

TILAK FINANCE LIMITED

**ANNUAL REPORT
FOR THE YEAR ENDED 31-03-2009**

NOTICE

NOTICE is hereby given that the Annual General Meeting of Tilak Finance Limited will be held on 30th September 2009 at 11.00 AM at 304, Sangam Arcade, Vallabh Bhai Road, Vile Parle (West), Mumbai - 400056 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2009 and the Profit & Loss Account for the Financial Year ended on that date together with the Report of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mrs. Nirmala Narendrakumar Saraf who retires by rotation and being eligible offers herself for reappointment.
3. To appoint M/s. Phirodia Bafna & Associates, Chartered Accountants, as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix the remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Rajendra Kumar Saraf, who was appointed as an Additional Director pursuant to Section 260 of the Companies Act, 1956 to hold office up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received a notice in writing pursuant to the provisions of Section 257 of the Companies Act, 1956, proposing his candidature as a Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

5. To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Satish Singasane, who was appointed as an Additional Director pursuant to Section 260 of the Companies Act, 1956 to

and in respect of whom the Company has received a notice in writing pursuant to the provisions of Section 257 of the Companies Act, 1956, proposing his candidature as a Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Place **Mumbai**
Date **30th June, 2009**

By the Order of the Board of Directors
Sd/-
Director

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ONLY ON A POLL INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies in order to be effective, should be duly completed, stamped and signed must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. Members desirous of obtaining any information as regards accounts and operations of the Company are requested to send their queries in writing so as to reach at the Registered Office of the Company at Mumbai at least 10 (ten) days before the date of the meeting, to enable the Company to keep the information ready.
4. Explanatory Statement relating to the Special Business under item no. 4 to 5 as required under Section 173 (2) of the Companies Act 1956 is annexed hereto.
5. The Register of Members of the Company will remain close from 28th day, September, 2009 to 30th day, September, 2009 (both days inclusive).
6. Members are requested to notify immediately any change in their address to the Company.
7. The relevant details of Directors seeking appointment/re-appointment, under the item nos. 2, 4 & 5 above, are as follows:

Name	Mr. Rajendra Kumar Saraf	Mr. Satish Singasane	Mrs. Nirmala Saraf
Age	55 years	38 Years	
Qualification	Graduate in Science	Graduate in Commerce	Higher Secondary
Nature of Expertise			
Experience	30 yrs in Production	10 yrs in Accounts	20 years in administration
Names of other companies in which holds directorship		-	-
Names of other companies in committees of which holds membership / Chairmanship		-	-
Shareholding in the Company	17600	-	20300

8. All documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company during office hours on all working days except Saturdays between 11.00 a.m. and 1.00 p.m. up to the date of the Annual General Meeting and the same will be available for inspection at the Annual General Meeting.

By Order of the Board of Directors
Sd/-

Place: Mumbai
Date: 30th June, 2009

DIRECTOR

REGISTERED OFFICE
304, Sangam Arcade
Vallabh Bhai Road
Opp. Railway Station
Vile Parle (West)
Mumbai 400 056

ANNEXURE TO THE NOTICE

Explanatory Statement as required by Section 173 (2) of the Companies Act, 1956 ('the Act')

ITEM NO. 4 & 5

The Board of Directors of the Company had appointed Mr. Satish Singasane and Mr. Rajendra Kumar Saraf as Additional Directors of the Company with effect from 1st October 2008 and 5^h March 2009 respectively.

Mr. Rajendra Kumar Saraf aged about 55 years is holding Bachelor's Degree in Science and has more than 30 years of experience in the field of Production.

Mr. Satish Singasane aged about 38 years, holds Bachelor's degree in Commerce and has more than 10 years of experience in the field of accounts & taxation.

Except Mr. Rajendra Kumar Saraf and Mr. Satish Singasane in their respective resolution as set out at item nos. 4 & 5 of the notice, none of the Directors of the Company is in any way deemed to be concerned or interested in the aforesaid resolutions.

The resolutions as set out at Item Nos. 4 & 5 of the accompanying Notice is recommended for approval of the members.

By Order of the Board of Directors
Sd/-

Place: Mumbai

Date: 30th June, 2009

DIRECTOR

REGISTERED OFFICE

304, Sangam Arcade
Vallabh Bhai Road
Opp. Railway Station
Vile Parle (West)
Mumbai 400 056

DIRECTORS' REPORT

To
The Members

Your Directors take pleasure in presenting the Annual Report on the Business operations of the Company along with their Statement of Audited Accounts for the year ended 31st March, 2009.

