

R O T A M
COMMERCIALS LIMITED

ANNUAL REPORT

2007-2008

ROTAM COMMERCIALS LIMITED

DIRECTORS :

CHANDRAKANT S. MALANI

JAGDISH S. MALANI

HASMUKH S. MALANI

MUKESH N. MALANI

BANKERS :

CITI BANK

STANDARD CHARTERED BANK

AUDITORS :

PACHORI & ASSOCIATES

CHARTERED ACCOUNTANTS

REGISTRAR AND TRANSFER AGENT

ADROIT CORPORATE SERVICES PVT. LTD.

19, Jaferbhoy Industrial Estate, 1st Floor, Makwana Road,

Marol Naka, Mumbai - 400 059.

REGISTERED OFFICE :

EVEREST BUILDING

I-5 - 10th FLOOR,

TARDEO CIRCLE,

MUMBAI - 400 034.

NOTICE

Notice is hereby given that the Twentysrcond Annual General meeting of the members of **ROTAM COMMERCIALS LIMITED** will be held at the Registered office of the company on Friday the 29th day of August 2008 at 2 p. m. to transact the following business :

1. To receive and adopt the Directors report and the audited Balance Sheet & Profit & Loss account for the year ended 31st March 2008.
2. 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.
3. To appoint a Director in place of **Shri. Jagdish S. Malani & Hasmukh S. Malani** who retires by rotation and being eligible offers himself for reappointment.

Registered Office :
Everest Building,
I-5, - 10th Floor,
Tardeo Circle,
Mumbai - 400034.

By Order of the Board
MUKESH N. MALANI

Director

Place : MUMBAI.

Dated : The 27 th day of June 2008

Notes :

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend instead of himself and a proxy need not be a member of the Company.
2. The Register of members of the Company will remain closed from Friday the 22nd day of August 2008 to Friday 29th day of August 2008 (both days inclusive)

DIRECTORS REPORT TO THE SHAREHOLDERS

Your directors have pleasure in presenting their Twenty-Second Annual Report and Audited Accounts for the year ended 31-3-2008

FINANCIAL RESULTS :

The working of the year ended 31st March 2008 shows a profit of Rs.9,56,286/- after making provision for taxation, which is carried to Balance sheet along with the profit of the earlier year Rs.87,46,992/-

BOARD OF DIRECTORS :

Shri. Jagdish S. Malani & Hasmukh S. Malani retires by rotation and being eligible seeks reelection.

AUDITORS :

The Auditors retire from the office at this Annual General Meeting and are eligible for reappointment

OTHER INFORMATION :

The other information required u/s 217 (2A) and 217 (1E) of the companies act 1956 are not applicable as no employee was in receipt of remuneration to the extent laid down therein.

DEMATERIALISATION OF SHARE HOLDING :

The Companies script form part of the compulsory demat segment for all investors. The company has established connectivity with both the depositories viz NSDL and CDSL through the registrar M/s Adroit Corporate Services Pvt. Ltd. ISIN of the company is INE 093G01014.

DIRECTORS RESPONSIBILITY STATEMENT :

Pursuant to an amendment to Section 217 of the Companies Act, 1956 your Directors give here under responsibility Statements pertaining to the accounts of the Company.

1. In the preparation of the Annual accounts, the applicable accounting standards have been followed along with proper explanation / statement relating to material departures.
2. The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the Company as on 31st March, 2008 and of the Profit & Loss Account of the Company for the year ended on that date.
3. The Directors have taken proper and sufficient care 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 for preventing and detecting fraud and other irregularities
4. These accounts have been prepared on a going concern basis.

By order of the Board
CHANDRAKANT S. MALANI
JAGDISH S. MALANI
HASMUKH S. MALANI
MUKESH N. MALANI

Place : Mumbai.

Dated : The 27th day of June 2008

Directors

AUDITORS REPORT TO THE SHARE HOLDERS

We have audited the attached Balance sheet of M/s Rotam Commercials Ltd. as at 31st March, 2008 and also the Profit and Loss Account of the company for the year ended on that date, annexed there to and the Cash Flow Statement for the year ended on that date. 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.

