstanding	1773.45	1941.53	1899.46	1887.18	2106.65
Dividend (%)	25	25	25	20	20

NOTICE

NOTICE is hereby given that the TWENTYTHIRD ANNUAL GENERAL MEETING of the Members of **CAN FIN HOMES LTD.**, will be held at 11 A.M. on Wednesday, the August 25, 2010 at the J.S.S. Mahavidya Peetha, Shivarathreeswara Centre Auditorium, 1st Main, 8th Block, Jayanagar, Bangalore-560 082 to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2010 and the Profit and Loss Account for the year ended that date together with the Report of the Directors and Auditors.
2. To declare a dividend.
3. To appoint a Director in the place of Dr.Ashok K.Mittal, who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider and if thought fit, to pass, with or without modification(s), the following as a Special Resolution, pursuant to Section 224A of the Companies Act, 1956 :

“RESOLVED that M/s.K.P.Rao & Co., Chartered Accountants, be and are hereby re-appointed as auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting, at such remuneration as may be fixed by the Board of Directors, in addition to reimbursement of out-of-pocket expenses incurred by them for the purpose of conducting audit of the accounts of the Company”.

“RESOLVED FURTHER that the following firms of Chartered Accountants be and are hereby re-appointed as the auditors to carry out the audit of the branches of the Company mentioned against each of their firm’s name, at such remuneration as may be fixed by the Board of Directors, in addition to reimbursement of out-of-pocket expenses incurred by them for the purpose of conducting the audit :

Sl. No.	Name of the firms of Chartered Accountants	Name of the Branches authorised for auditing
(i)	M/s.K.P.Rao & Co., Bangalore	Branches in the States of Karnataka, Kerala, Goa, Gujarat, Maharashtra and new branches, if any, to be opened by the Company during 2010-11.
(ii)	M/s.L.U.Krishnan & Co., Chennai	Branches in the State of Tamil Nadu and the Union Territory of Pondicherry.
(iii)	M/s.K.P.Rao Associates Hyderabad	Branches in the States of Andhra Pradesh and Orissa.
(iv)	M/s.H.K.Chaudhry & Co., New Delhi	Branch(es) at New Delhi, Noida, Faridabad, Gurgaon, Jaipur, Lucknow, Chandigarh, Bhopal, Raipur, Indore and Patna”.

SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without modification(s), the following resolutions :

As Ordinary Resolutions

5. "RESOLVED that Mr.Ashok Kumar Jain be and is hereby appointed as a Director of the Company, liable to retire by rotation".
6. "RESOLVED that Mr.Anil Kumar Nayyar be and is hereby appointed as a Director of the Company, liable to retire by rotation".
7. "RESOLVED that Dr.K.K.Deb be and is hereby appointed as a Director of the Company".

"FURTHER RESOLVED that pursuant to the provisions of Section 198, 269, 309 and 310 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956, including any amendment, modification, variation or re-enactment thereof, approval of the members of the Company be and is hereby accorded to the appointment of Dr.K.K.Deb, Deputy General Manager, Canara Bank, as the Managing Director of the Company with effect from the afternoon of June 15, 2010 for a period not exceeding 3 years or till the date of attaining superannuation, whichever is earlier, at such remuneration he is entitled to in accordance with the Service Regulations of Canara Bank and any modifications and revisions thereof that might take place from time to time and payable by way of reimbursement to Canara Bank and on the terms and conditions including remuneration payable to him as the Managing Director as detailed in the explanatory statement attached hereto, provided however that the remuneration payable to Dr.K.K.Deb shall not exceed the limits prescribed under Schedule XIII to the Companies Act, 1956, including any amendment, modification, variation or re-enactment thereof".

"FURTHER RESOLVED that the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings, if any, as may be required and to delegate all or any of its powers herein conferred to any Director(s) or Committee of Directors to give effect to the aforesaid resolutions".

