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BOARD OF DIRECTORS

SHRI R. S. DUBEY

Director

SHRI SOMESH BOSE

Director

SHRI TAPAS BASAK

Director

STATUTORY AUDITORS

M/S CHATURVEDI & CO.

Chartered Accountants

BANKERS

THE BANK OF RAJASTHAN LIMITED

REGISTERED OFFICE

CTS 40-44, S. V. Road,

Goregaon (West),

Mumbai - 400 104

SHARE TRANSFER AGENT

M/S INTIME SPECTRUM REGISTRY LIMITED

C- 13, Pannalal Silk Mill Compound

L. B. S. Marg, Bandup(West)

Mumbai - 400 078

DIRECTOR'S REPORT

To,

The Members

The Directors of your Company have pleasure in presenting their Twenty Seventh Annual Report of the Company on the operations and financials of the Company for the year ended 31st March 2007.

FINANCIAL RESULTS

(Rs. In lacs)

PARTICULARS	2006-2007	2005-2006
Net Sales/Income from Operation	Nil	Nil
Other Income	2.40	6.31
Total Income	2.40	6.31
Total Expenditure	1.51	3.98
Profit (+)/ Loss (-) Before Tax	0.91	2.33
Provision for Taxation	0.31	0.79
Net Profit (+) / Loss (-) After Tax	0.60	1.54
Balance carried forward to next year	11.21	10.61

OPERATIONS

During the year under review the total income of the Company was Rs. 2.40 Lacs. The Profit After Tax is Rs. 0.60 lacs for this year.

DIVIDEND

In order to conserve resources for the future, the Board of Directors have decided not recommend any dividend for the financial year 2006-2007.

DIRECTORS

Shri R. S. Dubey was re-appointed as Directors of the Company in the Annual General Meeting of the Company held on 27th September 2006 and is subject to retirement by rotation.

In accordance with the provisions of Section 255 of the Companies Act, 1956, Shri Somesh Bose Director of the Company is retiring by rotation and is eligible for re-appointment. The Board recommends his name for re-appointment as Director of the Company.

AUDITORS

M/s Chaturvedi & Co., Chartered Accountants, Mumbai appointed as Statutory Auditors of the Company, in the last Annual General Meeting, to hold office until the conclusion of the ensuing Annual General Meeting. The Company has received a certificate from the Statutory Auditors to the effect that their appointment, if made, would be within the prescribed limits U/s 224(1B) of the Companies Act, 1956. The Board recommends their re-appointment as the Statutory Auditor of the Company in the ensuing Annual General Meeting to hold office till next Annual General Meeting.

AUDITORS' REPORT

The Report of the Auditors on the financials of the Company is self-explanatory and needs no further explanation.

COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

The particulars required U/s 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 are not applicable to the Company. During the year under review there was no foreign exchange earning and outgo.

PARTICULARS OF THE EMPLOYEES

The provisions of Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 are not attracted to the Company, since during the year under review, the Company has not paid any remuneration to any of its employee exceeding the limits specified under the said section.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors, based on the representation received from the Operating Management, confirm that:-

- a. For the preparation of the Annual Accounts, the applicable Accounting Standards had been followed, and there is no material departure from following the Accounting Standards.

- b. They have, in selection of accounting policies, consulted the Statutory Auditors and have applied them consistently and made judgment and estimates that are reasonable and prudent, so as to give true and fair view of the state of affairs of the Company at the end of the Financial Year and of the Profit or Loss of the Company for that period.
- c. They have taken proper and sufficient care to the best of their knowledge and ability, for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities.
- d. They have prepared the Annual Accounts on a Going Concern basis

ACKNOWLEDGEMENT

Your Directors are pleased to place on record their sincere gratitude to the Government Authorities, Association and Statutory Bodies for their continued and valuable co-operation and support to the Company.

