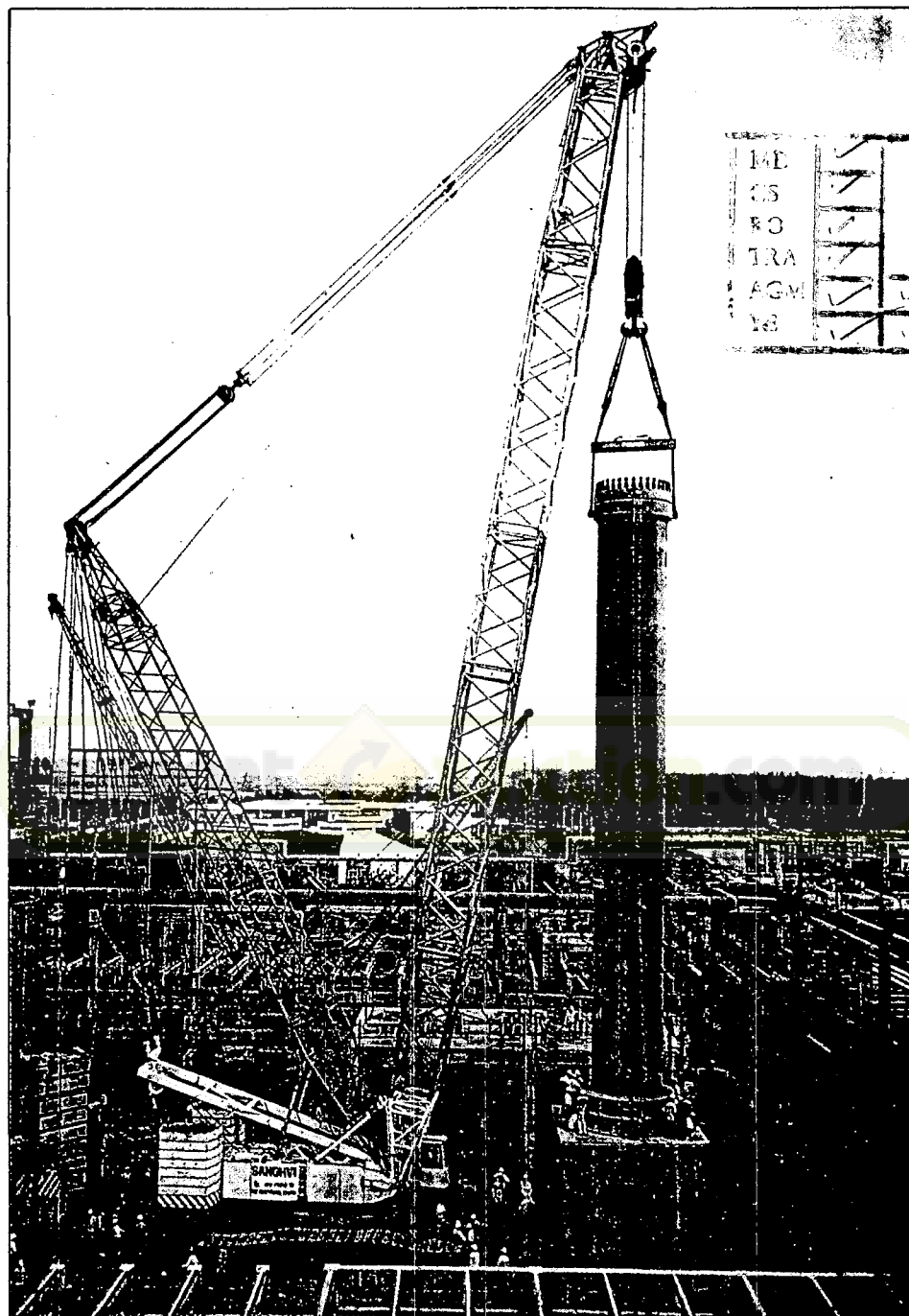




# SANGHVI MOVERS LIMITED

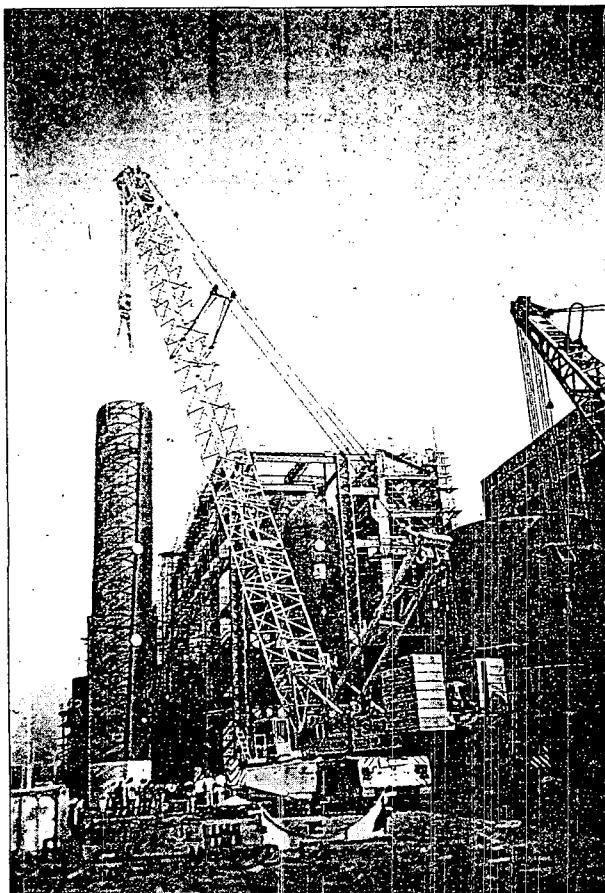


ME		BKC	
CS		DPY	
RO		DIV	
TRA		AC	
AGM		SHI	
YS			

Demag CC2400 Crawler Crane Cap. 450 MT with 48 Mtrs. Boom in SSL Configuration and 150 MT Superlift Counterweight, carrying out Erection of Ammonia Converter weighing 310 MT, for Nagarjuna Fertilizers & Chemicals Ltd., at Kakinada - A. P.

## EIGHTH ANNUAL REPORT 1996-97

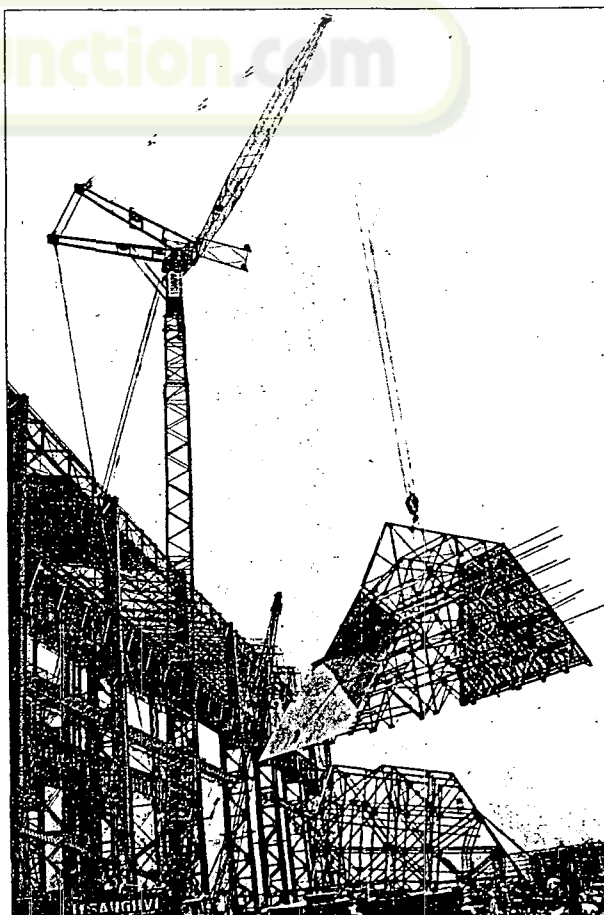
**HELPING THE CORE SECTOR SURGE AHEAD**



**Demag TC 2400 Hydraulic Truck Mounted Lattice Boom Crane Cap. 450 MT carrying out Erection of Accumulators, Reactors and Digesters weighing 90 MT for J. K. Paper Mills Ltd., at Rayagada Site - Orissa**

Report  Junction.com

**Liebherr LG 1280 Hydraulic Truck Mounted Lattice Boom Crane Cap. 280 MT with 84 Mtrs. Main Boom and 77 Mtrs. Fly Jib Configuration, carrying out Erection of Canopy for Ispat Industries Ltd., at Dolvi Site - Maharashtra**



**EIGHTH ANNUAL REPORT 1996-97**

# **SANGHVI MOVERS LIMITED**

## **BOARD OF DIRECTORS**

C. P. SANGHVI  
Chairman & Managing Director  
P. G. CHITALE  
A. D. REGE  
V. B. MAINKAR  
MRS. S. S. SARPOTDAR  
Nominee Director - ICICI  
A. P. SANGHVI  
Joint Managing Director

## **FINANCIAL INSTITUTION**

The Industrial Credit & Investment  
Corporation of India Ltd.