We conducted our audit in accordance with the 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 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.

1. As required by Companies (Auditor's Report) Order, 2003 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 paragraphs 4 and 5 of the said order.
2. Further to our comments in Annexure referred to in paragraph 1 above, we report that :
 - 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 accounts as required by law have been kept by the company so far as appears from our examination of those books.
 - c) The Balance Sheet, the Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account, maintained at Head Office Mumbai.
 - d) On the basis of the written representations received from the directors, as on March 31, 2008, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2008 from being appointed as a director, in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
 - e) In our opinion, the Balance Sheet and Profit and Loss Account dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956.
 - f) In our opinion and to the best of our information and according to the explanations, given to us, the said Balance Sheet & Profit & Loss Account read together with notes thereon give the information required by the Companies Act, 1956 in the manner so required and give a true & fair view in conformity with the accounting principles generally accepted in India :-
 - i) In the case of Balance Sheet of the state of affairs of the Company as at 31st March, 2008;
 - ii) In the case of Profit and Loss account of the profit for the year ended on that date.
 - iii) In case of Cash Flow Statement, of the cash flows for the year ended on that date.

ANNEXURE TO THE AUDITORS REPORT

(Referred to in Paragraph 1 of our Report of even date)

The annexure referred to in para 1 of our report of even date on the accounts of M/s Rotam Commercials Ltd for the year ended 31st March, 2008.

- I.
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets on the basis of available information.
 - b) The fixed assets have been physically verified by the management during the year and we have been informed that no material discrepancies have been noticed on such verification.
 - c) In our opinion & according to the information & explanations given to us, a substantial part of fixed assets has not been disposed off by the company during the year affecting going concern basis.
- II.
 - a) As explained to us, inventories have been physically verified by the management at regular intervals during the year.
 - b) In our opinion, the procedure of physical verification of stocks followed by the management are reasonable and adequate in relation to the size of the company and nature of its business.
 - c) The company is maintaining proper records of inventory. The discrepancies noticed on verification of stocks as compared to book records were not material and these have been properly dealt with in the books of accounts.
- III.
 - a) The company has taken unsecured loan from Companies covered in the register maintained under section 301 of the companies act 1956, and the total amount outstanding as on 31st March, 2008 is Rs.12,65,000/- According to information and explanation given to us the Company has granted un-secured loans to the Companies covered in the register maintained u/s 301 of the companies Act, 1956 and balance outstanding of the year end is Rs. 1,62,45,000/-
 - b) In our opinion, the rate of interest and other terms and conditions on which loan have been taken/granted from other parties listed in the register maintained under section 301 of the Companies Act, 1956 are not, prime facie, prejudicial to the interest of the company.
 - c) No terms of repayment of principal and or interest are stipulated.
 - d) As no repayment schedule is fixed, there is no overdue amount in respect of loans taken/given by the company.
- IV. In our opinion and according to the information & explanation given to us there are adequate internal control procedures commensurate with the size of the company and nature of its business with regard to purchase of raw materials, shares and other assets and for the sale of goods. During the course of audit, we have not observed the continuing failure to correct major weaknesses in internal controls.
- V. In respect of transactions entered in the register maintained in pursuance of section 301 of the Companies Act 1956,
 - a) To the best of our knowledge and belief and according to the information and explanations given to us, transactions that need to be entered into the register have been so entered.
 - b) According to the information and explanations given to us, such transactions have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- VI. The company has not accepted any deposits from public within the meaning of provisions of section 58A & section 58AA of the Companies Act, 1956.
- VII. In our opinion the company has an adequate internal audit system commensurate with the size and nature of its business.