1 FINANCIAL RESULTS:

(Rs. in Lacs)

Particulars		
	2008-2009	2007-2008
Income	67.74	28.38
Less: Expenses	69.39	22.69
Net Profit / (Loss) before tax	(1.65)	5.69
Less: Provision for Taxation	-	1.80
Net Profit / (Loss) for the year	(1.65)	3.89
Balance Brought Forward	(1.84)	(5.73)
Balance Carried to Balance Sheet	(3.49)	(1.84)

2. OPERATIONS:

During the year under review, the Company earned Income of Rs. 67.74 lacs from its Investments Activities. However due to volatility in the capital market prevailed during the year, due to recessionary trend witnessed by the economy on account of global finance turmoil, your Company suffered loss of Rs. 1.65 lacs.

3. DIVIDEND:

In view of the losses, your Directors do not recommend payment of dividend for the financial year ended 31st March 2009.

4 DIRECTORS:

During the year under review, Mr. Rajendra Kumar Saraf and Mr. Satish Singasane were appointed as Additional Directors with effect from 5th March, 2009 and 1st October, 2008 respectively. Their term as Additional

Director expires at the ensuing Annual General Meeting of the Company and they being eligible have offered themselves for appointment.

The Board recommends their appointment as Director of the Company. Necessary resolutions for their reappointment as director are incorporated in the Notice of the Annual General Meeting for the approval of the members.

Mrs. Rekha Saraf, Director passed away on 5th March, 2009. The Board places on record the appreciation for the services rendered by Mrs. Rekha Saraf during her tenure as Director of the Company.

5. **DIRECTORS RESPONSIBILITY STATEMENT:**

As required by the provisions of Section 217(2AA) of the Companies Act, 1956, your Directors confirm the following:

- That in the preparation of the annual accounts, the applicable standards have been followed along with proper explanations relating to material departures.
- That such accounting policies have been selected and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 31st March, 2009 and of the loss of the Company for the year ended 31st March, 2009
- That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act to safeguard the assets of the Company and for preventing and detecting fraud and other irregularities.
- That the Annual Accounts have been prepared on a going concern basis.

6. **AUDITORS:**

M/s. Phirodia Bafna & Associates., Chartered Accountants, the Statutory Auditors of the Company retire at the ensuing Annual General Meeting and are eligible for re-appointment. The Company has received a certificate from the retiring Statutory Auditors to the effect that their appointment, if

made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956.

7. **AUDITORS' REPORT:**

Observation made in the Auditors' Report read with relevant notes given in the Notes to Accounts, are self-explanatory and therefore, do not call for any further comments under Section 217(3) of the Companies Act, 1956.

8. **FIXED DEPOSITS:**

During the year under review, the Company has not accepted or renewed any deposit from public falling within the purview of Section 58A of the Companies Act, 1956 or rules framed there under.

9. **PERSONNEL:**

During the year under review, none of the employees of the Company, whether employed for the whole year or part thereof, was in receipt of remuneration aggregating to or in excess of the limits specified under Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended, and hence, no particulars are required to be furnished in connection with the same.

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

Information pursuant to Section 217(1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is not applicable as your Company is not engaged in manufacturing activities. There has been no expenditure and earning in foreign currency during the year under review.

11. **SECRETARIAL COMPLIANCE CERTIFICATE:**

A secretarial compliance report pursuant to the proviso to sub section (i) of Section 383A of the Companies Act, 1956 read with the Companies (Compliance Certificate) Rules, 2001 are annexed hereto and forms part of this Report.

12. **ACKNOWLEDGEMENT:**

We take the opportunity to express our deep sense of gratitude to the Company's Bankers and local authorities. We also express our gratitude to the Shareholders for reposing their confidence and faith in the Company.