## **BANKERS**

Dena Bank  
Bank of Madura Ltd.  
The Saraswat Co-operative Bank Ltd.

## **SECRETARY**

R. V. PARANJPE  
General Manager  
(Legal & Admn.) &  
Company Secretary

## **AUDITORS**

L. M. JOSHI & CO.  
Chartered Accountants

## **REGISTERED OFFICE**

128/A, Mumbai-Pune Road,  
Chinchwad, Pune - 411 019.  
Tel. No. : 772394/95, 776797/98  
Fax No. : 0212-770409, 772450  
E-mail : Sanghvi.Pune@GNPUN.  
GLOBALNET.EMS.VSNL.  
NET.IN

## **REGISTRAR AND SHARE TRANSFER AGENTS**

IIT Corporate Services Ltd.,  
IIT House, Off. M. Vasanji Road,  
Opp. Vazir Glass, Near J. B. Nagar,  
Andheri (E), Mumbai - 400 059.  
Tel. No. : 822 5599  
Fax No. : 91-22-821 5352/838 1417  
Telex : 011-79150 IITA IN

**PLANT ERECTION**

**HEAVY LIFT**

**CRANE HIRING**

**HELPING THE CORE SECTOR SURGE AHEAD**


**SANGHVI MOVERS LIMITED**
**Financial Highlights**

(Rs. in Lakhs)

PARTICULARS	1996-97	1995-96	# 1994-95	1993-94	1992-93
<b>TOTAL INCOME</b>	<b>2182.60</b>	<b>2183.45</b>	<b>1115.92</b>	<b>577.89</b>	<b>227.10</b>
<b>TOTAL EXPENDITURE</b>	<b>792.79</b>	<b>696.59</b>	<b>310.46</b>	<b>184.52</b>	<b>90.52</b>
<b>GROSS PROFIT (PBDT)</b>	<b>1389.81</b>	<b>1486.86</b>	<b>805.46</b>	<b>393.37</b>	<b>136.58</b>
<b>INTEREST</b>	<b>488.18</b>	<b>386.55</b>	<b>191.47</b>	<b>113.32</b>	<b>40.51</b>
<b>DEPRECIATION</b>	<b>406.71</b>	<b>320.68</b>	<b>110.96</b>	<b>67.98</b>	<b>27.50</b>
<b>PROFIT BEFORE TAX</b>	<b>494.92</b>	<b>779.63</b>	<b>503.03</b>	<b>212.07</b>	<b>68.57</b>
<b>TAX</b>	<b>64.08</b>	<b>5.32</b>	<b>18.79</b>	<b>21.46</b>	<b>Nil</b>
<b>PROFIT AFTER TAX</b>	<b>430.84</b>	<b>774.31</b>	<b>484.24</b>	<b>190.61</b>	<b>68.57</b>
<b>GROSS BLOCK</b>	<b>6042.28</b>	<b>5620.42</b>	<b>3157.97</b>	<b>1193.28</b>	<b>837.19</b>
<b>DEPRECIATION</b>	<b>873.89</b>	<b>550.79</b>	<b>230.81</b>	<b>124.27</b>	<b>56.39</b>
<b>NET BLOCK</b>	<b>5168.39</b>	<b>5069.63</b>	<b>2927.16</b>	<b>1069.01</b>	<b>780.80</b>
<b>DIVIDEND (%)</b>	<b>* 30</b>	<b>40</b>	<b>30</b>	<b>25</b>	<b>20</b>
<b>AMOUNT</b>	<b>* 200.91</b>	<b>265.28</b>	<b>124.02</b>	<b>49.66</b>	<b>4.18</b>
<b>NET WORTH</b>	<b>3592.67</b>	<b>3331.85</b>	<b>2015.31</b>	<b>691.21</b>	<b>385.07</b>
<b>DEBT : EQUITY</b>	<b>0.73</b>	<b>0.84</b>	<b>0.82</b>	<b>0.97</b>	<b>1.39</b>
<b>E. P. S. (Rs.) (Annualised)</b>	<b>6.43</b>	<b>11.70</b>	<b>10.75</b>	<b>9.57</b>	<b>41.76</b>
<b>BOOK VALUE (Rs.)</b>	<b>53.65</b>	<b>49.05</b>	<b>41.38</b>	<b>17.37</b>	<b>16.55</b>

\* Subject to Shareholders' approval.

