



GUJARAT HOTELS LIMITED

19th ANNUAL REPORT
2000-2001



GUJARAT HOTELS LIMITED

BOARD OF DIRECTORS

CHAIRMAN

SAHIBZADA SYED HABIB-UR-REHMAN

DIRECTORS

SUBRAHMONEYAN CHANDRA SEKHAR

GAUTAM V. SHAH

NAKUL ANAND

ASHOK K. TANDON

PRAFULL I. BHUVA

COMPANY SECRETARY

T. NEELAKANTAN

AUDITORS

M/s. PARIKH & TALATI

CHARTERED ACCOUNTANTS

VADODARA - 390 007.

BANKERS

STATE BANK OF INDIA

ALKAPURI BRANCH,

VADODARA - 390 007.

REGISTERED OFFICE

WELCOMHOTEL VADODARA

R. C. DUTT ROAD

VADODARA - 390 007.



GUJARAT HOTELS LIMITED

Registered Office : WELCOMHOTEL VADODARA, R. C. DUTT ROAD, VADODARA-390 007.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Nineteenth Annual General Meeting of the Members of Gujarat Hotels Limited will be held at WelcomHotel Vadodara, R. C. Dutt Road, Vadodara 390 007, on Friday, the 31st day of August, 2001 at 11.00 a.m. for transaction of the following businesses :

ORDINARY BUSINESS :

1. To consider and adopt the Accounts of the Company for the financial year ended 31st March, 2001, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.
2. To declare a dividend for the financial year ended 31st March, 2001.
3. To appoint Directors in place of those retiring by rotation.
4. To appoint Auditors and to fix their remuneration. In this connection, to consider and, if thought fit, to pass, with or without modification, the following resolution which will be proposed as an Ordinary Resolution :-
"Resolved that M/s Parikh & Talati, Chartered Accountants, be and are hereby appointed as the Auditors of the Company to hold such office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration of Rs.15,000/- [fifteen thousand only] plus service tax as applicable and reimbursement of out of pocket expenses incurred."

SPECIAL BUSINESS :

5. To consider and, if thought fit, to pass the following resolution which will be proposed as a Special Resolution :-
"Resolved that pursuant to the provisions of Section 163 of the Companies Act, 1956, the Company hereby approves that the Register of Members, Index of Members, the Register and Index of Debentureholders, if any, and copies of all returns prepared under Section 159 of the Companies Act, 1956, as also the copies of all certificates and documents required to be annexed thereto under Section 161 of the Companies Act, 1956, be kept with M/s. MCS Limited, Neelam Apartments, Productivity Road, Vadodara - 390 007, effective 1st October, 2001 instead of being kept at the Registered Office of the Company."



GUJARAT HOTELS LIMITED

The Register of Members of the Company shall remain closed from Thursday, 16th August, 2001 to Friday, 31st August, 2001 (both days inclusive). Share Transfers received in order at the Company's Registrars and Share Transfer Agents, M/s. PCS Industries Limited, "Ashirwad" 18, Ganga Park, Gotri Road, Vadodara - 390 007 by the close of business hours (6 pm) on Tuesday, 14th August, 2001. (15th August, 2001, being National Holiday), would be passed for payment of dividend, if declared, to the transferees or to their mandatees and the dividend, if declared, will be paid on or after 15th September, 2001, to those Members of the Company as on 31st August, 2001, or to their mandatees, subject, however, to the provisions of Section 206 A of the Companies Act, 1956 or any amendment or modification thereof. In respect of dematerialised shares, the dividend will be payable on the basis of beneficial ownership as per details to be furnished by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

REGISTERED OFFICE :

WelcomHotel Vadodara
R. C. Dutt Road,
VADODARA - 390 007.

By order of the Board

T. NEELAKANTAN

Company Secretary

New Delhi.

13th June, 2001

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NOTES :

1. A Member entitled to attend and vote at this Annual General Meeting may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a member of the Company. Proxies in order to be effective, must be received at the Registered Office of the Company not less than forty eight hours before the commencement of this Annual General Meeting, i.e. by 11 a.m. on 29th August, 2001.
2. An Explanatory Statement pursuant to Section 173 of the Companies Act, 1956, relating to the Special Business to be transacted at this Annual General Meeting is attached.
3. Corporate Members are requested to send a duly certified copy of the Board Resolution authorising their representative to attend and vote at the Annual General Meeting.
4. In accordance with the provisions of Article 147 of the Articles of Association of the Company, Mr. Ashok K. Tandon and Mr. Prafull I. Bhuvra will retire by rotation at this Annual General Meeting and being eligible, offer themselves for re-appointment.
5. Members are requested to bring the admission slips along with their copies of Annual Reports to the Meeting.
6. Members are requested to send all correspondence concerning registration of transfers, transmissions, sub-division and consolidation of Shares or any other Share related matters to the Company's Registrars and Share Transfer Agents at the aforesaid address.
7. Members holding shares in physical form are requested to notify any change in their address/mandate/bank details immediately to the Company's Registrars and Share Transfer Agents at the aforesaid address.
Members holding shares in electronic form are requested to notify any changes in their address/mandate/Bank details immediately to their respective Depository Participants(s), as the same shall be printed on the dividend warrants.
8. With a view to provide protection against fraudulent encashment of Dividend Warrants, the members are requested to provide their bank Account numbers, names of the bank and branch to enable the Company to incorporate the said details in the dividend warrants for the dividend, if declared, for the year 2000-2001 by quoting their folio numbers so as to reach the Company's Registrars and Share Transfer Agents at the aforesaid address, latest by 31st August, 2001.
9. Members holding shares in physical form who have multiple folios in identical names or joint accounts in the same order are requested to send all the Share Certificate(s) to the Company's Registrars and Share Transfer Agents at the aforesaid address, for consolidation of all such shareholdings into one folio to facilitate better service.
10. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under section 109A of the Companies Act, 1956, are requested to write to the Company's Registrars and Share Transfer Agents at the aforesaid address for the prescribed form 2B.
11. As per SEBI's directive, the shares of the Company have to be traded compulsorily in dematerialised form by all investors. Members who have not yet dematerialised their shares, are requested to have their shares dematerialised to avail the benefits of electronic form of trading. To enable Members to have an easy access to the demat system, the