For and on behalf of the Board

Sd/-

R. S. Dubey

(Director)

Sd/-

Somesh Bose

(Director)

Place: Mumbai

Date: 30th June 2007

SECRETARIAL COMPLIANCE CERTIFICATE

Registration No. of the Company: 11 – 22653
Nominal Capital: Rs. 25,00,00,000/-

To,

The Members

Master Chemicals Limited

CTS 40-44, S. V. Road

Goregaon (West)

Mumbai - 400 104

I/We have examined the registers, records, books and papers of Master Chemicals Ltd (the Company) as required to be maintained under the Companies Act, 1956, (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March 2007 (financial year). In my/our opinion and to the best of my/our information and according to the examinations carried out by me/us and explanations furnished to me/us by the Company, its officers and agents, I/We certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure-'A' to this certificate, as per the provisions and rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure-'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and rules made there under.
3. The Company being Public Limited Company, comments are not required. Contd.2
4. The Board of Directors has met 5 times in a year on 10th April.2006, 30th June 2006, 29th July 2006, 28th October 2006 and 31st January 2007 in respect of which meeting proper notice was given and the proceedings were properly recorded and signed.
5. The Company closed its Register of Members from 21st September 2006, Thursday to 27th September 2006, Wednesday, (both days inclusive) and necessary compliance of Section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended on 31st March 2006 was held on 27th September 2006 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its Directors or persons or firms or Companies referred to U/s 295 of the Act.

9. The Company has not entered into any contracts falling within the purview of section 297 of the Act.
10. The Company has made necessary entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members of the Company or Central Government.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has:
 - i. Delivered all the certificate on allotment of securities and on lodgment thereof for transfer/transmission or any other purpose in accordance with the provisions of the act.
 - ii. The Company has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
 - iii. The Company was not required to post warrants to any member of the Company as no dividend declared during the financial year.
 - iv. N.A.
 - v. Duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. Shri R. S. Dubey, Shri Somesh Bose was appointed as director of the Company w.e.f 25.06.2005 and Shri Tapas Basak was appointed as directors of the Company w.e.f. 01.08.2006.
15. The Company has not appointed any Managing Director/Whole Time Director/Manager during the Financial Year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 58A of the Act, during the financial year.

24. The Company has not made any borrowings during the Financial Year ended 31st March 2007.
25. The Company has not made any loans or advances or given guarantees or provide securities to other bodies corporate and consequently no entries have been made in the register kept for the purpose.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one State to another during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year in respect of Capital Clause.
31. There was/were no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year.
33. The Provision of the Section 418 of the Act is not applicable to the Company.

For V. V. Shah & Associates

Sd/-

Vinod V. Shah

(Proprietor) C. P. No. 621

Place: Mumbai

Date: 30th June 2007

Annexure A

Registers as maintained by the Company

STATUTORY REGISTERS

Sl. No.	Particulars	Applicable Provisions
1	Register of Investments	U/s 49
2	Register of Members	U/s 150
3	Books of Accounts	U/s 209
4	Register of Directors	U/s 303
5	Register of Directors' shareholding	U/s 307
6	Register of Contracts in which Directors are interested	U/s 301

OTHER REGISTERS

Sl. No.	Particulars
1	Minute Books for Board Meeting and Shareholders' Meeting
2	Register of Renewed and Duplicate Share Certificates
3	Register of Directors' Attendance
4	Register of Shareholders' Attendance
5	Register of Proxies
6	Register of Transfers
7	Register of Fixed Assets

The Company has not maintained the following registers as it was informed that there were no entries/ transactions to be recorded therein:

Sl. No.	Particulars	Applicable Provisions
1	Register of Deposits	As per Rule 7 of the Companies (Acceptance of Deposits) Rules, 1975
2	Register of Securities Bought Back	U/s 77 A
3	Register of Debenture Holders	U/s 152
4	Foreign Register of Members	U/s 157
5	Register of Investment and Loans	U/s 372 A
6	Register of Charges	U/s 143

Annexure B

Forms and Returns as filed by the Company with the registrar of Companies, Regional Directors, Central Government or other authorities during the financial year ending 31st March, 2007

S.No.	Form No./ Returns Section	Filed for Under	Date of Filing prescribed	Whether filed within time	If delay in filing whether requisite additional fee paid Yes/No
1	Annual Accounts	210	02.01.2007	No	Yes.
2	Annual Return	159	09.01.2007	No	Yes
3	Compliance Certificate	383A	02.01.2007	No	Yes.
4	Form 32	303	23.08.2006	Yes	N.A.

