

ZENZY TECHNOCRATS LIMITED

(Established in 1975)

Board of Directors

Shri. Isaac Nadar

Shri. Ganesh Ramani

Shri. Mahesh Chotrani

Practicing Company Secretary

M/s. D. A. Kamat & Co.

Auditors

M/s. Parag K. Shah & Co.

Bankers

HDFC Bank
The Greater Bombay Co-op. Bank Ltd.

Registered Office

Unit No. 2, 'A' Wing, 8th Floor, Prism Tower, Mindspace,
Behind Hypercity, Goregaon (West), Mumbai - 400104

ZENZY TECHNOCRATS LIMITED

| BOARD OF DIRECTORS | |
|---|------------|
| Shri. Isaac Nadar | - Director |
| Shri. Ganesh Ramani | - Director |
| Shri. Mahesh Chotrani | - Director |
| REGISTRAR AND SHARE TRANSFER AGENTS | |
| Ajel Infotech Limited 106, Oshiwara Link Plaza Commercial Complex, 2 nd Floor, New Link Road, Oshiwara, Jogeshwari (W), Mumbai-400102 | |
| REGISTERED OFFICE | |
| Unit No. 2, A Wing, 8 th Floor, Prism Tower, Mindspace, Behind Hypercity, Goregaon (west), Mumbai – 400104 | |

| CONTENTS | |
|---|--|
| Notice of Annual General Meeting | |
| Directors Report | |
| Annexure to Directors Report | |
| Auditors Report | |
| Audited Financial Statements | |
| Proxy Form and Attendance Slip | |

NOTICE

NOTICE is hereby given that the Thirty Fourth Annual General Meeting of the Shareholders of **ZENZY TECHNOCRATS LIMITED** will be held on Wednesday, 29th September, 2010 at 5.00 p.m. at Unit No.2, A Wing, 8th Floor, Prism Tower, Mindspace, Behind Hypercity, Goregaon - West, Mumbai - 400 104 to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2010 and Profit & Loss Account of the Company for the year ended on that date and the Reports of Directors and Auditors thereon.
2. To appoint a Director, in place of Shri Ganesh Ramani who retires by rotation and being eligible offers himself for re-appointment.

3. APPOINTMENT OF STATUTORY AUDITORS:

To re-appoint the Statutory Auditors M/s Parag. K Shah & Co., Chartered Accountants and to fix their remuneration

**For, Zenzy Technocrats Limited
By Order of the Board of Directors**

Registered Address:

Unit No.2, A Wing, 8th Floor,
Prism Tower, Mindspace,
Behind Hypercity,
Goregaon - West, Mumbai - 400 104

Date: 1st September, 2010

Sd/-
(Shri Ganesh Ramani)
Director

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**
2. **The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 24th September 2010, to Wednesday, 29th September 2010 [both days inclusive] for the purpose of the Annual General Meeting.**
3. Members / Proxies should bring the Attendance Slips sent herewith duly filled in, for attending the Meeting. Members are requested to carry their copy of the Annual Report to the Meeting.

4. Corporate Members intending to send their authorized representative/s to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative/s to attend and vote at the meeting.
5. All documents referred in the accompanying notice are open for inspection at the Registered Office of the Company between 11.00 am to 2.00 pm on all working days up to the date of the Annual General Meeting.
6. Members desiring any information on accounts or operations of the Company are requested to forward his / her queries to the Company at least Seven days prior to the date of the Meeting, so that the required information is made available at the Meeting.
7. Members are requested to immediately intimate the change of their Address or other details to the Registrar and share Transfer Agents of the Company.
8. The Company has not declared any Dividend in the previous Financial Years, and hence there is no dividend remaining unpaid or unclaimed which requires to be transferred to Investor Education and Protection Fund.

**For, Zenzy Technocrats Limited
By Order of the Board of Directors**

Registered Address:

Unit No.2, A Wing, 8th Floor,
Prism Tower, Mindspace,
Behind Hypercity,
Goregaon - West, Mumbai - 400 104

Date: 1st September, 2010

Sd/-
(Shri Ganesh Ramani)
Director

DIRECTORS' REPORT

To the Members,

The Directors are pleased to submit the Annual Report of your Company together with the Audited Statement of Accounts for the year ended 31st March 2010.