# Figures for 1994-95 relate to 11 months' period.

**HELPING THE CORE SECTOR SURGE AHEAD**

**EIGHTH ANNUAL REPORT 1996-97****NOTICE**

NOTICE is hereby given that the Eighth Annual General Meeting of the Members of Sanghvi Movers Limited will be held on Saturday, the 27th day of September, 1997, at 11.30 a.m., at the Registered Office of the Company, at 128/A, Mumbai-Pune Road, Chinchwad, Pune - 411 019, to transact the following business : -

**Ordinary Business :**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 1997, the Profit and Loss Account for the Year ended on that date and the Reports of the Directors and the Auditors thereon
2. To declare Dividend on Equity Shares for the Year ended 31st March, 1997.
3. To appoint a Director in place of Mr. A. D. Rege, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. A.P. Sanghvi, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

**Special Business :**

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

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956, (including any statutory modification or re-enactment thereof, for the time being in force), and subject to the limits specified in Schedule XIII to the said Act and subject to all such approvals as may be required, the Company hereby accords its approval and consent to the payment of enhanced remuneration and perquisites to Mr. C.P. Sanghvi, Managing Director, with effect from 1st January, 1997, till the completion of his existing term, as per the terms and conditions as set out in the Supplemental Agreement dated 1st January, 1997, entered into by the Company with Mr. C. P. Sanghvi, copy whereof is placed before the Meeting and that the said Supplemental Agreement be and is hereby specifically sanctioned and approved with an authority and power to the Board of Directors of the Company ("the Board") to alter and vary the terms and conditions of the appointment and/or the Agreement in such manner as may from time to time be stipulated by the Central Government and so as not to exceed the limits specified in Schedule XIII to the Companies Act, 1956 (including any statutory modification or re-enactment thereof, for the time being in force or any amendments or modifications that may hereafter be made thereto by the Central Government), as may be agreed to by and between the Board and Mr. C. P. Sanghvi.

RESOLVED FURTHER THAT where in any Financial Year during the currency of tenure of Mr. C. P. Sanghvi as Managing Director, the Company has no profits or its profits are inadequate, the Company may pay to Mr. C. P. Sanghvi, as minimum remuneration, the salary, perquisites and any other allowances, as provided in the above referred Supplemental Agreement, not exceeding the limits specified under Schedule XIII to the Companies Act, 1956, as may be amended from time to time.

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation by the Central Government to Schedule XIII to the Companies Act, 1956, the Board be and is hereby authorised to vary or increase the remuneration, including salary, commission, perquisites and other allowances within such prescribed limit or ceiling and the aforesaid Supplemental Agreement between the Company and Mr. C. P. Sanghvi be suitably amended to give effect to such modification, relaxation or variation without any further reference to the Company in General Meeting.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be considered necessary, usual or expedient to give effect to this resolution".

7. To consider, and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution :-

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956, (including any statutory modification or re-enactment thereof, for the time being in force), and subject to the limits specified in Schedule XIII to the said Act and subject to all such approvals as may be required, the Company hereby accords its





## SANGHVI MOVERS LIMITED

approval and consent to the appointment of Mr. A. P. Sanghvi as Joint Managing Director of the Company (who is already the Managing Director of Sanghvi Projects Limited) for a period of three years with effect from 1st January, 1997, as per the terms and conditions including payment of remuneration and perquisites as set out in the Agreement dated 1st January, 1997, entered into by the Company with Mr. A. P. Sanghvi, copy whereof is placed before the Meeting and that the said Agreement be and is hereby specifically sanctioned and approved with an authority and power to the Board of Directors of the Company ("the Board") to alter and vary the terms and conditions of the appointment and/or the Agreement in such manner as may from time to time be stipulated by the Central Government and so as not to exceed the limits specified in Schedule XIII to the Companies Act, 1956, (including any statutory modification or re-enactment thereof, for the time being in force or any amendments or modifications that may hereafter be made thereto by the Central Government), as may be agreed to by and between the Board and Mr. A. P. Sanghvi.