For V. V. Shah & Associates

Sd/-

Vinod V. Shah

(Proprietor) C. P. No. 621

Place: Mumbai

Date: 30th June 2007

AUDITOR'S REPORT

To,
The Members of
MASTER CHEMICALS LIMITED

1. We have audited the attached Balance Sheet of **MASTER CHEMICALS LIMITED** as at 31st March, 2007, the Profit and Loss Account and also the Cash flow statement for the year ended on that date annexed thereto. These Financial Statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these Financial Statements based on our audit.
2. We conducted our audit in accordance with Auditing Standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the Financial Statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall Financial Statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order 2003, and the Companies (Auditor's Report) (Amendment) Order 2004, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure, a statement on the matters specified in paragraph 4 & 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that:
 - i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - ii) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - iii) The Balance Sheet, Profit and Loss account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - iv) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
 - v) According to the information and explanations given to us and on the basis of written representations received from the Directors, as on 31st March, 2007 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March 2007, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;

- vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
- a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2007;
 - b) In the case of the Profit and Loss account, of the "Profit" for the year ended on that date; and
 - c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For CHATURVEDI & COMPANY
Chartered Accountants

Sd/-
S.N. CHATURVEDI
(Partner)

Place: Mumbai

Date: 30th June 2007

ANNEXURE TO THE AUDITORS' REPORT**Referred to in paragraph 3 of our Report of even date**

- i) As the company had no fixed assets during the year, provisions of paragraph 4(i) of the Order are not applicable.
- ii) As explained to us, the company did not carry any inventory at any time during the year. In view of the foregoing, the provisions of paragraph 4(ii) of the Order are not applicable.
- iii) As per the information furnished, the company has not granted or taken any loans, secured or unsecured, from /to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. In view of the foregoing, the provisions of paragraph 4(iii) of the Order are not applicable.
- iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business. During the course of our audit, no major weakness has been noticed in the internal controls.
- v) According to the information and explanations given to us, during the year, the Company has not entered into transactions with parties that would require it to be entered in the Register maintained under section 301 of the Companies Act, 1956.
- vi) According to the information and explanations given to us, the Company has not accepted any deposits during the year from the public within the meaning of the provisions of sections 58A and 58AA of the Companies Act, 1956 and rules made thereunder.
- vii) In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- viii) Maintenance of Cost Accounts under section 209(1)(d) of the Companies Act, 1956 has not been prescribed for the Company.
- ix)
 - a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income tax and other material statutory dues applicable to it.
 - b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty, excise duty and cess were in arrears, as at 31st March 2007 for a period of more than six months from the date they became payable except for the following:

Name of Statute	Nature of Dues	Amount (Rs.)	Period for which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax/ Penalty	90,242	A.Y. 2003-04	CIT (A)

- x) There are no accumulated losses of the company as at 31st March 2007. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xi) In our opinion, and according to the information and explanations given to us, the company has not defaulted in payment of dues to financial institutions, banks or debenture holders.
- xii) Based on our examination of the records and the information and explanations given to us, the company has not granted any loans and/or advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii) In our opinion, the company is not a chit fund or a nidhi, mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- xiv) In our opinion, the Company is not dealing in or trading in shares, securities, debentures and other investments. Accordingly, the provisions of clause 4(xiv) of the Companies (Auditor's Report) 2003 are not applicable to the Company.
- xv) According to the information and explanations given to us, the Company has not given guarantees for loans taken by others from banks or financial institutions.
- xvi) The Company has not availed any term loans.
- xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that the no funds raised on short-term basis have been used for long-term investment.
- xviii) The Company has not made any preferential allotment of shares during the year.
- xix) The Company has not issued any debentures during the year.
- xx) The Company has not raised any money by public issue during the year covered by our Report.

xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For CHATURVEDI & COMPANY

Chartered Accountants

Sd/-

S.N. CHATURVEDI

(Partner)