1. FINANCIAL RESULTS:

The Financial Results of the Company, in the previous financial year, may be summarised as follows:

(All figures in Rs.)

| Particulars | Financial Year ending | |
|---|-----------------------------|-----------------------------|
| | 31 st March 2010 | 31 st March 2009 |
| Income from Sales | 821,775.60 | 597,486.21 |
| Other Income | 632,427.00 | 372,134.55 |
| Total Income (A) | 1,454,202.60 | 969,620.76 |
| Operating, Administrative, Financial and Miscellaneous Expenditure (B) | 1,223,063.15 | 864,977.07 |
| Profit before Tax (A – B) | 231,139.45 | 104,643.69 |
| Less: Provision for all taxes | (116,161.22) | (103,881.00) |
| Net Profit for the Year | 114,978.23 | 762.69 |
| Add: Balance b/f from previous year | 6,758,097.69 | 6,757,335.00 |
| Amount available for appropriation | 6,873,075.92 | 6,758,097.69 |
| Appropriations | | |
| Proposed Dividend on Equity Shares | -- | -- |
| Balance carried forward to Balance Sheet | 6,873,075.92 | 6,758,097.69 |
| Earning Per Share (Basic/ Diluted) | 0.38 | 0.02 |

2. LISTING OF EQUITY SHARES:

The Equity Shares of the Company have continued to be listed on the Stock Exchange, Mumbai, in the current financial year. The Annual Listing Fees for the Financial Year 2009-2010 has been paid in full by the Company.

3. BOARD OF DIRECTORS:

The composition of the Board of Directors for the period under review remains the same. Mr. Ganesh Ramani is liable to retire by rotation at the upcoming AGM, and being eligible seeks re-appointment. The Board recommends his re-appointment.

4. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirements of Section 217(2AA) if the Companies Act 1956, with regard to Directors' Responsibility Statement, it is hereby confirmed that:

(i) In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation;

(ii) the Directors have selected such accounting policies 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 for the period ended on 31.03.2010 and of the profit/loss of the Company for that period;

(iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities to the best of their knowledge and ability;

(iv) the Directors have prepared the annual accounts on a going concern basis.

5. AUDITORS:

M/s. Parag K. Shah & Co, Chartered Accountants, Statutory Auditors of the Company, holds office until the completion of the ensuing Annual General Meeting and is eligible for reappointment. The Company proposes to reappoint M/s. Parag K. Shah & Co as the Statutory Auditors for F.Y 2010-11

6. REPLY TO COMMENTS IN THE AUDITORS' REPORT:

The comments of the Auditors' in their report annexed to the Audited Accounts are self explanatory and do not call for any further clarification by the Board of Directors.

7. BUY BACK OF SHARES OF THE COMPANY:

The Company, in the period under review, has not passed any resolution or undertaken any steps to initiate the procedure of buy-back of the Equity Shares of the Company.

8. FIXED DEPOSITS:

The Company has not, for the period under review, accepted, or renewed or undertaken any procedure pertaining to Fixed Deposits, under the provisions of Section 58A of the Companies Act, 1956.

9. PARTICULARS OF EMPLOYEES:

The Company has no employees to be reported under section 217(2)(A) of the Companies Act 1956 read with Companies (Particulars of Employee) Rules 1975 as amended by the Companies (Particulars of Employees) Amended Rules 2002.

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

The particulars of the Company, under Section 217(1)(e) of the Act, read with the Companies (Disclosure of the Particulars in the Report of the Board of Directors) Rules, 1988 are mentioned below:

(i) *Conservation of Energy:*

The operations of the Company, involve considerable energy consumption. The Company, however, has consistently made efforts to optimize the level of energy consumption at all levels.

(ii) *Technology Absorption:*

The Company continues to use the latest and advanced technology for the purpose of improving productivity and quality of constructions and services given by the Company.

(iii) *Foreign Exchange Earnings and Outgo:*

Foreign Exchange Earnings, during the year 2009-10 (in Rs.) : Rs. 8, 21,775.60

Foreign Exchange Outgo, during the year 2009-10 (in Rs.) : Nil

11. COMPLIANCE CERTIFICATE:

As per the provisions of Section 383A of the Companies Act, 1956, the Company has obtained the Secretarial Compliance Certificate from a Practicing Company Secretary for the period under review. The same is annexed in **Annexure A** to this Report.