FOR AND ON BEHALF OF THE BOARD

Sd/-

Sd/-

DATE: 30th June, 2009

DIRECTOR

DIRECTOR

PLACE: MUMBAI

**SECRETARIAL COMPLIANCE CERTIFICATE FOR THE YEAR ENDED 31ST MARCH
2009 IN RESPECT OF TILAK FINANCE LIMITED**

CIN No. of the Company: U65910MH1980PLC023000
Nominal Capital : 25, 00,000/-

To
The Members
Tilak Finance Limited
Mumbai

We have examined the registers, records, books and papers of **TILAK FINANCE LIMITED** (the Company) as required to be maintained under the Companies Act, 1956 (the Act) and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March 2009 (financial year). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, 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 of the Act and the rules made thereunder 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 prescribed under the Act and the rules made there under.
3. The Company being a public limited company, comments are not required.
4. The Board of Directors duly met Seven times respectively on **30th April, 2008, 30th July, 2008, 6th September 2008, 30th September, 2008, 5th December, 2008, 31st January, 2009 and 5th March, 2009** in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.
5. The Company had closed its Register of Members for the period from **28th September, 2008 to 30th September, 2008** during the financial year under certification

6. The Annual General Meeting for the financial year ended on **31st March, 2008** was held on **30th September, 2008** 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 under Section 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 Board of Directors, members or Central Government.
12. The Company has not issued any duplicate share certificates during the financial year.
13.
 - (i) There was no allotment/transfer/transmission of securities during the financial year.
 - (ii) The Company was not required to deposit 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 was declared during the financial year.
 - (iv) During the year under review there was no amount, which has remained, unclaimed or unpaid for the period of seven years in respect of unpaid dividend account, Application Money dues for refund, matured deposits, matured debenture and the interest accrued thereon and hence the Company was not required to transfer any amount to Investors Education and Protection Fund.

(v) *The Company has not complied with the requirements of Section 217 of the Companies Act, 1956 related to furnishing of information as per the provisions of Section 217(1)(e) of the Companies Act, 1956 for the financial year ended 31st March, 2008.*

14. The Board of Directors of the Company is duly constituted. There was an appointment of additional Director. There was no appointment of alternate directors and directors to fill casual vacancy during the financial year.
15. The appointment has not appointed any Managing Director/ Whole-time Director or Manager during the year under certification.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approval 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 outstanding preference shares or debentures hence there was no redemption of preference shares/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 from public falling within the purview of Section 58A and Rules framed there under during the financial year.
24. The amount borrowed by the Company during the financial year ended 31st March, 2009 is not in excess of its paid up capital and free reserves.

25. The Company has not made any loans or advances or given guarantees or provided 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 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 share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
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 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 Company does not have any employees and hence was not required to deposit provident fund dues to appropriate authorities.

**FOR JAYESH SHAH & CO
COMPANY SECRETARIES**

Sd/-

Place: Mumbai

PROPRIETOR

C P No.: 2535

Date: 30th June, 2009

Tilak Finance Limited

"Annexure A"

Statutory Registers as maintained by the Company

1. Register of Members, u/s.150
2. Register of Directors, Managing Director, Manager and Secretary u/s.303
3. Register of Directors Shareholdings u/s.307
4. Register of Disclosures of Interest by Directors u/s. 301(3)
5. Register of Application and Allotment
6. Register of Contracts u/s 301
7. Register of Charges u/s 143

Other Registers

1. Register of Transfers

Tilak Finance Limited

"Annexure B"

Forms and Returns as filed by the Company with Registrar of Companies, Regional Director, Central Government or other authorities during the financial period ended 31st March 2009.

Sr. No.	Form No./ Return	Filed under Section	For	Date of Filing	Whether filed within prescribed time Yes/No	If delay in filing whether requisite additional fee paid Yes/No
1.	Form No. 66	383A	Secretarial Compliance Certificate for the year ended 31 st March, 2008	03.12.2008	No	Yes
2.	Form No. 23AC and Form 23 ACA	220	Audited Balance sheet as at 31 st March 2008 and Profit & Loss Account for the year ended 31 st March, 2008	08.12.2008	No	Yes
3.	Form No. 20B	159	Annual Return made upto 30 th September, 2008	29.12.2008	No	Yes
4.	Form-32	303 (2)	Appointment of Mr. Mr. Rajendra Kumar Saraf and cessation of Mrs. Rekha Saraf w.e.f. 5 th March, 2009.	02.04.2009	Yes	N. A.

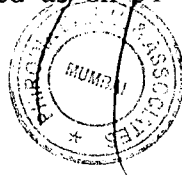
PHIRODIA BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS

AUDITORS' REPORT

We have audited the attached Balance Sheet of **TILAK FINANCE LIMITED** as at **31st March, 2009** and also Profit and Loss Account and 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.