Place: Mumbai

Date: 30th June 2007

BALANCE SHEET AS AT 31ST MARCH, 2007

	Schedule	As at 31-03-2007 Amount (Rs.)	As at 31-03-2006 Amount (Rs.)
SOURCES OF FUNDS			
Shareholders' Funds			
Share Capital	1	2,450,000	2,450,000
Reserves & Surplus	2	2,309,711	2,249,626
		4,759,711	4,699,626
APPLICATION OF FUNDS			
Investments	3	2,500,000	2,500,000
Current Assets , Loans & Advances			
Sundry Debtors	4	479,918	307,559
Cash & Bank Balances	5	1,394,316	1,409,279
Loans & Advances	6	1,127,956	1,083,511
Interest Accrued But not Due		22,497	14,502
		3,024,687	2,814,851
Less: Current Liabilities & Provisions	7		
Current Liabilities		248,439	129,175
Provisions		516,537	486,050
		764,976	615,225
Net Current Assets		2,259,711	2,199,626
		4,759,711	4,699,626
Significant Accounting Policies & Notes to Accounts	11		

This is the Balance Sheet referred to in our report of even date.

For CHATURVEDI & COMPANY

Chartered Accountants

Sd/-
S.N.CHATURVEDI
(Partner)

Sd/-
R. S. DUBEY
(Director)

Sd/-
SOMESH BOSE
(Director)

Place : Mumbai
Date : 30th June 2007

Sd/-
SANJAY GARG
(Manager Finance)

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2007

	Schedule	As at 31-03-2007 Amount (Rs.)	As at 31-03-2006 Amount (Rs.)
INCOME			
Other Income	8	<u>240,184</u>	<u>631,283</u>
EXPENDITURE			
Payment and Benefits to Employees	9	19,500	224,123
Other Expenses	10	131,192	174,183
		<u>150,692</u>	<u>398,306</u>
Profit Before Tax & Prior Period Items		89,492	232,977
Prior Period Income/(Expenses)		1,080	186
Profit Before Tax		90,572	233,163
Provision for Tax :			
Current Tax		30,487	78,483
Fringe Benefit Tax		–	501
Profit After Tax		60,085	154,179
Balance brought forward		1,061,126	906,947
Balance Carried to Balance Sheet		1,121,211	1,061,126
Earning Per Share:- (Equity share of Rs.10 each)			
Basic & Diluted		0.24	0.63
Number of shares used in computing earnings per share:-			
Basic & Diluted		245,000	245,000
Significant Accounting Policies & Notes to Accounts	11		

This is the Profit & Loss Account referred to in our report of even date.

For CHATURVEDI & COMPANY

Chartered Accountants

Sd/-
S.N.CHATURVEDI
(Partner)

Sd/-
R. S. DUBEY
(Director)

Sd/-
SOMESH BOSE
(Director)

Place : Mumbai
Date : 30th June 2007

Sd/-
SANJAY GARG
(Manager Finance)

SCHEDULES FORMING PART OF THE ACCOUNTS

	As at 31-03-2007 Amount (Rs.)	As at 31-03-2006 Amount (Rs.)
SCHEDULE : 1		
Share Capital		
Authorised		
2,50,00,000 Equity Shares of Rs. 10/- each	250,000,000	250,000,000
Issued, Subscribed & Paid up		
2,45,000 Equity Shares of Rs. 10/- each fully paid up (includes 3,000 Equity Shares of Rs. 10/- each issued other than for cash)	2,450,000	2,450,000
	2,450,000	2,450,000
SCHEDULE : 2		
Reserves & Surplus		
General Reserve	1,188,500	1,000,000
Investment Allowance Utilised Reserve	-	188,500
Profit & Loss Account	1,121,211	1,061,126
	2,309,711	2,249,626
SCHEDULE : 3		
Investments (At Cost)		
Unquoted Shares (Long Term)		
2,50,000 Equity Shares of Sahara India Life Insurance Company Ltd ,of Rs.10 each, fully paid up	2,500,000	2,500,000
	2,500,000	2,500,000
SCHEDULE : 4		
Sundry Debtors		
(Unsecured and considered good)		
Debts (more than 6 months)	352,653	-
Debts (less than 6 months)	127,265	307,559
	479,918	307,559