BY ORDER OF THE BOARD OF DIRECTORS

Place : Bangalore
Date : July 03, 2010

K.S.SATHYAPRAKASH
Company Secretary

Registered Office :
No.29/1, I Floor
Sir M.N.Krishna Rao Road
Basavanagudi, Bangalore-560 004

NOTES

1. **A MEMBER ENTITLED TO ATTEND THE MEETING AND VOTE THEREAT IS ENTITLED TO APPOINT A PROXY. A PROXY ATTENDING THE MEETING CAN VOTE ON HIS / HER BEHALF ONLY ON A POLL. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE ATTENDANCE SLIP-CUM-PROXY FORM IS PLACED AT THE END OF THIS ANNUAL REPORT. PROXIES IN ORDER TO BE VALID MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING OR HOLDING THE ADJOURNED MEETING IN RELATION TO WHICH THE PROXY IS GIVEN.**
2. The Company would accept the Attendance Slip from a Member actually attending the Meeting or from a valid Proxy (registered with the Company not less than 48 hours prior to the Meeting).
3. The relative Explanatory Statements, pursuant to Section 173 (2) of the Companies Act, 1956, in respect of the Special Business vide item Nos.5, 6 and 7 of the notice are enclosed herewith.
4. The Register of Members and Share Transfer Books of the Company would remain closed from Thursday the August 19, 2010 to Wednesday the August 25, 2010 (both days inclusive) for the purpose of payment of dividend for the financial year 2009-10.
5. Payment of dividend for the financial year 2009-10, on declaration, will be made after August 25, 2010, to those members whose names appear in the Register of Members of the Company as on August 18, 2010.
6. Members are requested to promptly notify any change in their address to the Registrars and Share Transfer Agents of the Company viz., M/s. Canbank Computer Services Ltd., R & T Centre, Unit : Can Fin Homes Ltd., J.P. Royale, I Floor, No.218, 2nd Main, Sampige Road (Near 14th Cross), Malleshwaram, Bangalore-560 003, immediately.
7. The Company has transferred unclaimed dividend up to Dividend 1996 to the General Revenue A/c of the Central Government in terms of Section 205A of the Companies Act, 1956. Those who have not encashed the dividend warrants for the said period may claim their dividend from the Registrar of Companies in Karnataka, Office of the Registrar of Companies, II Floor, E Wing, Kendriya Sadana, Koramangala, Bangalore-560 034.
8. Members who have not encashed their dividend warrants for the years 2002-03 to 2008-09 are requested to approach the Company or the Registrars and Share Transfer Agents of the Company for revalidating the warrants or obtaining cheques in lieu of warrants. Pursuant to the provisions of Section 205A & 205C of the Companies Act, 1956, the dividend declared for 2002-2003 remaining unclaimed and unpaid as of July 31, 2010, would be transferred to the Investor Education & Protection Fund (IEPF) on completion of 7 years from the date on which it became first due for payment i.e. on July 31, 2003. Members may please note that no claim shall lie against the IEPF or the Company in respect of Dividend 2003 after July 31, 2010. Members may please respond to the reminders sent by the Company during June, 2010 in that regard.
9. The shareholders holding shares in more than one folio are requested to consolidate their folios by sending a request letter to the Company or to the Registrars and Share Transfer Agents of the Company.

10. **The shareholders desirous of obtaining any information with regard to the audited annual accounts of the Company for the financial year 2009-10 or on any other related subject are requested to write to the Company at least 15 days before the date fixed for the Annual General Meeting, so that the information required could be kept ready.**
11. **Nomination facility** : Consequent to the introduction of Section 109A of the Companies Act, 1956 and as has been already brought to the notice of all the Members, individual Members are entitled to make a nomination in respect of the shares held by them. The Members, who have not yet sent the said nominations, are requested to send the Nomination in Form-2B (in duplicate) to the Registrars and Share Transfer Agents of the Company for registering the nominations, if any.
12. Members holding shares in de-materialised form may please note that the dividend payable [on the basis of beneficial ownership as per the details furnished by the National Securities Depository Ltd., / Central Depository Services (India) Ltd.,] will be credited to the respective beneficial owner's bank account through the Electronic Clearing Services (ECS), subject to availability of ECS facility at such centers as notified by the Reserve Bank of India.
13. Members holding shares in electronic / de-materialised form may please note that their bank account details as furnished by the respective Depositories to the Company will be printed on their dividend warrants as per the applicable Regulations of the Depositories Act, 1996 and the Company will not be in a position to act on any direct request from such members for change / deletion of such bank details. Further, the instructions, if any, already given by the Members, in respect of shares held in physical form will not automatically be applicable to the dividend paid on shares held in electronic / de-materialised form. *Members may therefore give instructions to their Depository Participants immediately,* regarding their latest bank account numbers / particulars (comprising 13 digits or otherwise, as the case may be), to which they wish to receive dividend.
14. The Members holding shares in physical mode are requested to furnish their latest bank account numbers / particulars (comprising 13 digits or otherwise, as the case may be) directly to the Registrars and Share Transfer Agents for incorporation of the same on the dividend warrants. This would also facilitate for payment of dividend through ECS, based on the request, if any, received from the respective shareholders.
15. **Members attending the Annual General Meeting are requested to bring the following (as applicable) :**
 - (a) DP & Client ID Number(s) by Members holding shares in de-materialised form.
 - (b) Folio number(s) by Members holding shares in physical form.
 - (c) Copy of the Annual Report (2009-10).
 - (d) Attendance Slip duly completed and signed by the respective members or valid proxies, as per the specimen signature lodged with the Company.
 - (e) Member Companies / Institutions are requested to send a copy of the resolution of their Board or Governing Body, authorising their representative to attend and vote at the Annual General Meeting.