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.

1. As required by the 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, I 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 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 accounts 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) On the basis of written representations received from the directors, as on 31st March, 2009, and taken on record by the Board of Directors, We report that none of the directors is disqualified as on 31st March 2009 from being appointed as a



director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;

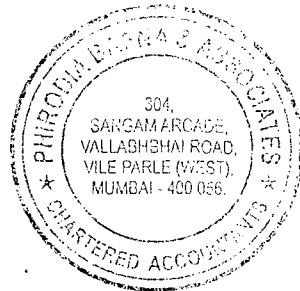
(vi) In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give true and fair view in conformity with the accounting principles generally accepted in India;

(a) in the case of the Balance Sheet, of the state of affairs of the Company as at **31st March, 2009**; and

(b) in case of the Profit and Loss Account, of the **LOSS** for the year ended on that date.

(c) In the case of cash flow statement, of the cash flows for the year ended in that date.

**For PHIRODIA BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS**



**RAMESH PHIRODIA
PARTNER
CHARTERED ACCOUNTANT
MEMBERSHIP NO. : 11429**

PLACE : MUMBAI.

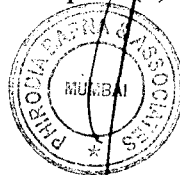
DATED: **30 JUN 2009**

PHIRODIA BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS

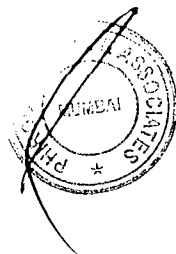
TILAK FINANCE LIMITED.

**ANNEXURE AS REFERRED TO IN PARAGRAPH 1 OF OUR REPORT OF
EVEN DATE FOR THE YEAR ENDED 31ST MARCH, 2009**

- i) The Company does not have any fixed asset, the question of reporting under this Para does not arise.
- ii) The Company does not have any inventory. Therefore the provisions of clauses 4 (ii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- iii) a) The Company has not granted any loans, secured or unsecured to Companies, firms or other parties covered in the register maintained under section 301 of the Act. Consequently, provisions of para (a), (b), (c) & (d) are not applicable.
- e) The Company does not have any fresh loans from parties covered in the register maintained under section 301 of the Companies Act 1956 as under:-
- f) The unsecured Loans taken by the company are interest free and other terms & conditions are prima facie, not prejudicial to the interest of the Company.
- g) There are no stipulations as to repayment of loans.
- 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 with regard to purchases of inventory and with regard to the sale of goods. During the course of our audit, We have not observed any continuing failure to correct major weaknesses in internal controls.
- v) a) According to the information and explanations given to us, In our opinion there are no transactions which need to be entered into the register maintained under section 301 of the Companies Act, 1956. Consequently, this Para is not applicable.
- b) In our opinion and according to the information and explanations given to us, as there are no transactions that need be entered into the register maintained u/s301 of the Companies Act, 1956 para (v) (b) or, the order is not applicable



- vi) In our opinion and according to the information and explanations given to us, as the Company has not accepted any deposits from public, the question of reporting under this para does not arise.
- vii) The Company does not have an internal audit system during the year under review.
- viii) Maintenance of cost records has not been prescribed by the Central Government under section 209 (1) (d) of the Companies Act.
- ix) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Sales Tax and other material statutory dues applicable to it. There are no arrears of outstanding statutory dues at the last day of the financial year.
- b) According to the information and explanations given to us, there are no dues of Income tax / Sales Tax etc., which have not been deposited on account of any dispute.
- x) In our opinion, the accumulated losses of the Company are not more than fifty percent of its net worth. For the current year the company is in profits, prior year the company incurred cash losses.
- xi) As Company has not taken any loans from financial institutions, banks, or debenture holders, the question of reporting under this para does not arise.
- xii) As Company has not granted any advances on basis of security of shares, question of reporting under this para does not arise.
- xiii) In our opinion, the Company is not a chit fund or a nidhi / mutual benefits 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 has maintained proper records with respect to its investments. All the investments are held in the name of the company.
- xv) According to information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institution.
- xvi) As Company has not taken any term loans, question of reporting under this para does not arise.