- VIII. As informed to us the company is not required to maintain cost accounts and records as prescribed by Central Government under section 209 (1) (d) of the Companies Act, 1956.
- IX. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection fund, Employees State Insurance, Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other statutory dues have been generally deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2008 for a period of more than six months from the date of becoming payable.
- X. The Company has no accumulated losses and 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 taken any loans from financial institutions, banks or debenture holders.
- XII. In our opinion and according to the information and explanation given to us, no loans and advances have been granted by the company 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/matual benefit fund/society. Therefore, clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- XIV. In our opinion, the company is dealing or trading in shares, securities, debentures and proper records of the transactions have been maintained by the company. The investment held for deriving the dividend income are in the name of the company.
- XV. According to the information and explanations given to us the company has given corporate guarantee for Rs. 350 Lacs for credit facilities extended by bank to a Pvt. Ltd Company in which directors of the company are interested and the company has extended charge on immovable property at Calcutta for the same.
- XVI. The company has not raised any new term loans during the year.
- XVII. On the basis of an overall examination of the Balance Sheet of the company and according to the information and explanations given to us, in our opinion, funds raised on a short term basis have not been used for long-term investment and vice-versa.
- XVIII. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act during the year.
- XIX. The company has not issued any debentures till date.
- XX. The company has not raised any money by the way of public issue during the year.
- XXI. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted audit practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

3/1106(R), Navjivan Society,
Lamington Road,
Mumbai - 400 008.

For Pachori & Associates
Chartered Accountants

Place : Mumbai
Dated : The 27th day of June 2008

P.V. PACHORI
Partner
M. N. 38146

ROTAM COMMERCIALS LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2008

| SOURCES OF FUNDS | SCHEDULE | AS AT 31.3.2008 Rs. | AS AT 31.3.2007 Rs. |
|---|--------------|--------------------------------|--------------------------------|
| 1. Shareholders Funds : | | | |
| A. Share Capital | A | 9,600,000 | 9,600,000 |
| B. Reserves & Surplus | | 9,703,278 | 8,746,992 |
| C. Unsecured Loan From Body Corporate | | 1,265,000 | 2,067,877 |
| | TOTAL | <u>20,568,278</u> | TOTAL <u>20,414,869</u> |
| APPLICATION OF FUNDS | | | |
| 1. Fixed Assets | B | 1,227,731 | 1,398,822 |
| 2. Current Assets, Loans and and Advances | C | 23,706,812 | 20,728,458 |
| 3. Less : Current Liabilities and Provisions | D | <u>4,366,265</u> 19,340,547 | <u>1,712,411</u> 19,016,047 |
| | TOTAL | <u>20,568,278</u> | TOTAL <u>20,414,869</u> |
| NOTES : SCHEDULE | E | | |

As per our report of even date

Chandrakant S. Malani

For PACHORI & ASSOCIATES
Chartered Accountants

Hasmukh S. Malani

Jagdish S. Malani

P.V. PACHORI
Partner
M. NO. 38146

Mukesh N. Malani

Place : Mumbai
Dated : The 27th day of June 2008.

(DIRECTORS)

ROTAM COMMERCIALS LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2008

| INCOME | AS AT 31.3.2008 Rs. | AS AT 31.3.2007 Rs. |
|-----------------------------------|---------------------------|---------------------------|
| Sales | 14,894,457 | 39,953,628 |
| Interest | 1,239,634 | 607,383 |
| Dividend | 9,665 | 4,836 |
| Commission | 385,030 | 360,000 |
| Other Income | nil | 5,360 |
| Closing Stock | | |
| Shares | 2,762,965 | 1,424,180 |
| Goods | <u>2,010,988</u> | <u>5,652,785</u> |
| TOTAL | <u>21,302,739</u> | <u>48,008,172</u> |
| EXPENDITURE | | |
| Opening Stock | | |
| Shares | 1,424,180 | 1,344,142 |
| Goods | <u>5,652,785</u> | <u>7,076,965</u> |
| Purchases | 10,626,799 | 37,913,420 |
| Interest | 146,264 | 193,630 |
| Salaries | 794,358 | 476,158 |
| Conveyance & Travelling Exp. | 134,399 | 371,190 |
| Motor Car Expenses | 68,048 | 158,103 |
| Misc. Expenses | 550,633 | 622,488 |
| Exhibition & Advertisement Exp. | 13,380 | 150,034 |
| Auditors Remuneration : | | |
| For Audit fees | 89,870 | 56,180 |
| For other services | <u>nil</u> | <u>16,837</u> |
| Telephone Expenses | 66,762 | 54,973 |
| Rent Paid | 44,337 | 75,824 |
| Electricity Expenses | 16,077 | 23,999 |
| Freight, Coolie & Cartage Charges | 85,242 | 80,404 |
| TOTAL | <u>19,713,134</u> | <u>46,839,799</u> |

