



GUJARAT HOTELS LIMITED

20th ANNUAL REPORT
2001-2002

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GUJARAT HOTELS LIMITED

BOARD OF DIRECTORS

CHAIRMAN

SAHIBZADA SYED HABIB-UR-REHMAN

DIRECTORS

SUBRAHMONEYAN CHANDRA SEKHAR

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 Twentieth Annual General Meeting of the Members of the Gujarat Hotels Limited will be held at WelcomHotel Vadodara, R. C. Dutt Road, Vadodara - 390 007 on Friday, the 19th July, 2002 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, 2002, 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, 2002.
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] plus service tax as applicable and reimbursement of out of pocket expenses incurred."

The Register of Members of the Company shall remain closed from Tuesday, 09th July, 2002 to Friday, 19th July, 2002 (both days inclusive). Share Transfers received in order at the Company's Registrars and Share Transfer Agents, M/s. MCS LIMITED, Neelam Apartments, 88, Sampatrao Colony, Alkapuri, Vadodara - 390 007 by the close of business hours (6 pm) on Monday, 08th July, 2002, 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 Wednesday, 24th July, 2002, to those Members entitled thereto and whose names shall appear on the Register of Members of the Company as on Friday, 19th July, 2002, or to

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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 and Central Depository Services (India) Limited for this purpose.

REGISTERED OFFICE :
WelcomHotel Vadodara
R. C. Dutt Road, Alkapuri,
VADODARA - 390 007.

By order of the Board

T. NEELAKANTAN
Company Secretary

New Delhi.
20th May, 2002.

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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 11.00 a.m. on Wednesday, 17th July, 2002.**
2. 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.
3. In accordance with the provisions of Article 147 of the Articles of Association of the Company, Shri S. S. H. Rehman and Shri S. C. Sekhar will retire by rotation at this Annual General Meeting and being eligible, offer themselves for re-appointment.
4. Members are requested to bring the admission slips alongwith their copies of Annual Reports to the Meeting.
5. 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, M/s. MCS LIMITED, Neelam Apartment, 88, Sampatrao Colony, Alkapuri, Vadodara - 390 007.
6. 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 Dividend Warrants.
7. With a view to provide protection against fraudulent encashment of Dividend Warrants, the members are requested to provide their bank Account numbers, name 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 2001-2002 by quoting their folio numbers so as to reach the Company's Registrars and Share Transfer Agents at the aforesaid address, latest by Friday, 19th July, 2002.
8. 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 Registrar and Share Transfer Agents at the aforesaid address, for consolidation of all such shareholdings into one folio to facilitate better service.
9. 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.

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10. 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 Company has executed agreements with both the Depositories, namely, National Securities Depositories Limited (NSDL), and Central Depository Services (India) Limited (CDSL). The Company has appointed M/s MCS LIMITED, as Registrars for the purpose of electronic connectivity for effecting dematerialisation of Shares.
11. Dividend
- i) Dividend on equity shares, if declared, will be paid on or after Wednesday, 24th July, 2002 subject to deduction of applicable income tax as per provisions of finance Act, 2002, where the dividend amount payable to shareholder exceeds Rs. 1000/- (Rupees one thousand only).
 - ii) For shareholders with dividend amount over Rs. 1000/-, declaration in form 15 G for claiming receipt of dividend without deduction of income Tax, wherever applicable, should reach the Registrar and Share Transfer Agents of the Company before Friday, 19th July, 2002.

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