- 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 haven been used for loan-term investment.
- xviii) The Company has not made any preferential allotment of shares for the year under review.
- xix) As Company has not issued any debentures, question of reporting under this para does not arise.
- xx) The Company has not raised any money by public issues during the year.
- 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 PHIRODIA BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS**



Ramesh Phirodia

**RAMESH PHIRODIA
PARTNER
CHARTERED ACCOUNTANT
MEMBERSHIP NO. : 11429**

PLACE: MUMBAI.

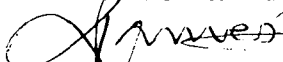
DATED: **30 JUN 2009**

TILAK FINANCE LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2009

	Schedule No.	As at 31st March, 2009 (Rs.)	As at 31st March, 2008 (Rs.)
SOURCES OF FUNDS			
SHAREHOLDERS FUNDS			
Share Capital	1	2,450,000.00	2,450,000.00
LOAN FUNDS			
Unsecured Loans	2	375,911.90	225,911.90
TOTAL		<u>2,825,911.90</u>	<u>2,675,911.90</u>
APPLICATION OF FUNDS			
INVESTMENTS	3	2,451,341.00	2,030,000.00
CURRENT ASSETS, LOANS & ADVANCES	4		
Inventories		-	662,525.00
Sundry Debtors		46,479.91	16,061.14
Income Tax For A.Y 2008-09		177,297.00	-
Cash & Bank Balances		<u>41,505.69</u>	<u>33,570.41</u>
		265,282.60	712,156.55
LESS : CURRENT LIABILITIES & PROVISIONS			
Current Liabilities	5	60,214.00	71,028.44
Provisions		<u>180,000.00</u>	<u>180,000.00</u>
		240,214.00	251,028.44
NET CURRENT ASSETS		25,068.60	461,128.11
PROFIT & LOSS ACCOUNT		349,502.30	184,783.79
TOTAL		<u>2,825,911.90</u>	<u>2,675,911.90</u>
Significant Accounting Policies and Notes on Accounts	7		

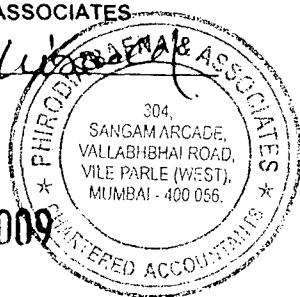
The schedules referred to above and notes on accounts thereon form an integral part of Balance Sheet
As per our audit report of even date.

For **PHIRODIA BAFNA & ASSOCIATES**
Chartered Accountants


(Ramesh Phirodia)
Partner

Mumbai
Dated :

30 JUN 2009




Director


Director

TILAK FINANCE LIMITED
PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2009

	Schedule No.	Year ended 31st March, 2009 (Rs.)	Year ended 31st March, 2008 (Rs.)
INCOME			
Sales of shares and Securities		6,156,028.82	1,370,617.86
Other Income	6	618,088.80	805,221.47
Increase/Decrease in stocks		-	662,525.00
TOTAL		6,774,117.62	2,838,364.33
EXPENDITURE			
Purchases of Shares and Securities		6,870,293.52	2,223,724.00
Administrative & Other Expenses	7	68,542.61	45,974.24
TOTAL		6,938,836.13	2,269,698.24
PROFIT BEFORE TAXATION		(164,718.51)	568,666.09
Provision for Taxation		-	(180,000.00)
PROFIT AFTER TAXATION		(164,718.51)	388,666.09
Balance Brought Forward		(184,783.79)	(573,449.88)
BALANCE CARRIED TO BALANCE SHEET		(349,502.30)	(184,783.79)
EARNING PER SHARE (BASIC) - EPS		(0.67)	1.59

(Face value of Rs. 10/-)

**Significant Accounting Policies and
Notes on Accounts**

8

The schedules referred to above and notes on accounts thereon form an integral part of Profit & Loss Account.

As per our audit report of even date.