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956 ("the Act").

In respect of Item No.5

The Board of Directors of the Company, appointed Mr.Ashok Kumar Jain, Chartered Accountant, as an Additional Director of the Company with effect from August 27, 2009. Pursuant to Article 22 of the Articles of Association of the Company ("Articles"), read with Section 260 of "the Act", Mr.Ashok Kumar Jain holds office only up to the date of the ensuing Annual General Meeting.

Mr.Ashok Kumar Jain is a qualified and Practising Chartered Accountant in Agra. He is a non-official Director on the Board of Allahabad Bank since August 10, 2007 and presently a member of the Board of Directors and Chairman of Management Committee and Audit Committee of the Bank.

Mr.Ashok Kumar Jain was also a non-official Director on the Board of Punjab National Bank from November 2001 to November 2004. During the said term he was the Chairman / Member of various sub-committees of the Board. Mr.Jain is also holding the place of Management / Executive membership in various Commercial, Social, Health and Religious Organisations in the State of Uttar Pradesh.

Mr.Ashok Kumar Jain has about 31 years of professional experience in conducting various audits of nationalised banks, Public Sector Undertakings and reputed organisations of private sector. He has been a member of Cotton Advisory Board, Ministry of Textile, Govt. of India, Member of ZRUCC, Indian Railways, Export Committee Exim Federation, Revenue Committee, Nagar Nigam, Agra, Minimum Wages Advisory Committee, Ministry of Labour, U.P., Director in UPSRTC, U.P.

The Company has received a notice in writing from a member of the Company, under Section 257 of "the Act" signifying their intention to propose the appointment of Mr.Ashok Kumar Jain, as a Director of the Company.

Mr.Ashok Kumar Jain is willing to act as a Director of the Company, if so appointed and has filed with the Company his consent pursuant to Section 264(1) of "the Act".

Mr.Ashok Kumar Jain, is not holding any equity share in the Company (both own and held by / for other persons on a beneficial basis) and has not availed any loan from the Company.

Your Directors are of the opinion that the appointment of Mr.Ashok Kumar Jain as a director would be in the best interest of the Company and accordingly recommend the passing of the resolution proposed at Item No.5 of the Notice.

No Director other than Mr.Ashok Kumar Jain is in any way concerned or interested in the said resolution.

In respect of Item No.6

The Board of Directors of the Company, appointed Mr.Anil Kumar Nayyar as an Additional Director of the Company with effect from July 16, 2010. Pursuant to Article 22 of the Articles of Association of the Company ("Articles"), read with Section 260 of "the Act", Mr.Anil Kumar Nayyar holds office only up to the date of the ensuing Annual General Meeting.

Mr.Anil Kumar Nayyar is a degree holder in Science, a graduate in Law and a CAIIB.

Mr.Anil Kumar Nayyar started his career as an Officer in Canara Bank in the year 1972. During his service in the Bank over a period of 38 years, he has served in different parts of the Country and headed Circle Office at Jalandhar. Mr.Anil Kumar Nayyar has varied and rich experience of commercial banking. He is presently working as General Manager, Corporate Credit Wing, Canara Bank, Head Office, Bangalore.

The Company has received a notice in writing from a member of the Company, under Section 257 of "the Act" signifying their intention to propose the appointment of Mr.Anil Kumar Nayyar as a Director of the Company.

Mr.Anil Kumar Nayyar is willing to act as a Director of the Company, if so appointed and has filed with the Company his consent pursuant to Section 264(1) of "the Act".

Mr.Anil Kumar Nayyar is not holding any equity share in the Company (both own and held by / for other persons on a beneficial basis) and has not availed any loan from the Company.

Your Directors are of the opinion that the appointment of Mr.Anil Kumar Nayyar as a director would be in the best interest of the Company and accordingly recommend the passing of the resolution proposed at Item No.6 of the Notice.

No Director other than Mr.Anil Kumar Nayyar is in any way concerned or interested in the said resolution.