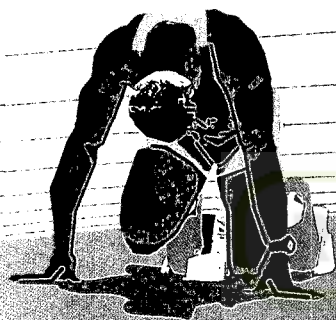


ANNUAL  
REPORT  
2008-2009

Where others quit,  
we start.



Venturing into new territories of the hospitality industry.  
- Bhagwati Banquets and Hotels Limited



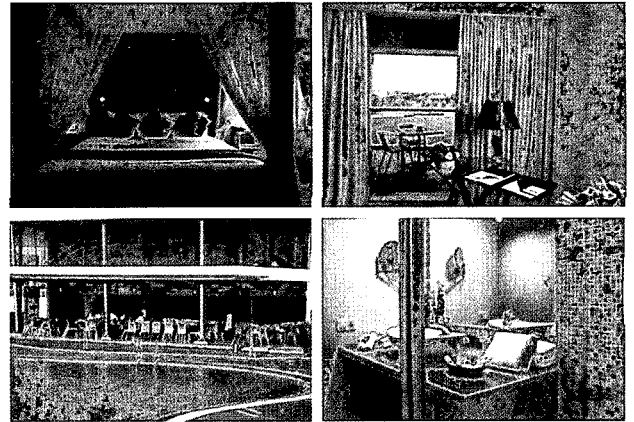
THE GRAND BHAGWATI  
HOTELS • BANQUETS • CONVENTIONS



Luxurious, refined and  
very very modern.

TGB launches  
the finest hotel in Rajkot.

After establishing a strong presence in the hospitality and catering industry of Ahmedabad, TGB steps into Rajkot with The Grand Bhagwati Seasons.



With 53 luxurious rooms, a specialty restaurant and a coffee shop, 7000 sq. ft. of banqueting space and more than 2,00,000 sq. ft. of open lawns, it is poised to be the classiest hospitality destination in the city.

Report Junction.com



THE GRAND BHAGWATI SEASONS

HOTELS • BANQUETS • CONVENTIONS





## CHAIRMAN's Message

The year that passed by has been marked with lots of twists and turns and events have unfolded at a far greater pace than anticipated. It would not to be remembered as one of the good financial years in corporate history and especially in the hospitality sector.

Based on previous year's consistent rise in GDP and economic performance in all parameters across the globe and especially in India, business seemed bullish and it was, but for the sudden collapse of banking/real estate system related bust emitting from the US and spreading across the globe. The same resulted in a sudden economic meltdown and business perspective seemed too gloomy. Many economies of world were in the red and facing severe depression. All sectors, mostly manufacturing, export/import, service, banking etc. were affected during this period.

In India, the effect was seen slowly but surely. Everybody played safe with money and spending. Consumerism met cautiousness. Over and above this global economic slowdown, the Mumbai attack proved to be very damaging. It hit the financial and cultural symbols of performance and prosperity.

Everybody was shaken up and its effect on tourism/ hospitality/restaurant sector was the most evident. The hospitality sector has been one of the promising and performing sectors in past few years. International business tourism, domestic tourism and MICE (Meeting- Incentive, Convention, Events) segments have been major contributors. Bookings/reservations were cancelled en masse and across India. Conservatively, 25 to 35% cancellations were noted and the trend continued till recently.

However, your Company in such disturbing times has managed to keep its focus and performance at par and in control. Our core strengths of banqueting and managing conventions have seen us through quite successfully. Horizons have expanded. We opened up our first TGB World Cuisine Restaurant and Banquet outlet in Jaipur in April-09. It is now well established with a strong customer base, which is encouraging and positive. Also, we have very recently in August '09 have taken up complete management of a star category hotel in Rajkot, The Grand Bhagwati Seasons. With 53 luxurious rooms, specialty restaurants and coffee shop, banquet space and 2 lacs sq. ft. lush green lawns, it is poised to be the classiest hospitality destination in Saurashtra region.

Our main and major focus area and development nucleus is our five star hotel, convention centre and club in Surat. It is already in the completion state and we look forward to begin operations early this financial year.

Though there have been a few delays in execution of this project, they have been purely due to technical reasons which are beyond our control. We are happy and proud to state that despite of all such hindrances and economic slowdown, we are on the right path of achieving success with high level of commitment and meeting excellence in our field. Our Surat hotel project would be one of the masterpieces in any hotel category across India. It would be having 100000 sq. ft. space dedicated only to conventions/banqueting.

