

SHALIBHADRA FINANCE LTD.

*Director.*



# SHALIBHADRA

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## FINANCE LIMITED

Report  junction.com

### ANNUAL ACCOUNTS

1999-2000

# SHALIBHADRA

## FINANCE LIMITED

### BOARD OF DIRECTORS

SHRI MAYUR A. VORA	Chairman
SHRI MINESH M. DOSHI	Managing Director
SHRI MUKUND H. DOSHI	Director
SHRI SHASHIKANT A. VORA	Director

### REGISTERED OFFICE

103, Rewa Chambers,  
31, New Marine Lines,  
Mumbai - 400 020. India.

### ADMINISTRATIVE OFFICE

3, Kamat Industrial Estate,  
Opp. Siddhivinayak Temple,  
Prabhadevi,  
Mumbai - 400 025.

CONTENTS	Page No.
Notice	1
Directors Report	2
Auditors Report	4
Balance Sheet	6
Profit & Loss Account	7
Schedules	8
Notes to Accounts	16
Cash flow statement	18
Proxy Form & Attendance	21

### BRANCHES

Vapi  
Bharuch

### BANKERS

Dena Bank

### AUDITORS

M/s. Keswani & Keswani  
Chartered Accountants

### ADVOCATES & SOLICITORS

Kanga & Co.,  
Mumbai.

### SHARE TRANSFER SERVICE

103, Rewa Chambers,  
31, New Marine Lines,  
Mumbai - 400 020. India.

9th Annual General Meeting on Friday, 29th September 2000 at 3.30 p.m. at 3, Kamat Industrial Estate, 396, Veer Savarkar Marg, Opp. Siddhivinayak Temple, Prabhadevi, Mumbai - 400 025.

Shareholders are requested to bring their copies of the Annual Report along with them at the Annual General Meeting.

### NOTICE

NOTICE is hereby given that the 9th ANNUAL GENERAL MEETING of the members of SHALIBHADRA FINANCE LIMITED will be held on Friday, 29th September, 2000 at 3.30 p.m., at administrative office at 3, Kamat Industrial Estate, Ground Floor, Opp. Siddhivinayak Temple, Prabhadevi, Mumbai – 400 025 to transact the following business.

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2000 and the Profit and Loss Account for the year ended on that date and the Report of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Mukund H. Doshi, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint the Auditors and to fix their remuneration.

#### Registered Office :

103, Rewa Chambers,  
 31, New Marine Lines,  
 Mumbai – 400 020.  
 Tel: 200 4142 / 200 5934.

For and on behalf of the Board of Directors

DIRECTOR

Date: August 24, 2000.

### NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. The instrument appointing a proxy must be deposited with the Company at its Registered Office not less than 48 hours before the time for holding meeting.
2. The share Transfer Book and the Register of Members of the Company will remain closed from 25.09.2000 to 27.09.2000 (both days inclusive).
3. All members are requested to:
  - (i) Intimate any change of address, if any, to the Company quoting reference to their Registered Folio Number.
  - (ii) Write to the Company for any information about accounts 10 days in advance of the Annual General Meeting.
  - (iii) Members /proxies are requested to bring the copy of their Annual Report alongwith them and to produce the attendance slip at the entrance of the meeting hall.
4. All documents referred to in the Notice are open for inspection at the Registered Office of the Company during office hours on all working days, except Saturdays and Holidays, between 11.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.

# SHALIBHADRA

## FINANCE LIMITED

### DIRECTORS REPORT

To,  
The Members of  
Shalibhadra Finance Limited.

Your Directors have pleasure in presenting the 9th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2000.

### FINANCIAL RESULTS

Your Company's performance during 1999-2000 is summarised below :

	CURRENT YEAR Rs. (In '000)	PREVIOUS YEAR Rs. (In '000)
<b>GROSS RECEIPT</b>	10,517	10,007
Net Profit Before Provision for Non Performing Assets & Tax	3,257	608
<b>Less :</b> Provision for Non Performing Assets as per RBI norms	—	—
<b>Less :</b> Additional charges for Lease Equalisation charges	197	433
Profit / (Loss) before Tax	3,060	175
<b>Less :</b> Provision for Taxation	1,000	25
Profit / (Loss) after Tax	2,060	150
Adjustment in respect of earlier years	(2,457)	—
Balance brought forward from previous year	188	70
Transfer from General Reserve	800	—
Amount Available for Appropriation	591	220
<b>APPROPRIATIONS</b>		
Proposed Dividend	—	—
Provision for Corporate Tax on Dividend	—	—
Transfer to General Reserve	—	—
Transfer to Special Reserve	415	32
Balance carried to Balance Sheet	176	188
	591	220

### DIVIDEND

To strengthen the Financial resources of the company your Directors regret their inability to recommend any dividend for the year under review.