RESOLVED FURTHER THAT where in any Financial Year during the currency of tenure of Mr. A. P. Sanghvi as Joint Managing Director, the Company has no profits or its profits are inadequate, the Company may pay to Mr. A. P. Sanghvi, as minimum remuneration, the salary, perquisites and any other allowances, as provided in the above referred Agreement, not exceeding the limits specified under Schedule XIII to the Companies Act, 1956, as may be amended from time to time.

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation by the Central Government to Schedule XIII to the Companies Act, 1956, the Board be and is hereby authorised to vary or increase the remuneration, including salary, commission, perquisites and other allowances within such prescribed limit or ceiling and aforesaid Agreement between the Company and Mr. A. P. Sanghvi be suitably amended to give effect to such modification, relaxation or variation without any further reference to the Company in General Meeting.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be considered necessary, usual or expedient to give effect to this resolution".

### 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 A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The Explanatory Statement pursuant to Section 173 of the Companies Act, 1956, in respect of Special Business under Items No. 6 and 7 is annexed hereto.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, the 1st September, 1997, to Saturday, the 27th September, 1997, both days inclusive.
4. Dividend, if declared, will be paid to those Members whose names appear on the Register of Members on 27th September, 1997.
5. Members desiring Dividend to be paid to Bank should furnish the particulars of Bank Account No., Name and Address of Bank Branch to the Registrar and Share Transfer Agents of the Company on or before the date of Annual General Meeting.
6. Shareholders may send their Share Certificates for endorsement as fully paid to the Registrar and Share Transfer Agents of the Company.
7. *Members who have not yet paid allotment money due on Equity Shares are requested to remit the outstanding amount forthwith together with interest @15% p.a. from 1st June, 1995, till the date of payment.*
8. Members are requested to :
  - (a) intimate changes, if any, in their registered addresses at an early date,
  - (b) quote ledger folio numbers in all their correspondence,
  - (c) intimate about consolidation of folios, if shareholdings are under multiple folios,
  - (d) direct all their correspondence to the Registrar & Share Transfer Agents of the Company and
  - (e) bring their copies of the Annual Report and the Attendance Slips with them at the Annual General Meeting.

**EIGHTH ANNUAL REPORT 1996-97**

9. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company at least 10 days in advance before the date of Annual General Meeting, so that the information required may be made available at the Meeting.
10. The Shareholders who have not claimed the Dividend for the Year ended 31st March, 1996, are requested to claim the same at the earliest.

By Order of the Board of Directors  
For SANGHVI MOVERS LIMITED

R. V. PARANJAPE  
General Manager (Legal & Admn.) &  
Company Secretary

Place : Pune  
Date : 27th June, 1997

**Registered Office :**  
128/A, Mumbai-Pune Road,  
Chinchwad, Pune - 411 019.

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**Explanatory Statement pursuant to Section 173 of the Companies Act, 1956**

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**Item No. 6**

Mr. C. P. Sanghvi was appointed as Managing Director of the Company for a period of five years with effect from 1st October, 1994, pursuant to resolution passed at the Extraordinary General Meeting held on 1st October, 1994 and in terms of Agreement dated 14th October, 1994.

Mr. C. P. Sanghvi has been instrumental for the rapid growth of the Company. In view of the further growth envisaged in the business of the Company, it was considered desirable to enhance the remuneration and perquisites payable to him. The Board of Directors of the Company at the Meeting held on 29th November, 1996, resolved to enhance the remuneration and perquisites payable to Mr. C. P. Sanghvi, Managing Director, with effect from 1st January, 1997, subject to approval of the Members. Accordingly, the terms of revised remuneration and perquisites payable to Mr. C. P. Sanghvi, Managing Director, effective from 1st January, 1997, till the completion of his existing term, as set out in the Supplemental Agreement dated 1st January, 1997, entered into by the Company with him are as under :

**Salary :**

Rs. 16,000/- (Rs. Sixteen Thousand Only) per month, from 1st January, 1997, in the Scale of  
Rs. 12,000-4,000-16,000-4,000-20,000-4,000-24,000.