| | AS AT 31.3.2008 Rs. | AS AT 31.3.2007 Rs. |
|--|---------------------------|---------------------------|
| Profit before Depreciation | 1,589,605 | 1,168,373 |
| Less : Depreciation | <u>160,529</u> | <u>170,500</u> |
| Profit after Depreciation | <u>1,429,076</u> | <u>997,873</u> |
| Less : Provision for taxation | 443,000 | 335,000 |
| Less : Provision for FBT | 30,000 | 45,270 |
| Add/Less : Income Tax for earlier year | <u>210</u> | <u>2,790</u> |
| Profit after Taxation | <u>956,286</u> | <u>614,813</u> |
| Add : Profit as per Last Balance Sheet | <u>8,746,992</u> | <u>8,132,179</u> |
| Balance carried over to Balance Sheet | <u>9,703,278</u> | <u>8,746,992</u> |

NOTES : SCHEDULE**E**

As per our report of even date

Chandrakant S. Malani

For PACHORI & ASSOCIATES
Chartered Accountants

Hasmukh S. Malani

Jagdish S. Malani

P.V. PACHORI
Partner
M. NO. 38146

Mukesh N. Malani

Place : Mumbai
Dated : The 27th day of June 2008.

(DIRECTORS)

ROTAM COMMERCIALS LIMITED

SCHEDULE 'A-E' FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH 2008

SCHEDULE 'A' SHARE CAPITALAS AT
31.3.2008
Rs.AS AT
31.3.2007
Rs.**AUTHORISED**10,00,000 Equity shares of
Rs. 10/- each1000000010000000**ISSUED, SUBSCRIBED & PAID UP**9,60,000 Equity Shares of
Rs. 10/- each fully paid up in cash96000009600000**SCHEDULE 'B' FIXED ASSETS :**

| PARTICULARS | GROSS BLOCK | | | DEPRECIATION | | | NET BLOCK | |
|---------------------|-------------------|-----------------------------------|--------------------|-------------------|-----------------|----------------|--------------------|--------------------|
| | as at 1.4.2007 | Addition during the year | as at 31.3.2008 | as at 1.4.2007 | For the year | Total | As at 31.3.2008 | As at 31.3.2007 |
| Office Premises | 2309616 | NIL | 2309616 | 1429855 | 87976 | 1517831 | 791785 | 879761 |
| Motor Car | 1560345 | 70000 | 1490345 | 1325022 | 24798 | 1349820 | 140525 | 235323 |
| Furniture & Fixture | 414456 | NIL | 414456 | 196263 | 21819 | 218082 | 196374 | 218193 |
| Office Equipme | 68255 | NIL | 68255 | 47636 | 2062 | 49698 | 18557 | 20619 |
| Computer | 229299 | 34250 | 263549 | 228635 | 14048 | 242683 | 20866 | 664 |
| Air Conditioner | 79770 | NIL | 79770 | 61535 | 2735 | 64270 | 15500 | 18235 |
| Refrigarator | 7400 | NIL | 7400 | 5709 | 254 | 5963 | 1437 | 1691 |
| Water Purifier | 5000 | NIL | 5000 | 3858 | 171 | 4029 | 971 | 1142 |
| Mobile Phone | 25250 | 25188 | 50438 | 2056 | 6666 | 8722 | 41716 | 23194 |
| TOTAL Rs. | 4699391 | 129438 | 4688829 | 3300569 | 230529 | 3461098 | 1227731 | 1398822 |
| Previous Yr. Rs. | 4674141 | 25250 | 4699391 | 3130069 | 170500 | 3300569 | 1398822 | 1544072 |