During last year's testing and demanding times, we have worked relentlessly and never lost focus. Our core strengths have helped us in taking this leap forward.

I am looking ahead to really good times especially with the anticipated launch of our Surat hotel that will make you all proud of our association. We all at Bhagwati Banquets and Hotels Limited thrive on excellence and success would be a natural outcome.

Thank you.

Yours Sincerely

Narendra Somani  
Chairman and Managing Director



## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

**Narendra Somani**

Chairman & Managing Director

**Devanand Somani**

Wholetime Director

**Hemant Somani**

Wholetime Director

**Ramesh Motiani**

Wholetime Director

**Bakul Parikh**

Director

**Mangharam Sumani**

Director

**Rajratan Singhvi**

Director

**Ganesh K.**

Director

### **AUDITORS**

**O. P. Bhandari & Co,**

Chartered Accountants

### **COMPANY SECRETARY**

**Mrs. Meenu Maheshwari**

### **BANKERS**

AXIS Bank Ltd.

Indian Overseas Bank

State Bank of India

Ahmedabad

### **REGISTERED OFFICE**

"The Grand Bhagwati"

S.G. Highway, Bodakdev,

Ahmedabad - 380054.

### **REGISTRAR & SHARE TRANSFER AGENT**

Link Intime India Private Limited.

211, Sudarshan Complex,

Nr. Mithakhali Underbridge,

Navrangpura, Ahmedabad - 380009

The ISIN of the Company's Equity shares  
is INE797H01018

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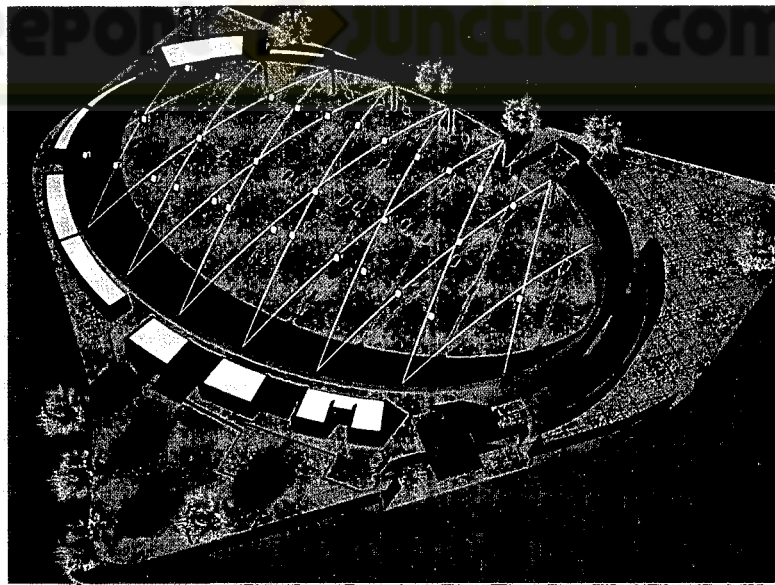
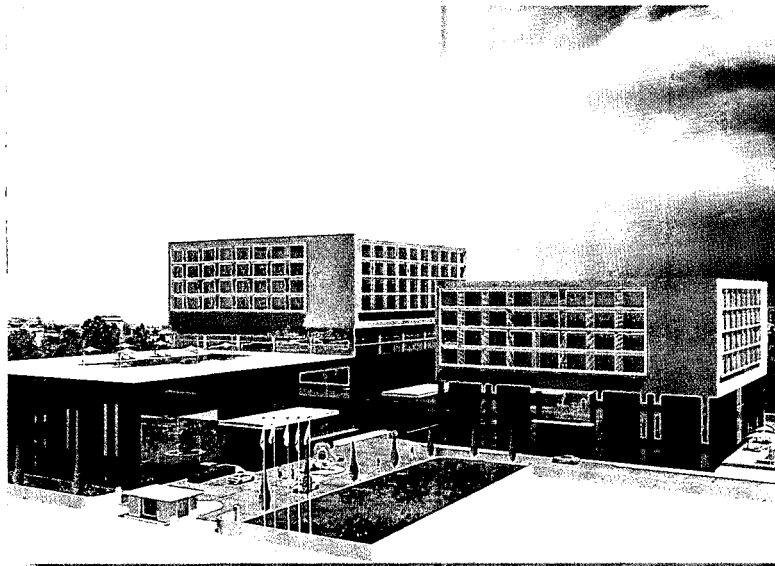
## BE SERVED LIKE A ROYAL