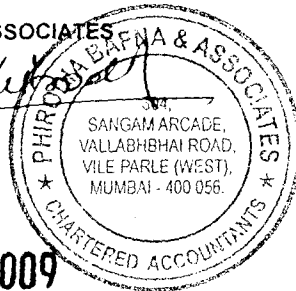
For and on behalf of

For **PHIRODIA BAFNA & ASSOCIATES**
Chartered Accountants

(Ramesh Phirodia)
Partner

Mumbai:

Dated : **30 JUN 2009**



Director

Director

TILAK FINANCE LIMITED

SCHEDULES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2009

	As at 31st March, 2009 (Rs.)	As at 31st March, 2008 (Rs.)
SCHEDULE 1 : SHARE CAPITAL		
Authorised		
2,50,000 Equity Shares of Rs.10/- each	<u>2,500,000.00</u>	<u>2,500,000.00</u>
Issued, Subscribed & Paid up		
2,45,000 Equity Shares of Rs.10/- each fully paid up in Cash	<u>2,450,000.00</u>	<u>2,450,000.00</u>
As per Balance Sheet	<u>2,450,000.00</u>	<u>2,450,000.00</u>
SCHEDULE 2 : UNSECURED LOANS		
From Directors	98,500.00	98,500.00
From Others	277,411.90	127,411.90
As per Balance Sheet	<u>375,911.90</u>	<u>225,911.90</u>
SCHEDULE 3 : INVESTMENTS		
<u>LONG TERM - UNQUOTED</u>		
16,500 Equity Shares of Anupam Extractions Ltd. of Rs.100/- each fully paid up	1,650,000.00 ✓	1,650,000.00
38,000 Equity Shares of Orient Flour Mills Ltd. of Rs.10/- each fully paid up	380,000.00 ✓	380,000.00
<u>QUOTED</u>		
10,000 Equity Shares of Birla Power Solution Ltd. @ 42.13 (Market Value Dated on 31/3/2009 Rs.95200/-)	421,341.00	-
As per Balance Sheet	<u>2,451,341.00</u>	<u>2,030,000.00</u>
SCHEDULE 4 : CURRENT ASSETS, LOANS & ADVANCES		
<u>CURRENT ASSETS</u>		
<u>Cash & Bank Balances</u>		
Cash in Hand	6,964.00	6,964.00
<u>Balances with Scheduled Banks</u>		
In Current Account	<u>34,541.69</u>	<u>26,605.92</u>
	<u>41,505.69</u>	<u>33,569.92</u>

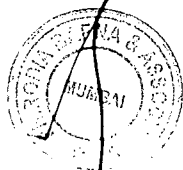


SCHEDULE 5 : CURRENT LIABILITIES**CURRENT LIABILITIES**

Sundry Creditors	60,214.00	71,028.44
As per Balance Sheet	<u>60,214.00</u>	<u>71,028.44</u>

TILAK FINANCE LIMITED**SCHEDULE ANNEXED AND FORMING PART OF PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31ST MARCH, 2009**

	For the year ended 31st March, 2009 (Rs.)	For the year ended 31st March, 2008 (Rs.)
SCHEDULE 6 : OTHER INCOME		
Dividend Received	21,150.00	-
Income from Speculation business	596,938.80	805,221.47
	<u>618,088.80</u>	<u>805,221.47</u>
SCHEDULE 7 : ADMINISTRATIVE & OTHER EXPENSES		
Rent Paid	-	750.00
Audit Fees	13,788.00	12,920.00
Filing Fees	4,000.00	4,500.00
Legal & Professional Fees	3,000.00	2,500.00
Bank Charges	663.00	493.10
Membership Fees	10,100.00	10,100.00
Demat Charges	1,182.17	1,016.85
Securities Transaction Tax	24,827.19	9,872.00
Miscellaneous Expenses	10,982.25	3,822.29
As per Profit and Loss Account	<u>68,542.61</u>	<u>45,974.24</u>



mu

TILAK FINANCE LIMITED

SCHEDULE - 8 : SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

1. SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting

The financial statements are prepared under historical cost convention on an accrual basis and are in accordance with the requirements of the Companies Act, 1956.

B. Investments

Investments are stated at Cost and the decline in value is temporary in nature.

C. Inventories

Inventories are valued at lower of cost or net realisable value.

D. Taxation

Deferred Income Tax is provided, using the liability method, on all temporary differences at the Balance Sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose.

Deferred tax assets are recognised only to the extent that there is a reasonable certainty that sufficient future taxable profits will be available against which such deferred tax assets can be realised.

Deferred Tax Assets and Liabilities are measured using the tax rates and the law that have been enacted or subsequently enacted at the Balance Sheet date.

E. Contingent Liabilities

These are disclosed by way of notes on accounts.

2) NOTES TO ACCOUNTS

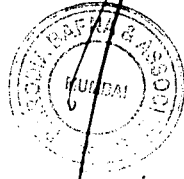
A). Deferred Taxation

There are no deferred tax assets or liabilities.