### OPERATION & PROGRESS

The financial year 1999-2000 witnessed an overall progress on economic front. The monetary credit policy measure initiated by the Reserve Bank of India are aimed to provide sufficient credit for the growth, but unfortunately there was no credit allocated by Banks to NBFC, though the NBFC's has competitive advantage of deploying the funds at the best rates and risk free as compared to Banks. The other avenues of mobilising the funds has witnessed down trend. Despite of all the adverse situations existing, your company has progressed as compared to the last year and is hopeful to achieve the goal of growth in future.

The company has two branches in South Gujarat which is performing well in deployment of funds and timely recovery. The Company has administrative office at Prabhadevi, Mumbai for day-to-day operations to facilitate our valued customers for service.

The Company has entered into the new field of computer training centre with technical know-how of IIT, Khargpur at their Andheri (East) office. This institute meets the requirement of new computer people in Information Technology sector. The company also plans to start another centre at Gujarat.

### PROSPECTS

Your company will continue to place emphasis on its core strengths in car finance and efficient risk management, investment and non-fund based financial services as one window stop. Your Company also plans to start one more branch in Maharashtra. Barring unforeseen circumstances the Directors are hopeful to achieve to sustain and good progress.

### DISCLOSURE UNDER THE LISTING AGREEMENT

A. CLAUSE 43 : Report with regard to projected utility and profitability, pursuant to Clause 43 of the Listing Agreement with the Stock Exchange(s) is as under:

#### a. Utilisation of Funds

The Company had mobilised Rs.3,75,31,000/- from the public by issue of 37,53,100 equity shares of the Company at par in February, 1995. The proceeds of the public issue has been fully utilised for the purposes disclosed in the prospectus.

## b. Promise V/s Performance

(Rs. in '000)

	Actuals	Projections
Total Income	10517	71554
Profit after Tax	3257	32311
Equity Share Capital	55031	50000
Reserves	4403	67225
Dividend	—	15%

The above indicative projections for the fifth year could not be achieved due to various reasons explicitly mentioned in the directors report of all the previous years. Mainly the fund flow of the Company has not been generated as estimated on account of constrain in mobilization of borrowings from Banks and Public Deposits, sluggish financial market, slow down in the business and industry, and fluctuations in the stock market.

B. CLAUSE 32: Cash flow statement pursuant to clause 32 of the listing agreement is provided alongwith Notes to Accounts.

**PRUDENTIAL NORMS**

The Company is consistently complying with all the guidelines issued by the Reserve Bank of India for NBFCs with respect to capital adequacy, asset classification, provisioning and income recognition on non-performing assets.

The capital adequacy of the Company as on 31st March, 2000 is much higher than the minimum norms stipulated by the RBI for NBFC.

**FIXED DEPOSIT**

The company has not accepted any deposit hence there are no unclaimed or unpaid deposits as on 31st March, 2000 in terms of Reserve Bank of India directive.

**DIRECTORS**

In accordance with the Articles of Association Shri Mukund H. Doshi who retires by rotation is eligible for reappointment. Members are requested to reappoint him.

**HUMAN RESOURCES**

Your company firmly believes that achievements of its objectives can be only through the combine effort of motivated individuals who share a common goal. The HRD policy of the company is focused on team building and continuous value addition to the individual through proper guidance & training.

**PARTICULARS OF EMPLOYEES**

Particulars of Employees as required U/S 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of employees) Rules, 1975 are set out in Schedule I Annexed hereto forming part of this report.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS, AND OUTGO**

Prescribed information regarding compliance of Rules relating to conservation of energy and technology absorption, pertaining to Section 271(1)(e) of the Companies Act, 1956 read with the companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, is not given as the same is not applicable to your Company.

**Auditors**

M/s. Keswani & Keswani, Chartered Accountants, retiring Auditors of the Company, retires at the ensuing Annual General Meeting of the Company and are eligible for reappointment. Members are requested to appoint them and fix their remuneration.

**ACKNOWLEDGEMENT**

We are grateful for the support, encouragement and goodwill extended to us by our valuable shareholders, customers, bankers and employees for their sustained efforts and immense contribution for the growth of the company.