Note : Office Premises are mortgaged to Standard Chartered Bank, Kolkata against letter of credit facility of Rs. 25 Lacs sanctioned by bank

SCHEDULE 'C' CURRENT ASSETS, LOANS & ADVANCES

| | AS AT 31.3.2008 Rs. | AS AT 31.3.2007 Rs. |
|--|---------------------------|---------------------------|
| A. CURRENT ASSETS | | |
| Stock in trade | 4,773,953 | 7,076,965 |
| Sundry Debtors (Unsecured considered good) | 759,980 | 2,673,036 |
| Cash on hand | 19,214 | 53,084 |
| Balance with Schedule Bank | 695,586 | 825,917 |
| F.D.R. with Bank (Incl accrued Interest) | 36,465 | 36,465 |
| Prepaid Expenses | 849 | 9,432 |
| TOTAL A | <u>6,286,047</u> | <u>10,674,899</u> |
| B. LOANS & ADVANCES | | |
| Loans | 16,245,000 | 9,154,086 |
| Advance Tax | 275,000 | 190,000 |
| Advance recoverable in cash or Kind | 252,742 | 199,980 |
| Deposits | 353,000 | 353,000 |
| Income Tax deducted at source | 295,023 | 156,493 |
| Total B | <u>17,420,765</u> | <u>10,053,559</u> |
| Total A + B | <u>23,706,812</u> | <u>20,728,458</u> |

SCHEDULE 'D' CURRENT LIABILITIES AND PROVISION

A. CURRENT LIABILITIES

| | | |
|------------------------------|------------------|------------------|
| Sundry Creditors - For Goods | 3,817,829 | 1,176,234 |
| For Expenses | 54,897 | 53,375 |
| Statutory Dues Payable | 50,539 | 147,802 |
| Total A | <u>3,923,265</u> | <u>1,377,411</u> |

B. PROVISION

| | | |
|------------------------|------------------|------------------|
| Provision for taxation | 443,000 | 335,000 |
| Total (A + B) | <u>4,366,265</u> | <u>1,712,411</u> |

As per our report of even date

Chandrakant S. Malani

For PACHORI & ASSOCIATES
Chartered Accountants

Hasmukh S. Malani

Jagdish S. Malani

P.V. PACHORI
Partner
M. NO. 38146

Mukesh N. Malani

Place : Mumbai
Dated : The 27th day of June 2008.

(DIRECTORS)

SCHEDULE 'E' NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31.3.2008

1. Significant Accounting policies :
 - A. The company follows the accrual system of accounting in respect of all income and expenditure except dividend which is accounted on receipt basis.
 - B. Fixed assets are valued at cost and depreciation is provided on written down value method as per rates prescribed under Income Tax Act 1961.
 - C. Inventories are valued at cost.
2. Balance of debtors and creditors are subject to confirmations.
3. Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. Nil.
4. Contingent liabilities for Bank Guarantee

| | Year 2007.08 Rs. | Year 2006.07 Rs. |
|---|------------------------|------------------------|
| Corporate guarantee to bank for credit facilities provided to third parties related to the directors of the Company | 350 Lacs | 200 Lacs |
5.
 - a. Previous year's figures have been regrouped wherever necessary.
 - b. Figures in brackets relate to the previous year.
6. Expenditure in foreign currency Rs. NIL.
7. C.I.F. value of imports Rs. NIL.
8. As per the management provision of gratuity act and provident fund act are not applicable to the company at present.
9. Sales are exclusive of Sales Tax.

