

**ABRIDGED  
ANNUAL REPORT 1998 - 99**



**MADAN FINANCIAL SERVICES LIMITED**



## MADAN FINANCIAL SERVICES LIMITED

BOARD OF DIRECTORS	:	Shri. M.A. PAI Chairman Shri. MADANCHAND DARDA Vice-Chairman Shri. SUNIL M. DARDA Managing Director Shri. V. K. PADMANABHAN Shri DEORAJ DARDA Directors
AUDITORS	:	M/s. BHANDARI & KESWANI Chartered Accountants 34-B, Nungambakkam High Road Chennai 600 034.
BANKERS	:	BANK OF BARODA Chennai 600 001. BANK OF MADURA Chennai 600 001. VIJAYA BANK Chennai 600 008.
REGISTERED OFFICE	:	"MADAN CHAMBERS" 124, Marshalls Road Egmore, Chennai 600 008.
SHARE TRANSFER AGENT	:	Integrated Enterprises (India) Limited 46/3, Vijayaraghava Road T Nagar, Chennai 600 017. Phones: 8238891, 8238892

The Accounts in Abridged Form are being circulated to the Members in terms of Section 219(1)(iv) of the Companies Act, 1956. A Complete Copy of each of the Balance Sheet as at 30.09.1999 and of all other documents required to be annexed or attached thereto is available for inspection at the Registered Office of the Company during business hours on all working days of the Company upto the date of the forthcoming Annual General Meeting.

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**MADAN FINANCIAL SERVICES LIMITED****NOTICE**

Notice is hereby given that the Nineth Annual General Meeting of the Members of Madan Financial Services Limited will be held on Thursday, the 30th day of December, 1999 at 11 a.m. at "Sivasakthi Kalyana Mandapam" W-126, 3rd Avenue, Anna Nagar, Chennai 600 040, to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Balance Sheet as on September 30, 1999 and the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors.
2. To appoint a Director in the place of Shri V.K. Padmanabhan who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in the place of Shri Deoraj Darda who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint Auditors and to fix their remuneration. The retiring Auditors, M/s. Bhandari and Keswani, Chartered Accountants, Chennai are eligible for reappointment.

**SPECIAL BUSINESS:**

5. To consider and if thought fit, to pass, with or without modification the following resolution as a Special Resolution.

RESOLVED THAT pursuant to Section 17 and other applicable provisions, if any, of the Companies Act, 1956 and subject to the approval of the Registrar of Companies, Tamilnadu, the main Objects Clause of the Memorandum of Association of the Company be and is hereby altered in the following manner:

- (i) The existing Sub-Clause 1 of Clause III A be substituted by the following :

To carry on the business of Buying and Selling of Shares and Securities of all kinds of description, Investment Business, Port Folio Management, Investment Counselling, Fixed Deposit Brokers, Inter-Corporate Investment Canvassers, Financial Consultants, Finance and Discount Brokers of all kinds and types in all their aspects in India or outside.

- (ii) The existing Sub-Clause 5 of Clause III A be deleted.

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

RESOLVED THAT pursuant to the provisions of Section 372A of the Companies Act, 1956, the consent of the Company be and is hereby accorded to the Board of Directors for investing and lending their Company's funds upto Rs. 5,50,00,000 (Rupees Five Crores and Fifty Lakhs Only) at any point of time.

By order of the Board  
for **MADAN FINANCIAL SERVICES LIMITED**

**SUNIL M. DARDA**  
Managing Director.

Date : 15.11.1999  
Place : Chennai

**NOTES:-**

1. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote instead of himself and such proxy need not be a member of the company. The proxies, in order to be valid must be received at the Registered Office of the company not less than 48 hours before the commencement of the meeting.
2. Members are requested to bring in their admission slip duly filled in and handover at the entrance of the Meeting hall.
3. The Members are requested to quote their Folio no. in all correspondence with the Company.
4. The register of members and share transfer books of the Company will remain closed from 28.12.1999 to 30.12.1999 (both days inclusive).
5. The relevant explanatory statement pursuant to Section 173 of the Companies act, 1956 is annexed.
6. Members are requested to notify any change in their address.
7. Members are requested to bring their copies of the annual report to the meeting.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956.****SPECIAL BUSINESS:****Item No. 5**

Since your Company is a Non-Banking Financial Company, to comply with the latest guidelines it is proposed to alter the Main Objects Clause by deleting the activities such as Stock-Broking, Merchant Banking etc., and retain the character of Investment Company. Alteration of Objects Clause requires members and Registrar of Companies approval. Hence this resolution is proposed.

The Draft Copy of the Memorandum of the Company is available for inspection at the Registered Office of the Company on any working day during the business hours.

The Board recommends the adoption of the resolution.

None of the Directors of the Company is concerned or interested in the resolution.

**Item No. 6**

Your Company is a Non-Banking Financial Company duly registered with Reserve Bank of India in terms of Section 45IA of Reserve Bank of India Act, 1934.

At present the Investments and the Loans given by the Company stood at Rs. 4.80 Crores. As per the provisions of Section 372A of the Companies Act, 1956, Investments / Loans beyond 60% of the Paid-up Capital and Free Reserves need to be approved by the members. The above Investments / Loans are made before new provision came into force.

Hence it is proposed to get the member's approval for the present Investments / Loans and also for the proposed operations from the members of the company. Hence the resolution is proposed.

The Board recommends the adoption of the resolution.

None of the Directors of the Company is concerned or interested in the resolution.

By order of the Board  
for MADAN FINANCIAL SERVICES LIMITED

Date : 15.11.99  
Place : Chennai.

SUNIL M. DARDA  
Managing Director.