**Commission :**

Calculated at a rate not exceeding 1% of the Net Profit of the Company subject to maximum of 50% of the Salary.

**Perquisites :**

Perquisites to the Managing Director shall be restricted to such ceiling, if any, as may be provided in Part II of the Schedule XIII to the Companies Act, 1956, for the time being in force or any statutory modification or re-enactment thereof.

**House Rent Allowance :**

50% of the Salary.

**Medical Reimbursement :**

Medical & hospitalisation benefits for himself and his Family by way of reimbursement of expenses actually incurred by him, the total cost of which to the Company shall not exceed one month's salary in a year or three months' salary over a period of three years.

**Leave :**

On full pay and allowance in accordance with the rules of the Company but not exceeding one month's leave for every eleven months' service.

**Leave Travel Concession :**

For himself and his Family once in a year in accordance with the rules of the Company.



## SANGHVI MOVERS LIMITED

### Club Fees :

The Company shall pay the fees of clubs, subject to a maximum of two clubs. This will not include admission and life membership fees.

### Personal Accident Insurance :

The Company shall take a personal accident insurance policy for the Managing Director, the Premium not to exceed Rs. 4,000/- per annum.

### Gratuity :

Half month's salary for each completed year of service in accordance with the rules of the Company.

### Provident Fund & Superannuation Fund :

Contribution in accordance with the rules of the Company.

### Telephone :

Telephone connection at residence for the use of Company's business. Personal long distance calls shall be billed by the company to the Managing Director.

### Car :

Provision of chauffeur driven car for the use of Company's business. Use of car for private purpose shall be billed by the Company to the Managing Director.

Explanation : "Family" means the spouse, dependent children and dependent parents of Managing Director.

All other terms and conditions of the appointment of Mr. C. P. Sanghvi as the Managing Director of the Company, approved by the Members at the Extraordinary General Meeting held on 1st October, 1994 and as set out in the Agreement dated 14th October, 1994, will remain unchanged.

The Supplemental Agreement dated 1st January, 1997, entered into between the Company and Mr. C. P. Sanghvi, Managing Director, will remain open for inspection by the Members at the Registered Office of the Company during 10.00 a.m. to 1.00 p.m. on any working day upto the date of the Meeting.

The Directors recommend the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

Mr. C. P. Sanghvi is concerned or interested in this resolution. Mr. A. P. Sanghvi, being relative of Mr. C. P. Sanghvi, may be deemed to be concerned or interested in this resolution. None of the other Directors of the Company is concerned or interested in this resolution.

The above may be treated as an abstract of the terms of Supplemental Agreement dated 1st January, 1997, entered into by the Company with Mr. C. P. Sanghvi, Managing Director and memorandum of concern or interest, pursuant to Section 302 of the Companies Act, 1956.

### Item No. 7

Mr. A. P. Sanghvi was earlier appointed as Joint Managing Director of the Company for a period of five years with effect from 1st October, 1994, pursuant to resolution passed at the Extraordinary General Meeting held on 1st October, 1994 and in terms of Agreement dated 14th October, 1994. Mr. A. P. Sanghvi then resigned as Joint Managing Director with effect from 30th April, 1996. However, he continued to be Director on the Board of Directors of the Company.

In view of the growth envisaged in the business of the Company, with emphasis on the larger capacity Cranes segment, it was considered desirable in the best interest of the Company to take advantage of wide experience and knowledge of Mr. A. P. Sanghvi in Service Industry. The Board of Directors of the Company at the Meeting held on 29th November, 1996, resolved to appoint Mr. A. P. Sanghvi as Joint Managing Director of the Company for a period of three years with effect from 1st January, 1997, subject to approval of the Members. Accordingly, the terms and conditions of appointment of Mr. A. P. Sanghvi as Joint Managing Director including payment of remuneration and perquisites, effective from 1st January, 1997, for a period of three years, as set out in the Agreement dated 1st January, 1997, entered into by the Company with him are as under :

#### Salary :

Rs. 16,000/- (Rs. Sixteen Thousand Only) per month, from 1st January, 1997, in the Scale of

Rs. 12,000-4,000-16,000-4,000-20,000-4,000-24,000.

#### Commission :

Calculated at a rate not exceeding 1% of the Net Profit of the Company subject to maximum of 50% of the Salary.

#### Perquisites :

Perquisites to the Joint Managing Director shall be restricted to such ceiling, if any, as may be provided in