12. ACKNOWLEDGEMENTS:

The Board would like to thank, the Members, Bankers, Creditors, Stakeholders, Government Authorities, customers, investors, business vendors for their support and co-operation during the year. The Directors appreciate and value the contribution made by every employee of the Zenzy Technocrat family, towards the progress of the Company.

**For, and on behalf of the Board of Directors
Zenzy Technocrats Limited**

Sd/-
Ganesh Ramani
Director

Sd/-
Mahesh Chotrani
Director

Date: 13 th May 2010

Place: Mumbai

ANNEXURE TO DIRECTORS REPORT

Form
(See rule 3)
COMPLIANCE CERTIFICATE

Comp. Regn. No: 11-018682 **Nominal Capital: Rs.3, 00, 00,000/-**
COMPLIANCE CERTIFICATE U/S 383A (1) OF COMPANIES ACT, 1956

To,

The Members of
Zenzy Technocrats Limited
(Formerly known as Bombay Polymers Limited)

I have examined the registers, records, books and papers of **Zenzy Technocrats Limited (Formerly known as Bombay Polymers Limited)** (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, 2010**. In my opinion and to the best of my information and according to the examinations carried by me and explanations furnished to me 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 and the rules made there under and all entries therein have been duly recorded.
2. The company has 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 the rules made there under.
3. The Company, being a Public Limited Capital has the minimum prescribed Paid-up Share Capital.

Comp. Regn. No: 11-018682

4. The Board of Directors duly met 7 (Seven) times 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 has closed its Register of members from 25/09/2009 to 29/09/2009 (inclusive both days) and necessary compliance of section 154 of the Act has been made during the financial year.
6. The Annual General Meeting of the Company, for the financial year ended on 31/03/2009 was held on 29/09/2009 after giving due notice to the members of the Company and the resolution passed thereat were duly recorded in the minutes book maintained for the purpose.
7. No Extra-ordinary meeting was held by the Company during the financial year. However the Company conducted a postal ballot as per Section 192A of the Companies Act, 1956, read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2001 and the results of the same were declared on 29/12/2009. The resolutions proposed to the members through the Postal ballot were passed by the requisite majority.
8. To the best of our knowledge, and based on the records presented to us, the company has not advanced any loans to its director of section 295 during the year.
9. To the best of our knowledge, and based on the records presented to us, the Company has not entered into any contracts falling within the purview of Section 297 of the Act.
10. To the best of our knowledge, and based on the records presented to us, the company has not made any entries in the register maintained under Section 301 of the Act.
11. To the best of our knowledge, and based on the records presented to us, there were no instances falling within the purview of Section 314 of the Act, the company was not required to obtain any approvals from the Board of Directors, members, or Central Government.
12. To the best of our knowledge, and based on the records presented to us, the Company has not issued any duplicate Share Certificates during the financial year.

Comp. Regn. No: 11-018682

13. The Company:
- i. *was required to issue all the new equity shares in Dematerialised Format, as required in the Listing Agreement, and were pending listing as on the date of our previous certificate. However, the Company has issued certain shares in physical format, during the period under review, to the Preferential Allottees.*
 - ii. Was not required to deposit any amount in a separate bank account as no dividend was declared during the financial year under scrutiny.
 - iii. Was not required to post warrants for dividends to any members of the Company as no dividend was declared during the financial year under scrutiny.
 - ii. was not required to transfer any amount in the unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to investor Education and Protection Fund.
 - iii. Has duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted. There were no appointments to the Board of Directors during the Financial Year.
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 year.
17. The company has obtained all the necessary approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Companies Act, 1956.
18. The directors have disclosed their interest in other firms/companies to the Board or Directors pursuant to the provisions of the Act and the rules made there under.
19. The company has not issued any additional shares during the year under review. The Company has not issued any debentures or other securities during the financial year and complied with the provisions of the Act.