10. RELATED PARTY DISCLOSURE

(Based On disclosure made by Directors under the Companies Act, 1956)

LIST OF RELATED PARTIES**A) KEY MANAGEMENT PERSONNEL**

CHANDRAKANT S. MALANI.
 MUKESH N. MALANI
 HASMUKH S. MALANI
 JAGDISH S. MALANI

B) ENTERPRISES IN WHICH KEY MANAGEMENT PERSONNEL HAVE SIGNIFICANT INFLUENCE

1. SHAMANJWALI METALS PVT LTD
2. CUPID TRADES & FINANCE LTD

Details of Transactions :-

| Particulars | Key Management Personnel | Enterprises in which key Management personnel have significant Influence | Relatives of Directors |
|-------------------------------|--------------------------|--|------------------------|
| Interest Received | Nil | 1,239,634 | Nil |
| Commission Received | Nil | 385,030 | Nil |
| Office Rent Paid | 24,000 | Nil | 12,000 |
| Interest on loan paid | Nil | 146,264 | Nil |
| Directors Sitting fees paid | 5,000 | Nil | Nil |
| Sale of Goods | Nil | 44,651 | Nil |
| Purchase of Goods | Nil | 166,432 | Nil |
| <u>Loan Received</u> | | | |
| Maximum outstanding | Nil | 2,067,877 | Nil |
| <u>Loan Given</u> | | | |
| Maximum outstanding | Nil | 16,245,000 | Nil |
| <u>Outstanding Receivable</u> | | | |
| For Loan | Nil | 16,245,000 | Nil |
| <u>Outstanding Payable</u> | | | |
| For Loan | Nil | 1,265,000 | Nil |

11. Particulars in respect of goods traded in :

| Class of Goods | UNIT | Opening Stock | | Purchases | | Closing Stock | | Utilised for Import | | Turnover | |
|------------------|------|--------------------|----------------------|-----------------------|-----------------------|--------------------|----------------------|---------------------|------------------|-----------------------|-----------------------|
| | | QTY | VALUE | QTY | VALUE | QTY | VALUE | QTY | VALUE | QTY | VALUE |
| Electrical Goods | Pcs | 67260 (36208) | 4839457 (5151059) | 495 (67655) | 194661 (6586276) | 23384 (67260) | 2009578 (4839457) | Nil (Nil) | Nil (Nil) | 44371 (36603) | 4849519 (10452223) |
| Shares | Nos | 357140 (357440) | 1424180 (1344142) | 29450 (1220) | 3067628 (751732) | 361655 (357140) | 2762965 (1424180) | Nil (Nil) | Nil (Nil) | 24935 (1520) | 1824533 (716115) |
| Holder | Pcs | 63 (63) | 1410 (1410) | Nil (400) | Nil (9164) | 63 (63) | 1410 (1410) | Nil (Nil) | Nil (Nil) | Nil (400) | Nil (33800) |
| DEPB Licence | Nos | 853100 (153315) | 811918 (149948) | 7731070 (32215736) | 7364510 (30566248) | Nil (853100) | Nil (811918) | Nil (1760867) | Nil (1667555) | 8584170 (29755054) | 8220405 (28751490) |

12. Additional information (s) required vide schedule VI of the companies act 1956 is either nil or not applicable

SCHEDULE 'A' to 'E' AUTHENTICATED :

As per our report of even date

Chandrakant S. Malani

For PACHORI & ASSOCIATES
Chartered Accountants

Hasmukh S. Malani

Jagdish S. Malani

P.V. PACHORI
Partner
M. NO. 38146

Mukesh N. Malani

Place : Mumbai
Dated : The 27th day of June 2008.

