



DJS STOCK AND SHARES LIMITED





DJS Stock and Shares Limited

Board of Directors

Sri Padmakant D Shah
Chairman
 Sri Prakash D Shah
Managing Director
 Sri Devang M Shah
 Sri K. Annamalai
 Whole-time Director
 Sri Jayantilal P Shah
 Sri Bhagawathi Prasad
 Sri Chandan Parmar
 Sri Amit P Bhansali
 Sri Shohesh P Shah

Auditors

P Mahendran B.Sc FCA
 Chartered Accountant
 Coimbatore - 18

Bankers

Global Trust Bank Ltd.,
 Oriental Bank of Commerce Ltd
 Centurian Bank Ltd

Head Office

43.V.B. Gandhi Marg
 Opp. Oriental Bank of Commerce
 Fort. Mumbai - 400 023

Regd. Office

14, Arts College Road
 Coimbatore - 641 018

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Notice of the 6th Annual General Meeting

Notice is hereby given that the Sixth Annual General Meeting of the shareholders of the Company will be held on Saturday, the 30th September, 2000 at 4.30 p.m. at the Registered Office of the Company at 14, Arts College Road, Coimbatore - 641 018 to transact the following business :

Ordinary Business

1. To consider, approve and adopt the Profit and Loss Account of the Company for the year ended 31st March 2000, the Balance sheet as at that date and the report of the Board of Directors and Auditor.
2. To appoint a Director in the place of Sri Amit P. Bhansali who retires by rotation and being eligible, offers him self for reappointment.
3. To appoint a Director in the place of Sri Jayanthilal P. Shah who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in the place of Sri Devang M. Shah who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint Auditors to hold office from the conclusion of the Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS :

6. To consider and if thought fit to pass with or without modification the following resolution as Special Resolution :

Resolved that pursuant to Section 198, 269, 309, 310, 314, Schedule XIII and other applicable provisions, if any of the Companies Act, 1956, the consent of the Company be and is hereby accorded to the Board of Directors for their re-appointing Sri. K. Annamalai, as Whole-time Directors of the Company for a further term of 5 years with effect from 27th June, 2000 without any remuneration.

Resolved further that Sri K. Annamalai shall be entitled for reimbursement of all expenses incurred by him for the purpose of business of the Company shall not be liable to retire by rotation.

Coimbatore
31.7.2000

By order of the Board
for DJS Stock and Shares Limited
(Sd.) Prakash D Shah
Managing Director

- Note :**
1. A member is entitled to attend and vote at the meeting is also entitled to appoint proxy(ies) and such proxy(ies) need not be a member(s). A proxy form is enclosed. A proxy to be valid should be properly filled in and signed by the member after affixing necessary stamp and should be lodged at the registered office of the company at least fortyeight hours before the commencement of the meeting.
 2. Change of address if any, should be notified to the company at its Registered office promptly. Members are also requested to send in their latest specimen signature in order to avert difficulty in transfer of their shares.
 3. The share transfer Books of the Company shall remain closed for 4 days from 26th September to 30th September 2000. (Both days inclusive)



Directors' Report

Dear Shareholders,

Your Board of Directors are glad to present to you the 6th Annual Report for the year ending 31st March, 2000. The financial highlights are as given below :

Financial Results	(Rs. in lakhs)	
	1999-2000	1998-99
	(Rs. Lacs)	(Rs. Lacs)
Gross Income	435.16	229.47
Gross Profit	217.33	62.84
Depreciation	10.80	9.22
Profit before tax	206.53	53.62
Provision for taxation	70.07	15.90
Profit after tax	136.45	37.72
Profit available for appropriation	136.45	37.72
Appropriations		
General Reserve	—	—
Surplus carried over to	132.73	36.46
Balance sheet		

Dividend :

Your Board carefully considered of recommending a dividend. In order to preserve the earnings for future investment like internet trading and Technology Development, it was decided not to recommend the dividend for the year under report.

Prospects :

During the year under report, the Company has opened BOLT Terminals at Namakkal. The Company's Depository Division is fully operational. Main DP is located at Mumbai, Sub DP is located at Coimbatore. Some more Sub DP will be opened soon. The Company has opened authorised collection centre for DP at Erode, Madurai, Namakkal, Pollachi, Coonoor. Bolt Terminal will be operational at Tirunelveli and Udumalpet, soon.

Directors :

Sri Nitin A. Brahmbhatt had resigned from the office of Director due to his personal pre-occupation. Your Board records its appreciation for the valuable services rendered by Sri Nitin A. Brahmbhatt as Director on the Board of your Company.

Sri Amit P. Bhansali, Sri Jayanthilal P. Shah and Sri. Devang M. Shah are retiring at this Annual General Meeting and they, Sri K. Annamalai has been the whole-time Directors since 27th June, 1995, for a period of 5 years. Keeping his valuable service, your Board have re-appointed him for a further term of 5 years from 27th June, 2000 subject to your approval in the ensuing Annual General Meeting.

Auditors :

Mr P Mahendran, Chartered Accountant retires at the conclusion of this Annual General Meeting and is eligible for re-appointment.

Deposits :

The Company has not accepted any deposits from the public.

Particulars to be furnished under section 217 of the Companies Act. 1956.

The information required pursuant to provisions of section 217 (2-A) of the Companies Act. 1956 read with Companies (particulars of employees) rules 1975 will not apply to the company as there was no employee in receipt of remuneration of Rs.6,00,000/- p.a. or Rs.50,000 per month during the period under review.

Likewise, the provisions relating to conservation of energy etc. are not applicable as the Company is not a manufacturing Company.

Cash Flow Statement :

The cash Flow statement and the Financial figures with the projected one in the Prospectus issued in the Public Issue with explanation for variation, as prescribed by SEBI is annexed hereto and forms part of this report.

Acknowledgement

The Board of Directors acknowledge with gratitude the valuable support extended by the clients, Shareholders, SEBI, Financial Institutions, Mutual Funds, Stock Exchanges, Foreign Institutional Investors and Bankers. The Board also records its appreciation of the co-operation, dedication and support extended to the Company by all the staff.

Coimbatore
31.7.2000

For and on Behalf of the Board of Directors
(Sd.) **Prakash D Shah**
Managing Director