Comp. Regn. No: 11-018682

20. The company has not bought back any shares during the financial year.
21. There was no redemption of preferences 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 during the financial year.
24. The Company has not made any borrowings during the financial year of the Companies Act, 1956.
25. The company has not made any loans or advanced or given guarantee or provide securities to other body corporate and consequently no entries have been made in the register maintain for this purpose
26. The company has not altered the provisions of the Memorandum with respect to registered office from one state to another during the year under scrutiny.
27. The company has altered the provisions of the Memorandum with respect to its main objects by making an addition in the Main Objects Clause of the Memorandum to add the business of Realty and Infrastructure.
28. The company has not altered the provisions of the Memorandum with respect of 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 with respect to share Capital of the company during the financial year under scrutiny by increasing

Comp. Regn. No: 11-018682

31. There were no prosecutions initiated against or show cause notices received by the Company during the financial year under scrutiny, as per the information and details provided to us by the Company.
32. The company has not received any money as security from its employees during the financial year under scrutiny.
33. The provisions of the provident fund under Section 418 of the Companies Act 1956 are not applicable to the Company during the financial year.

Place: Mumbai

Date: 13/05/2010

Signature:

Name: D.A. Kamat

C. P. No.: 4965

Comp. Regn. No: 11-018682

ANNEXURE 'A'

Registers as maintained by the Company

1. Register of members and share ledger u/s.150 with the R & T Agent
2. Register of directors, managing directors, etc. U/s. 303
3. Register of share transfers with the R & T Agent
4. Register of contracts, companies and firms in which directors etc are interested u/s. 301(3)
5. Register of Directors shareholding u/s 307

ANNEXURE 'B'

Forms and Returns as filed by the Company with the Registrar of Companies, Regional Director, Central Government or other authorities during the financial year ending on 31st March, 2010.

| Form filed | SRN for the Form | Date of Filing |
|---|-------------------------|-----------------------|
| Form No 23AC and 23ACA | P41635111 | 21/11/2009 |
| Form No 66 | P41327610 | 18/11/2009 |
| Form No 62 for Results of Postal Ballot | A76744127 | 19/01/2010 |
| Form No 62 for Calendar of Events | A72998206 | 18/11/2009 |
| Form No 23 for Special Resolution passed by Postal Ballot | A76743525 | 19/01/2010 |
| Form No 23 for Special Resolution passed by Postal Ballot | A76744010 | 19/01/2010 |
| Form No 20A U/s 149(2A) | A77138626 | 25/01/2010 |

Place: Mumbai

Date: 13/05/2010

Signature:

Name: D.A. Kamat

C. P. No.: 4965

AUDITOR'S REPORT TO THE SHAREHOLDERS OF ZENZY TECHNOCRATS LTD. (FORMERLY BOMBAY POLYMERS LTD.):

We have audited the attached Balance Sheet of **M/S. ZENZY TECHNOCRATS LIMITED (Formerly Bombay Polymers Ltd.)** as at **31st March, 2010** and also the annexed Profit & Loss Account of the Company 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 have conducted our audit in accordance with auditing standards generally accepted in India. These 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.

As required by the Companies (Auditor's Reports) Order, 1988 issued by the Central Govt. of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956. We enclose in the annexure statement on the matters specified in paragraph 4 and 5 of the said Order.

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 purpose 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 dealt with by this report is in agreement with the books of account;
- (iv) In our opinion, the Balance Sheet, Profit & Loss Account and Cash Flow Statement 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, 2010 from being appointed as a director in terms of clause (g) of sub-section (a) 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 read together with the notes thereon, 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, 2010
 - AND
 - (b) In the case of the Profit and Loss Account, of the Loss for the year ended on that date.

For **PARAG K. SHAH & CO.**
(Chartered Accountant)

Sd/-
PARAG K. SHAH
(Proprietor)

Place : Mumbai
Date : 13.05.2010
M. No. : 101198

ANNEXURE REFERRED TO IN PARAGRAPH 1 PF THE AUDITOR'S REPORT OF EVEN DATE ON THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2010 OF ZENZY TECHNOCRATS LTD (FORMERLY BOMBAY POLYMERS LTD)