B). Additional information required to be given under para 3, 4© and 4(D) of Part II of Schedule VI to the Companies Act, 1956 is given below :-

a) Details in respect of goods traded by the Company.

		<u>Purchases</u>		<u>Sales</u>	
		<u>Qty</u>	<u>Value</u>	<u>Qty</u>	<u>Value</u>
Shares & Securities	Nos	51,477.00	6,629,110	46,331.00	6,156,029
		<u>51,477.00</u>	<u>6,629,110</u>	<u>46,331.00</u>	<u>6,156,029</u>



TILAK FINANCE LIMITED

SCHEDULE - 8 : SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

b) Opening and Closing stock

	Nos	Opening Stock		Closing Stock	
		Qty	Value	Qty	Value
Shares and Securities:		4600	662525	-	-
		4,600.00	662,525.00	-	-

C). Related Party Disclosure

i) Enterprises where control exists

- a) Subsidiary Companies - Nil
- b) Controlling Companies - Nil

ii) Associates owned by major shareholders

Anupam Extractions Limited
Orient Flour Mills Limited
Shakti Oil Industries
Ajanta Extractions
R. K. Corporation
N. K. Corporation
A. K. Corporation
Basudeo Saraf & Sons
Aditya Saraf & Sons HUF

iii) Key Management Personnel

a) Directors

Smt. Nirmala N. Saraf
Smt. Rekha R. Saraf
Smt. Lalita A. Saraf

b) Relatives of Key Management Personnel

Narendra B. Saraf
Rajendra B. Saraf
Ashok B. Saraf

D). Based on the Accounting Standard on Segment Reporting (AS-17) issued by the Institute of Chartered Accountants of India, business segment of the company is the primary segment comprising of "Trading". As the company operates only in a single primary segment, no segment information thereof is given.



Handwritten signature and initials.

TILAK FINANCE LIMITED

SCHEDULE - 8 : SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

E). As required by Accounting Standard 20 issued by the Institute of Chartered Accountants of India, the reporting in respect of Earning Per Share (EPS) is as follows :-

	<u>2008-09</u>	<u>2007-08</u>
Profit available for equity shareholders	(164.719)	388,666
Weighted average no. of equity shares outstanding	245,000	245,000
Basic earning per share	(0.67)	1.59
Diluted earning per share	(0.67)	1.59
Nominal value of shares	10	10

F). Previous year figures have been rearranged and regrouped wherever necessary.

G). Balance Sheet abstract and Company's general business profile :-

I. **Registration Details**

Registration No.	2 3 0 0 0
State Code	1 1
Balance Sheet Date	31.03.2009

II. **Capital Raised During the Year**

(Amount in Rs. Thousands)

Public Issue	Nil
Right Issue	Nil
Bonus Issue	Nil
Private Placement	Nil

III. **Position of Mobilisation and Development of Funds**

(Amount in Rs. Thousands)

Total Liabilities	2,825.91
Total Assets	2,825.91

Sources of Funds :

Paid up Capital	2,450.00
Reserves & Surplus	-
Secured Loans	-
Unsecured Loans	375.91

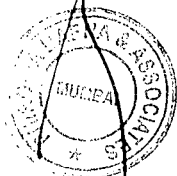
Application of Funds :

Net Fixed Assets	-
Investments	2,451.34
Net Current Assets	25.07
Losses	349.50

IV. **Performance of Company**

(Amount in Rs. Thousands)

Turnover	6,774.12
Total Expenditure	6,938.84
Profit (+)/Loss (-) before Tax	(164.73)
Profit (+)/Loss (-) after Tax	(164.73)
Earning Per Share (Rs.)	(0.67)
Dividend %	-



Handwritten signature and initials.

TILAK FINANCE LIMITED

SCHEDULE - 8 : SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

V. Generic Names of Three Principal Products/Services of Company

(As per Monetary Terms)

Item Code (ITC Code)

Product Description

N.A.

Trading in Shares & Securities

As per my attached report of even date.