SCHEDULES FORMING PART OF THE ACCOUNTS

	As at 31-03-2007 Amount (Rs.)	As at 31-03-2006 Amount (Rs.)
SCHEDULE : 5		
Cash & Bank Balances		
Cash balance on hand	15,927	15,927
Balance with Scheduled Banks		
– In Current Account	48,389	492,352
– In Fixed Deposit Account (P.Y. Rs. 1,000/- under lien)	1,330,000	901,000
	1,394,316	1,409,279
SCHEDULE : 6		
Loans & Advances		
[Unsecured considered good and subject to confirmation]		
Advances recoverable in cash or in kind or for value to be received		
– TDS Receivable	225,767	198,071
– Advance Tax	410,000	389,000
– Other Advances	492,189	496,440
	1,127,956	1,083,511
SCHEDULE : 7		
Current Liabilities & Provisions		
Current Liabilities		
– Sundry Creditors	183,700	81,785
– Other Liabilities	64,739	47,390
	248,439	129,175
Provisions		
– For Taxation	516,537	486,050
	764,976	615,225
SCHEDULE : 8		
Other Income		
Interest on Fixed Deposit		
TDS : Rs. 17,373/- (Previous Year: Rs. 8,016/-)	77,424	35,723
Commission Received		
TDS : Rs. 10,323/- (Previous Year : Rs.35,103/-)	162,760	595,560
	240,184	631,283

SCHEDULES FORMING PART OF THE ACCOUNTS

	As at 31-03-2007 Amount (Rs.)	As at 31-03-2006 Amount (Rs.)
SCHEDULE: 9		
Remuneration & Benefits to Employees		
Salaries & Benefits	19,500	216,685
Reimbursement of Tel. Exp	–	7,438
	19,500	224,123
SCHEDULE : 10		
Other Expenses		
Legal and Professional Charges	18,274	16,400
Filing Fees	5,500	16,500
Printing and Stationery	3,554	4,024
Advertisement Expenses	17,160	30,965
Rent, Rates & Taxes	24,000	37,530
Bank Charges	–	631
Professional tax	2,500	2,500
Membership and Subscription	14,831	16,451
Honorarium	–	5,000
FD Margin Money Written off	1,000	–
Internal Audit Fees	13,483	13,469
Auditors' Remuneration:		
– Audit Fees	22,472	22,448
– Other Services	8,418	8,265
	131,192	174,183

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

SCHEDULE: 11

A. SIGNIFICANT ACCOUNTING POLICIES

1 System of Accounting

The Financial Statements are prepared under the historical cost convention on the accrual basis of accounting and in accordance with Generally Accepted Accounting Principles.

2 Investments

Long Term Investments are valued at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management.

3 Earning Per Share

Basic earnings per share are calculated by dividing the net profit or net loss for the period attributable to the Equity shareholders by the number of equity shares outstanding during the period.

4 Contingent Liabilities

Contingent Liabilities are not provided for in the accounts but are shown separately in the notes to accounts.

B. NOTES TO ACCOUNTS

1 Contingent Liabilities not provided for:

	31.3.2007	31.3.2006
	Rs.	Rs.
Disputed matters in respect of: Income Tax	1,80,484	1,80,484

2 Auditors remuneration and reimbursement of expenses:-

	2006-07	2005-06
a. Audit Fees (including service tax)	22,472	22,448
b. Audit Fees (Other Services)	8,418	8,265
Total	30,890	30,713

3 Previous year figures have been rearranged / regrouped wherever necessary and rounded off to the nearest rupee.

4 There is no outstanding payable to small-scale industrial units.

5 There are no Micro, Small and medium enterprises to whom the Company owes dues which are outstanding for more than 45 days at the Balance Sheet date. The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.

For CHATURVEDI & COMPANY

Chartered Accountants

Sd/-
S.N.CHATURVEDI
(Partner)

Sd/-
R. S. DUBEY
(Director)

Sd/-
SOMESH BOSE
(Director)

Place : Mumbai
Date : 30th June 2007

Sd/-
SANJAY GARG
(Manager Finance)

BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I.	Registration Details		State Code: 11
	Registration No.- 22653		
	Balance Sheet Date: 31.03.2007		
II.	Capital Raised During the year (Amount in Rs. Thousands)		
	Public Issue	NIL	Right Issue
	Bonus Issue	NIL	Private Placement
III.	Position of Mobilisation and Deployment of funds (Amount in Rs. Thousands)		
	Total Liabilities	4,760	Total Assets
	Sources of Funds :		Application of Funds :
	Paid-up Capital	2,450	Investment
	Reserve & Surplus	2,310	Net Current Assets
IV	Performance of Company : (Amount in Rs. Thousands)		
	Turnover	240	Total Expenditure
	Profit/(Loss) before Tax	91	Profit/(Loss) after Tax
	Earning per Share (Rs.)	0.24	Dividend Rate %
V	Generic Names of Principal products, services of the company :		
	Item Code No.	N. A.	
	Product Description	N. A.	

For CHATURVEDI & COMPANY

Chartered Accountants

Sd/-
S.N.CHATURVEDI
(Partner)

Sd/-
R. S. DUBEY
(Director)

Sd/-
SOMESH BOSE
(Director)

Place : Mumbai
Date : 30th June 2007

Sd/-
SANJAY GARG
(Manager Finance)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2007

(Pursuant to Amendment to Clause 32 of the Listing Agreement)

	Particulars	Current Year Rs.	Previous Year Rs.
A.	Cash Flow From Operating Activities		
	Profit/(Loss) Before Tax & Prior Period Items	89,492	232,977
	Add:-Adjustment relating to earlier year	1,080	186
	Profit/(Loss) Before Tax	90,572	233,163
	Adjustment For:		
	– Interest on fixed deposit	(77,424)	(35,723)
	– Preliminary expenses Written off	–	–
	Operating Profit/(Loss) before Working Capital Changes	13,148	197,440
	Adjustment For:		
	– Trade & Other Receivables	(176,103)	424,301
	– Trade Payable	119,264	(59,163)
	Cash Generated From/ (Used in) operations	(43,691)	562,578
	Direct taxes (paid)/Received Net of Taxes	(48,696)	(95,119)
	Net Cash Flow from/ (Used in) operating activities	(92,387)	467,459
B.	Cash Flow From Investing Activities		
	– Interest on fixed deposit	77,424	35,723
	Net cash generated from Investing activity	77,424	35,723
C.	Cash flow from Financing Activities	–	–
A+B+C	Net Increase & (Decrease) in Cash & Cash Equivalents	(14,963)	503,182
	Opening Balance of Cash and Cash Equivalents	1,409,279	906,097
	Closing Balance of Cash and Cash Equivalents	1,394,316	1,409,279

This is the Cash Flow Statement referred to in our report of even date.

For CHATURVEDI & COMPANY

Chartered Accountants

Sd/-
S.N.CHATURVEDI
(Partner)

Sd/-
R. S. DUBEY
(Director)

Sd/-
SOMESH BOSE
(Director)

Place : Mumbai
Date : 30th June 2007

Sd/-
SANJAY GARG
(Manager Finance)

GENERAL SHAREHOLDERS INFORMATION

Annual General Meeting

Date	:	Thursday 27th September, 2007
Time	:	2:30 P.M.
Venue	:	Sahara India Point, CTS 40-44, S. V. Road, Goregaon (West), Mumbai- 400 104
Date of Book Closure	:	21 st September, 2007, Friday to 27 th September, 2007, Thursday (both days inclusive)
Last date for Receipt of proxy form	:	25 th September, 2007 by 2:30 P.M.
Registrar and Transfer Agent	:	M/S INTIME SPECTRUM REGISTRY LIMITED C- 13, Pannalal Silk Mill Compound, L. B. S. Marg, Bandup (West) Mumbai - 400 078
Share Transfer System	:	Shares received for physical transfer or dematerialisation request are generally registered and returned within a period of 21 days from the date of receipt of complete and validity executed documents.
Dematerialisation of Securities	:	Equity Shares of the Company can be traded in dematerialized form. To facilitate the Shares and liquidity trading in dematerialized form the Company has entered into agreement with both the Depositories viz. National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL)
Listing on Stock Exchange(s)	:	The Stock Exchange, Mumbai
BSE Stock Code	:	506867
ISIN No.	:	INE523D01017
Address of Correspondence	:	Sahara India Point, CTS 40-44, S. V. Road, Goregaon (West), Mumbai-400104