1.
 - a) The Company has generally maintained proper records showing full particulars including Quantitative details and situation of the fixed assets.
 - b) As per the information and explanations given to us, the management at reasonable intervals has physically verified the fixed assets and no discrepancies were noticed on verification during the year. In our Opinion the frequency of Physical verification of fixed assets is reasonable having regard to the size of the Company and the nature of the Assets.
 - c) During the year, in our opinion, a substantial part of the fixed assets has not been disposed off by the Company.
2. Point (a), (b), & (C) are not applicable to the Company.
3.
 - a) The company has granted an interest free loans secured or unsecured to/from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956, sub-clause (b), (c), & (d), are not applicable.
 - b) The company has not taken interest bearing loans during the years.
 - c) The Point is not applicable to the Company.
 - d) The Point is not applicable to the Company.
4. 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 purchase of Inventory and fixed assets and for the sale of services. During the course of audit no major weakness has been noticed in the internal controls.
5.
 - a) To the best of our knowledge and belief and according to the explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 have been entered in the register required to be maintained under that section
 - b) The Transaction made in pursuance of such contract or arrangement has been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. According to the information and explanations given to us the company has not accepted deposit from public.
7. In our Opinion the company has an Internal Audit system commensurate with its size and nature of its business.
8. To the best of our knowledge and according to the information given to us, Central government has not prescribe the maintenance of cost record under section 209 (1)(d) of the Companies Act, 1956, for any of the products dealt in by the Company.
9. According to the information and explanations given to us, the Company is regular in depositing undisputed statutory dues with the appropriate authorities. There are no arrears of outstanding statutory dues outstanding as on 31st March 2010 or a period of more than six months from the date they become payable.
10. The Company dose not has any accumulated losses as at 31st March 2010. The Company has not incurred cash losses during the year covered by our audit.

11. In our opinion and according to the information and explanations given to us, the Company has not taken any loan from Financial Institution and Banks. Therefore, Company has not defaulted in the repayment of dues to financial institution and banks.
12. The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debenture and other securities.,
13. The Company is not a chit fund or a nidhi/mutual benefit fund /society. Therefore the provisions of clause (xiv) of paragraph 4 of the order are not applicable.
14. In our opinion. Company is not dealing in or trading in shares, Securities, debentures and other investments. Therefore, the provision of clause (xiv) of paragraph 4 of the order is not applicable.
15. The Company has not given any guarantee for loans taken by others from banks or financial institution.
16. According to the information and explanations given to us and on overall examination of the Balance Sheet of the company, in our opinion, short term funds have been used for short term purposes and long term funds have been used for long term purposes other than temporary funds held in bank/other avenues.
17. During the year, Company has not made any preferential allotment of shares to the persons covered in the register maintained under section 301 of the Act.
18. According to the information and explanations given to us, the company has not issued any secured debentures during the years.
19. The Company has not raised any money by public issue during the year.
20. Based upon the audit performed and according to the information and explanations given to us by the management we report that no fraud on or by the company has been noticed or reported during the course of our audit.

For **PARAG K. SHAH & CO.**
(Chartered Accountant)

Sd/-

PARAG K. SHAH
(Proprietor)

Place : Mumbai
Date : 13.05.2010
M. No. : 101198

Balance Sheet As on 31st March, 2010.

| As on 31st March (amount In Rs.) | SCH | RUPEES | AS AT 31/03/2010 | AS AT 31/03/2009 |
|---|-----|---------------|----------------------|----------------------|
| SOURCES OF FUNDS | | | | |
| SHAREHOLDERS FUNDS | | | | |
| Share Capital | 1 | | 3,062,330.00 | 3,062,330.00 |
| Reserve & Surplus | 2 | | 10,690,720.92 | 10,575,742.69 |
| LOANS FUNDS | | | | |
| Secured Loans | | 0.00 | | |
| Unsecured Loans | | 0.00 | 0.00 | 0.00 |
| DEFERRED TAX LIABILITY | | | | |
| | | | -20,691.00 | 7,218.00 |
| TOTAL Rs. | | | 13,732,359.92 | 13,645,290.69 |
| APPLICATION OF FUNDS | | | | |
| FIXED ASSETS | | | | |
| Gross Block | 3 | 219,719.00 | | 176,991.00 |
| Add : Addition | | 1,900,000.00 | | 42,728.00 |
| Less : Depreciation | | -424,309.07 | | -172,527.27 |
| | | | 1,695,409.93 | 47,191.73 |
| INVESTMENTS | | | | |
| | 4 | | 0.00 | 5,950,000.00 |
| CURRENT ASSETS ,LOANS & ADVANCES | | | | |
| a) Loans & Advances | 5 | 11,036,995.00 | | 6,702,748.22 |
| b) Sundry Debtors | 6 | 0.00 | | 0.00 |
| c) Cash & Bank Balances | 7 | 67,037.09 | | 820,692.84 |
| | | | 11,104,032.09 | 7,523,441.06 |
| LESS : CURRENT LIABILITIES & PROVISION | | | | |
| a) Current Liabilities | 8 | 14,890.00 | | 111,117.00 |
| b) Provisions | 9 | 127,655.00 | 142,545.00 | 974,121.00 |
| | | | | |
| Net Current Assets - | | | 10,961,487.09 | 6,438,203.06 |
| | | | 12,656,897.02 | 12,435,394.79 |
| MISCELLANEOUS EXPENDITURE (to the extent not written off or adjusted) | | | | |
| Preliminary Expenditure | | | 284,404.00 | 319,955.00 |
| Business Development Expenditure | | | 791,058.90 | 889,940.90 |
| TOTAL ASSETS (Net) Rs. | | | 13,732,359.92 | 13,645,290.69 |
| NOTES TO ACCOUNTS | | | 0.00 | 0.00 |