(DIRECTORS)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2008

| | | |
|---|--------------------|------------------|
| A. CASH FLOW FROM OPERATING ACTIVITIES | 31.03.08 | 31.03.07 |
| Net Profit before tax & Extra-ordinary items | 1,429,076 | 997,873 |
| Add :- Depreciation | 160,529 | 170,500 |
| Less : Income/Expenses treated separately | | |
| Divided Income | (9,665) | (4,836) |
| Interest Expenses | 146,264 | 193,630 |
| Balance Written back | 210 | (2,790) |
| Interest Income | <u>(1,239,634)</u> | <u>(607,383)</u> |
| Operating Profit before Working Capital Charges | 486,780 | 746,994 |
| Changes in Working Capital | | |
| Changes in Inventories | 2,303,012 | (430,406) |
| Changes in Receivables | 1,913,056 | 1,589,875 |
| Changes in Current Liabilities | 2,210,854 | (4,569,932) |
| Changes in Loans, Advances Tax/TDS | <u>(7,397,206)</u> | <u>1,978,363</u> |
| Net Changes in working capital | (970,284) | (1,432,100) |
| Cash Flow from Operating activities | (483,504) | (685,106) |
| B. CASH FLOW FROM INVESTMENT ACTIVITIES | | |
| Sales of Fixed Assets | 70,000 | Nil |
| Addition to Fixed Assets | (59,438) | (25,250) |
| Interest Income | 1,239,634 | 607,383 |
| Dividend Income | 9,665 | 4,836 |
| Interest Expenses | <u>(146,264)</u> | <u>(193,630)</u> |
| Net Cash Flow in Investment Activities | 1,113,597 | 393,339 |
| C. Changes In Borrowing | (802,877) | 406,900 |
| Net increase in cash & cash equivalent | (172,784) | 115,133 |
| Opening cash & cash equivalent | <u>924,898</u> | <u>809,765</u> |
| Closing cash & cash equivalent | 752,114 | 924,898 |

Chandrakant S. Malani

For PACHORI & ASSOCIATES
Chartered Accountants

Hasmukh S. Malani

Jagdish S. Malani

P.V. PACHORI
Partner
M. NO. 38146

Mukesh N. Malani

Place : Mumbai
Dated : The 27th day of June 2008.

(DIRECTORS)

ROTAM COMMERCIALS LIMITED
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

I. Registration Details

Registration No.

| | | | | | |
|--|---|---|---|---|---|
| | 3 | 6 | 6 | 8 | 7 |
|--|---|---|---|---|---|

| | |
|---|---|
| 1 | 1 |
|---|---|

Balance Sheet Date

| | |
|---|---|
| 3 | 1 |
|---|---|

| | |
|---|---|
| 0 | 3 |
|---|---|

| | | | |
|---|---|---|---|
| 2 | 0 | 0 | 8 |
|---|---|---|---|

II. Capital raised during the year (Amount in Rs. Thousands)

| | | | | | | | | | | | | | |
|---|-------------------|--|--|--|--|--|---|--|--|--|--|--|--|
| Public Issue | Right Issue | | | | | | | | | | | | |
| <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | |
| | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| Bonus Issue | Private Placement | | | | | | | | | | | | |
| <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | |
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III. Position of Mobilisation and Deployment of fund during the year (Amount in Rs. Thousands)

| | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|--------------------|---|--|--------------------|---|---|---|---|---|---|---|---|--|--|---|---|---|---|---|---|--|--|--|---|---|---|---|---|
| | Total Liabilities | | Total Assets | | | | | | | | | | | | | | | | | | | | | | | | |
| Sources of Funds : | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td>2</td><td>0</td><td>5</td><td>6</td><td>8</td></tr></table> | | | | 2 | 0 | 5 | 6 | 8 | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td>2</td><td>0</td><td>5</td><td>6</td><td>8</td></tr></table> | | | | 2 | 0 | 5 | 6 | 8 | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td>2</td><td>0</td><td>5</td><td>6</td><td>8</td></tr></table> | | | | 2 | 0 | 5 | 6 | 8 |
| | | | 2 | 0 | 5 | 6 | 8 | | | | | | | | | | | | | | | | | | | | |
| | | | 2 | 0 | 5 | 6 | 8 | | | | | | | | | | | | | | | | | | | | |
| | | | 2 | 0 | 5 | 6 | 8 | | | | | | | | | | | | | | | | | | | | |
| | Paid-up Capital | | Reserves & Surplus | | | | | | | | | | | | | | | | | | | | | | | | |
| | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>9</td><td>6</td><td>0</td><td>0</td></tr></table> | | | | | 9 | 6 | 0 | 0 | | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>9</td><td>7</td><td>0</td><td>3</td></tr></table> | | | | | 9 | 7 | 0 | 3 | | | | | | | | |
| | | | | 9 | 6 | 0 | 0 | | | | | | | | | | | | | | | | | | | | |
| | | | | 9 | 7 | 0 | 3 | | | | | | | | | | | | | | | | | | | | |
| | Secured Loans | | Unsecured Loans | | | | | | | | | | | | | | | | | | | | | | | | |
| | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | | | | | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>1</td><td>2</td><td>6</td><td>5</td></tr></table> | | | | | 1 | 2 | 6 | 5 | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | 1 | 2 | 6 | 5 | | | | | | | | | | | | | | | | | | | | |