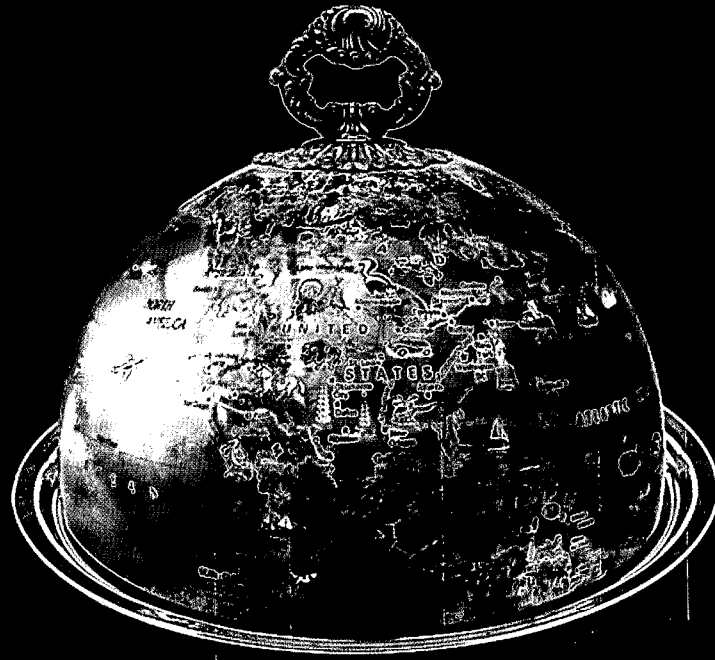
### BANQUETING & OUTDOOR CATERING SPECIALISTS

TGB has always been known as the name behind professional catering and banqueting. The company has always been associated with occasions celebrated in sheer style and elegance. This year saw TGB stepping onto foreign shores for catering.

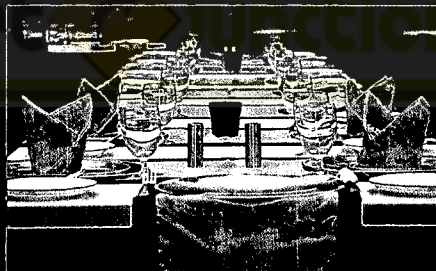
Largest Hotel of Gujarat. Coming soon in Surat.



The Grand Bhagwati's 180 room five-star hotel, 55,000 square feet convention, 1,00,000 square feet of lush green lawns and a fully equipped club will soon change the lifestyles in this diamond city.



Around the world on a dining table



Now in Jaipur



WORLD CUISINE  
RESTAURANT & BANQUETS









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THE GRAND BHAGWATI

## NOTICE

NOTICE is hereby given that the Tenth Annual General Meeting of the Members of BHAGWATI BANQUETS AND HOTELS LIMITED will be held at 10.30 A.M. on Tuesday, 29<sup>th</sup> September, 2009 at SIDDHUBHAVAN" Plot No. 173, 100 Ft Ring Road, Off. S.G.Highway, Judges Bungalow Cross Road, Bodakdev, AHMEDABAD – 380 054 to transact the following business :

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2009, the Profit and Loss Account for the year ended on that date together with the Schedules and Notes attached thereto, and the Report of the Directors and Auditors thereon.
2. (a) To appoint a Director in place of Mr. Ganesh K., who retires by rotation and being eligible, offers himself for re-appointment.
- (b) To appoint a Director in place of Mr. Bakul R. Parikh, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

### SPECIAL BUSINESS :

#### SPECIAL RESOLUTION :

4. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution :  
 "RESOLVED THAT subject to the provisions of sections 198,309, 310 and 311 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications or re-enactment thereof for the time being in force) the terms and conditions of appointment of Mr. Ramesh K. Motiani, Whole time Director of the Company for the remaining period including remuneration and perquisites be and are hereby revised w.e.f. 01.09.2009.  
 Salary : Rs. 50,000/- per month w.e.f. 01-09-2009 for the remaining tenure till further resolved.  
 "RESOLVED FURTHER THAT other terms and condition will remain continued as set out in earlier resolution passed by shareholder in the Extra ordinary General Meeting of the Company held on 26<sup>th</sup> October, 2005."  
 "RESOLVED FURTHER THAT Shri Narendra G. Somani, Managing Director of the Company and Mrs. Meenu Maheshwari Shah be and are hereby authorized to file the necessary forms in this regard with the Registrar of Companies, Gujarat, and to do all the acts, things, deed which may be necessary in this regard.
5. To consider and, if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution :  
 "RESOLVED FURTHER THAT subject to the provisions of section 61 and other applicable provisions of law for the time being in force, the consent of the company for the revision of the original project, size , implementation, completion and commencement of the said project by 31.03.2010 at the latest be and are here by approved, ratified and confirmed as if the same were originally embodied in the prospectus dated April 30, 2007."

#### NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE, INSTEAD OF HIMSELF AND THE 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 THE MEETING. A PROXY FORM IS ENCLOSED.
2. (a) The Register of members and the Share Transfer Books of the Company will remain closed from 22<sup>nd</sup> September, 2009 to 29<sup>th</sup> September, 2009 (both days inclusive).
3. Members desiring any information as regards accounts are requested to write to the Company atleast 7 days before the Meeting to enable the management to keep the information ready.
4. Members are requested to notify immediately any change in their address to the Company's Registrar and Share Transfer Agent, Link Intime India Private Ltd., 211, Sudarshan Complex, Nr. Mithakhali Underbridge, Navrangpura, Ahmedabad – 380 009 or at the Registered Office of the Company.
5. A Member or his Proxy is required to bring a copy of the Annual Report to the Meeting as extra copies will not be distributed.
6. Members/Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting.
7. The Section on General Shareholder Information ("the said Section") containing information of particular relevance to Shareholders forms a part of the Report on Corporate Governance. Attention of all Shareholders is accordingly drawn to the said Section.

Place : Ahmedabad  
Date : 31.07.2009

For & on behalf of the Board  
**Meenu Maheshwari**  
Company Secretary







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BHAGWATI BANQUETS AND HOTELS LIMITED

THE GRAND BHAGWATI

**EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956****Item No. - 4**

- 1) Shri Ramesh K.Motiani is working as whole time Director of the company since 2005 and is having 30 years wider experience in Wholesale business of dry fruits. He has professional experience in Hotel segment. He has developed the business of the company in different fields and areas of hospitality and is looking after day to day administration over a period of time.
- 2) The company has made remarkable progress under his guidance and is looking forward for greater achievements. He is contributing great efforts and hard work, his expertise in development and expansion of various projects of the company. It is further in the best interest of the company that he continues to give his competent leadership for effective development of company and operations. Therefore, looking to the expansion of projects, and portfolio of Mr. Ramesh K. Motiani, the terms of appointment needs to be revised as mentioned in the resolution.
- 3) Except Mr. Ramesh K.Motiani, Whole time Director of the Company, none of the directors are interested in passing of the said special resolution. This may be treated as an extract within the meaning of section-302 of the Companies Act, 1956.

**Item No. - 5**

In view of the overall revision in the size of the project due to increase of rooms from 100 to 180 and a private exclusive club. the cost of the project at Surat increased from Rs 10450 Lacs to Rs 16275 Lacs. This was necessitated due to heavy demand of rooms and banquets halls and a affordable club in the city of Surat. Further, there were lot of other reasons also which had delayed the implementation of the project such as excavation problems, slippages and leakage of water in the two basements, non-availability of trained and qualified manpower, non-availabilities of required steel at the right place in the beginning, increase in size of the project, SUDA's rules not to allow construction and digging during monsoon and many more. The project's techno-economic viability approval has been done by M/S Mott Macdonald, consultants. Indian Overseas Bank and State Bank of India have also appraised the viability of the project and have sanctioned Rs 34.00 crores each. Hence the delay in the execution of the project.

None of the directors are interested in passing of the said special resolution. This may be treated as an extract within the meaning of section 302 of the Companies Act, 1956.

Registered Office :

"The Grand Bhagwati"

Plot No. 380, Sarkhej Gandhinagar Highway,  
Bodakdev, Ahmedabad - 380 054

By Order of the Board

Meenu Maheshwari  
Company Secretary

Place : Ahmedabad

Date: 31-07-2009

**INFORMATION AS REQUIRED UNDER CLAUSE 49(IV)(G) OF THE LISTING AGREEMENT IN RESPECT OF DIRECTORS SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING**

Name of Director	Mr. Bakul Parikh	Mr. Ganesh K
Date of Birth	19-02-1956	04-04-1966
Date of appointment	29-05-2006	01-10-2006
Qualification	B.Com, D.T.P., LL.B., Advocate	Diploma in Hotel Management, Catering & Nutrition
Expertise in specific functional area	Experience of 28 Years in field of Legal & Finance Advisory Services on Direct/Indirect Taxes, such as Income Tax, Commercial Tax, Service Tax etc.	Consultant
Directorship held in other companies (excluding private & foreign companies)	N I L	N I L
Membership/ Chairmanship of committees in other public companies (includes only Audit Committees/Shareholders/Investors Grievances Committee)	N I L	N I L
Shareholding in the company	N I L	N I L