Per our report attached of even date

For Parag K. Shah & Compnay
Chartered Accountants

FOR & ON BEHALF OF THE BOARD
For ZENZY TECHNOCRATS LTD.

Sd/-
(Mr. Parag K. Shah)
Proprietor

Sd/-
(Mahesh Chotrani) Director
Sd/-
(Ganesh Ramani) Director

Place: Mumbai
Dated: 13.05.2010
M. No.: 101198

Mumbai
Dated: 13.05.2010

Profit and Loss Account

| For the year ended 31st March (amount In Rs.) | SCH | RUPEES | AS AT 31/03/2010 | AS AT 31/03/2009 |
|---|-----|--------------|---------------------|---------------------|
| INCOME | | | | |
| Sales | | | 821,775.60 | 597,486.21 |
| Other Income (Interest) | 10 | | 632,427.00 | 372,134.55 |
| TOTAL Rs. | | | 1,454,202.60 | 969,620.76 |
| EXPENDITURE | | | | |
| Office Administration & Other Overheads | 11 | | 971,281.35 | 854,298.80 |
| TOTAL Rs. | | | 971,281.35 | 854,298.80 |
| Profit Before Depreciation & Income Tax | | | 482,921.25 | 115,321.96 |
| Less : Depreciation | | | 251,781.80 | 10,678.27 |
| Net Profit Before Income Tax | | | 231,139.45 | 104,643.69 |
| Current Tax | | | -126,000.00 | -34,500.00 |
| Deffered Tax | | | 27,909.00 | -1,465.00 |
| Previous Year | | | -16,937.22 | 0.00 |
| Fringe Benefit Tax (Previous Year) | | | -1,133.00 | -67,916.00 |
| Profit After Tax | | | 114,978.23 | 762.69 |
| Profit Available For Appropriation | | | | |
| Profit & Loss Balance B/f. | | 6,758,097.69 | | |
| Add: Capitalised During The Year | | 114,978.23 | | |
| Profit After Tax & Available For Appropriation | | | 6,873,075.92 | 6,758,097.69 |
| Appropriation | | | | |
| Earning Per Shares - Basic | | | 0.38 | 0.02 |
| (Rs. Per Equity Shares of Rs. 10/- Each) | | | | |
| Earning Per Share - Diluted | | | 0.38 | 0.02 |
| No. of Shares used in computing Earning Per Shares Basic | | | 306233 | 306233 |
| NOTES TO ACCOUNTS | 12 | | | |

Per our report attached of even date

For Parag K. Shah & Compnay
Chartered Accountants

FOR & ON BEHALF OF THE BOARD
For ZENZY TECHNOCRATS LTD.

Sd/-
(Mr. Parag K. Shah)
Proprietor

Sd/-
(Mahesh Chotrani) (Ganesh Ramani)
Director Director

Place: Mumbai
Dated: 13.05.2010
M. No.: 101198

Mumbai
Dated: 13.05.2010

SCHEDULES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2010.