Application of Funds :

| | | | | | | | | | | | | | | | | | | | | | |
|--|---|--|-------------------|---|---|---|---|---|---|---|---|---|--|--|--|--|--|--|--|--|--|
| | Net Fixed Assets | | Investments | | | | | | | | | | | | | | | | | | |
| | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>1</td><td>2</td><td>2</td><td>7</td></tr></table> | | | | | 1 | 2 | 2 | 7 | | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | | | | | |
| | | | | 1 | 2 | 2 | 7 | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | |
| | Net Current Assets | | Misc. Expenditure | | | | | | | | | | | | | | | | | | |
| | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>1</td><td>9</td><td>3</td><td>4</td><td>0</td></tr></table> | | | | | 1 | 9 | 3 | 4 | 0 | | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | | | | |
| | | | | 1 | 9 | 3 | 4 | 0 | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | |
| | Accumulated Losses | | | | | | | | | | | | | | | | | | | | |
| | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | | | | | | | | | | | | | | | |
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IV. Performance of Company (Amount in Rs. Thousands)

| | | | | | | | | | | | | | | | | | | | | | |
|--|---|--|-------------------|---|---|---|---|---|---|---|---|---|--|--|--|--|---|---|---|---|---|
| | Turnover | | Total Expenditure | | | | | | | | | | | | | | | | | | |
| | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>2</td><td>1</td><td>3</td><td>0</td><td>3</td></tr></table> | | | | | 2 | 1 | 3 | 0 | 3 | | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>1</td><td>9</td><td>8</td><td>7</td><td>4</td></tr></table> | | | | | 1 | 9 | 8 | 7 | 4 |
| | | | | 2 | 1 | 3 | 0 | 3 | | | | | | | | | | | | | |
| | | | | 1 | 9 | 8 | 7 | 4 | | | | | | | | | | | | | |
| | Profit Before Tax | | Profit after tax | | | | | | | | | | | | | | | | | | |
| | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>1</td><td>4</td><td>2</td><td>9</td></tr></table> | | | | | 1 | 4 | 2 | 9 | | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td>9</td><td>5</td><td>6</td></tr></table> | | | | | | | 9 | 5 | 6 | |
| | | | | 1 | 4 | 2 | 9 | | | | | | | | | | | | | | |
| | | | | | | 9 | 5 | 6 | | | | | | | | | | | | | |

(Tick appropriate box + for Profit, - for loss)

| | | | | | | | | | | | | | | | | | |
|---|-----------------|--|--|---|---|---|---|---|---|--|--|--|--|--|--|--|--|
| Earning Per Share in Rs. | Divident rate % | | | | | | | | | | | | | | | | |
| <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td>1</td><td>.</td><td>0</td><td>0</td></tr></table> | | | | | 1 | . | 0 | 0 | <table border="1" style="display: inline-table; border-collapse: collapse;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table> N I L | | | | | | | | |
| | | | | 1 | . | 0 | 0 | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | |

V. Generic Names of Three Principal Services of Company (as per monetary terms)

Item Code No. (N.A.) (1) Electrical Blubs & Goods
 (2) DEPB Lincence

For PACHORI & ASSOCIATES
 Chartered Accountants
 P.V. PACHORI
 Partner
 M. NO. 38146

Chandrakant S. Malani
 Hasmmukh S. Malani
 Jagdish S. Malani
 Mukesh N. Malani

Place : Mumbai
 Dated : The 27th day of June 2008.

(DIRECTORS)