For and on behalf of

PHIRODIA BAFNA & ASSOCIATES

Chartered Accountants

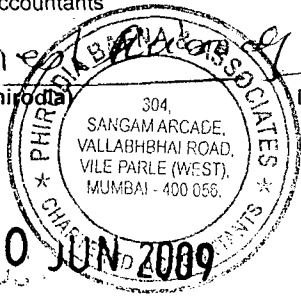
Ramesh Phirodia
Ramesh Phirodia

Partner

Mumbai:

Dated:

13 0 JUN 2009



[Signature]
Director

[Signature]
Director

TILAK FINANCE LIMITED
CASH FLOW STATEMENT FOR THE YEAR AS ON 31/03/2009

	Current Year (31.03.2009)	Previous Year (31.03.2008)
A) Cash Flow from Operating Activities		
Net Profit/Loss before tax & extraordinary items	(164,719)	568,666
Operating Profit before Working Capital Changes	(164,719)	568,666
Sundry Creditors	(10,814)	48,643
Sundry Debtors	(46,480)	(16,061)
Increase and Decrease in Stocks	662,525	(662,525)
Net Cash from Operating activities	440,512	(61,277)
B) Cash Flow for Investing Activities		
Purchase of Investments		
Sale of Investments		-
Net Cash from Operating activities	-	
C) Cash Flow from Financing Activities		
Unsecured Loans	150,000	72,000
Net Cash used in Financing Activities	150,000	72,000
Net Increase/Decrease in Cash & Cash Equivalents	590,512	10,723
Cash & Cash Equivalents		
Cash & Cash Equivalents as at 31.03.2009	41,506	33,570
Cash & Cash Equivalents as at 01.04.2008	33,570	22,847
	7,936	10,723

FOR AND ON BEHALF OF THE BOARD


 DIRECTORS

Place : Mumbai
 Date :

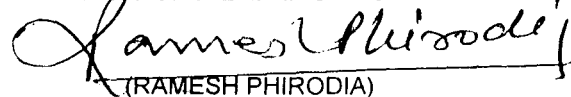
AUDITOR'S CERTIFICATE

We have verified the above cash flow statement of **Tilak Finance Limited** derived from the audited financial statements for the year ended 31st March, 2009 and found the same to be drawn in accordance therewith and with the requirements of Clause 32 of the listing agreement with the stock exchange.

Place : Mumbai
 Date : **30 JUN 2009**



FOR PHIRODIA BAFNA & ASSOCIATES


 (RAMESH PHIRODIA)

Partner
 CHARTERED ACCOUNTANT

TILAK FINANCE LIMITED

Regd. Office: 304, Sangam Arcade, Vallabh Bhai Road, Vile Parle (West), Mumbai - 400056

PROXY FORM

I / We _____
of _____
being a member/members of **TILAK FINANCE LIMITED** hereby appoint Mr. / Mrs. / Ms
_____ of _____ or
failing him/her Mr. / Mrs. / Ms _____ of _____
or failing
him/her Mr. / Mrs. / Ms _____ of _____
_____ as my / our Proxy to attend and vote for me/us and on
my/our behalf at the Annual General Meeting of the Company, to be held on **Wednesday, 30th
September, 2009** at 304, Sangam Arcade, Vallabh Bhai Road, Vile Parle (West),
Mumbai -400056 at **11:00 A.M.** and at any adjournment thereof.

Regd.Folio.No. _____ No. of Shares held _____
Client ID No. _____ DP ID No. _____

Signed this _____ day of _____ 2009

Affix
Re. 1.00
Revenue
Stamp

(Signature)

Note:

- 1) The Proxy Form should be signed across the stamp as per specimen signature recorded with the Company.
- 2) The Proxy form duly completed and signed must be deposited at the Registered Office of the Company not less then 48 hours before the time for holding the Meeting.

TILAK FINANCE LIMITED

Regd. Office: 304, Sangam Arcade, Vallabh Bhai Road, Vile Parle (West), Mumbai - 400056

ATTENDANCE SLIP

I/We hereby record my/our presence at the Annual General Meeting of the Company held at 304, Sangam Arcade, Vallabh Bhai Road, Vile Parle (West), Mumbai – 400056 on Wednesday, **30th September, 2009** at **11:00 A.M.**

Name _____
Regd. Folio. No. _____ No. of Shares held _____
Client ID No. _____ DP ID No. _____

Name of Proxy/Representative, if any _____

Signature of the Shareholder(s)/Proxy/Representative _____

Note: Member/Proxy attending the Meeting must fill-in this Attendance Slip and hand it over at the entrance of the venue of this Meeting.