For and on behalf of the Board of Directors

PLACE : MUMBAI  
 DATED : August 24, 2000

**MAYUR A. VORA**  
*Chairman*

# SHALIBHADRA

## FINANCE LIMITED

### AUDITOR'S REPORT

To  
THE MEMBERS OF  
SHALIBHADRA FINANCE LIMITED

We have audited the attached Balance sheet of **Shalibhadra Finance Limited** as at 31st March, 2000 and also the annexed Profit and Loss Account of the Company for the year ended on that date and report that:

1. As required by the Manufacturing and Other Companies (Auditor's Report) Order, 1988, issued by the Company Law Board in terms of section 277 (4A) of the companies Act, 1956, we enclose in the annexure, a statement on the matter specified in Para 4 and 5 of the said order.
2. Further to our comments in the Annexure referred to in paragraph 1 above:
  - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of the books.
  - c. The Balance Sheet and Profit and Loss Account dealt with by this report are in agreement with the books of account.
  - d. In our opinion, the Balance Sheet and Profit and Loss complies with the accounting standards referred to in Sub-section (3C) of Section 211 of the Companies Act, 1956.
  - e. In our opinion, and to the best of our information and according to the explanations given to us, the said accounts read with the notes thereon give the information required by the Companies Act, 1956, in the manner as required and give a true and fair view;
    - (i) in the case of the Balance Sheet, of the State of Affairs of the Company as at March 31, 2000, and;
    - (ii) in the case of the Profit and Loss account, of the PROFIT of the Company for the year ended on that date.

For Keswani & Keswani,  
Chartered Accountants,

(G.L. Keswani)  
Partner

PLACE : MUMBAI  
DATED : August 24, 2000

### ANNEXURE TO THE AUDITOR'S REPORT

1. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets have been physically verified by the management other than leased assets.
2. None of the Fixed assets have been revalued during the year.
3. The Company being a finance Company, clause (xii), (xiv) and (xvi) of para 4A of the aforesaid order are not applicable.
4. The Company does not have any stock of raw materials, spare parts, finished goods and therefore clauses (iii), (iv) (v), (vi), (xii) and (xiv) of paragraph 4A are not applicable.
5. The Company has taken loans from parties listed in the registers maintained u/s 301 of the Companies Act, 1956 and from the Companies under the same management as defined u/s 370 (1B) of the Companies Act, 1956, terms of which are not prejudicial to the interest of the company.
6. The Company has given loans to parties listed in the registers maintained 301 of the companies Act, 1956, and to the Companies under the same management as defined u/s 370 (1B) of the companies Act, 1956. The rate of interest and other terms and conditions of such loans are not prima facie prejudicial to the interest of the Company.
7. The parties, other than those for which proper provision have been made to whom loans and advances in the nature of loans have been given by the Company are repaying the principal amounts as stipulated and are also regular in payment of interest.
8. In our opinion and according to the information and explanation given to us during the course of our audit, there are adequate internal control procedures with regard to the purchase of plant & machinery, equipment and other assets commensurate with the size of the Company and the nature of its business.
9. There are no transactions of services in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956, aggregating to Rs.50,000/- or more.
10. In our opinion and according to the information and explanation given to us, the Company has complied with the directives issued by Reserve Bank of India, in respect of public deposits accepted by the Company.
11. The company has no formal internal audit system as such but its control procedures ensure reasonable internal checking of its financial and other records.

## SHALIBHADRA FINANCE LIMITED

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| <p>12. We are informed that the provisions of the Provident Fund Act and Employees' State Insurance Act are not applicable to the Company.</p> <p>13. There are no undisputed amounts payable as on 31st March, 2000 in respect of Income tax, Wealth tax which were due for more than six months from the date they became payable.</p> <p>14. On the basis of the information and explanations given to us and the examination of the books of accounts and vouchers carried out by us in accordance with the generally accepted auditing practices, no personal expenses have been charged to Profit and Loss Account for the year.</p> <p>15. The Company is not Sick Industrial Company within the meaning of section 3(1)(c) of the Sick Industrial Companies (Special Provisions) Act, 1985.</p> <p>16. The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other similar securities.</p> | <p>17. We are informed that the provisions of any Special statute applicable to Chit Fund, Nidhi or Mutual Benefit Society are not applicable to the Company.</p> <p>18. The Company has maintained proper records of transactions and contracts of investments made and timely entries have been made therein. Barring few exceptions of holding investments with blank transfer deeds as holder in due course, all the investments held by the Company in Shares &amp; Debentures are registered and held in its own name by the company.</p> |
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For KESWANI & KESWANI,  
Chartered Accountants,

PLACE : MUMBAI  
DATED : August 24, 2000

(G.L. KESWANI)  
Partner