| For the year ended 31st March (amount in Rs.) | SCH | AS AT 31/03/2010 | AS AT 31/03/2009 |
|---|-----|------------------|------------------|
| SHARE CAPITAL | | | |
| <u>AUTHORISED</u> | | | |
| 30,00,000 Equity Shares of Rs. 10/- each | | 30,000,000.00 | 30,000,000.00 |
| ISSUED SUBSCRIBED & PAID UP | | | |
| 247,500 Equity Shares (P. Y. 247,500) of Rs. 10/- each fully paid up | 1 | 2,475,000.00 | 2,475,000.00 |
| 58,733 Equity Shares (Pref. Basis) of Rs. 10/- each fully paid up | | 587,330.00 | 587,330.00 |
| PER BALANCE SHEET | | 3,062,330.00 | 3,062,330.00 |
| RESERVES & SURPLUS | | | |
| Profit & Loss Account | 2 | 6,873,075.92 | 6,758,097.69 |
| Share Premium | | 3,817,645.00 | 3,817,645.00 |
| PER BALANCE SHEET | | 10,690,720.92 | 10,575,742.69 |
| INVESTMENTS | | | |
| UnQuoted Equity Shares | 4 | | |
| 5.5% Bonds Series VI (Capital Gain Bond) | | 0.00 | 5,950,000.00 |
| PER BALANCE SHEET | | 0.00 | 5,950,000.00 |
| LOANS & ADVANCES | | | |
| <u>Advances</u> | 5 | | |
| Advances Recoverable in cash or kind or for value to be received | | 11,036,995.00 | 6,702,748.22 |
| PER BALANCE SHEET | | 11,036,995.00 | 6,702,748.22 |
| SUNDRY DEBTORS | | | |
| Sundry Debtors (Less Than 6 Month) | 6 | 0.00 | 0.00 |
| PER BALANCE SHEET | | 0.00 | 0.00 |
| CASH & BANK BALANCES | | | |
| Cash on Hand | 7 | 54,379.00 | 61,159.00 |
| Balance with Bank | | | |
| --- In Current Account (HDFC Bank) | | 9,961.09 | 719,610.21 |
| --- In Current Account (Yes Bank) | | 0.00 | 39,923.63 |
| --- In Current Account (Greater Co-op. Bank) | | 2,697.00 | 0.00 |
| PER BALANCE SHEET | | 67,037.09 | 820,692.84 |

SCHEDULES FORMING PART OF THE ACCOUNTS AS AT 31ST MARCH, 2010.

| For the year ended 31st March (amount in Rs.) | SCH | AS AT 31/03/2010 | AS AT 31/03/2009 |
|--|-----------|------------------|------------------|
| CURRENT LIABILITIES | 8 | | |
| <u>Sundry Creditors for Expenses</u> | | | |
| Parag K. Shah & Co. | | 14,890.00 | 0.00 |
| D. A. Kamat & Co. | | 0.00 | 91,447.00 |
| T. N. Gala & Associates | | 0.00 | 14,670.00 |
| Salary Payable | | 0.00 | 5,000.00 |
| | | | |
| PER BALANCE SHEET | | 14,890.00 | 111,117.00 |
| PROVISIONS | 9 | | |
| Fringe Benefit Tax A. Y. 2007-2008 | | 0.00 | 3,600.00 |
| Fringe Benefit Tax A. Y. 2008-2009 | | 0.00 | 310.00 |
| Fringe Benefit Tax A. Y. 2009-2010 | | 0.00 | 67,916.00 |
| Provision for Tax A. Y. 2005-2006 | | 0.00 | 135.00 |
| Provision for Tax A. Y. 2007-2008 | | 0.00 | 845,000.00 |
| Provision for Tax A. Y. 2008-2009 | | 0.00 | 2,300.00 |
| Provision for Tax A. Y. 2009-2010 | | 0.00 | 34,500.00 |
| Provision for Tax A. Y. 2010-2011 | | 126,000.00 | 0.00 |
| Duties & Taxes | | 1,655.00 | 20,360.00 |
| | | | |
| PER BALANCE SHEET | | 127,655.00 | 974,121.00 |
| OTHER INCOME | 10 | | |
| Interest Received & Accrued | | 632,427.00 | 372,134.55 |
| | | | |
| PER PROFIT & LOSS ACCOUNT | | 632,427.00 | 372,134.55 |
| OFFICE ADMINISTRATION AND OTHER OVERHEADS | 11 | | |
| Salary | | 569,057.00 | 338,240.00 |
| Business Promotions | | 98,882.00 | 98,882.00 |
| Statutory Advertisement Expenses | | 54,611.00 | 55,639.00 |
| Donation | | 50,000.00 | 0.00 |
| Preliminary Expenses | | 35,551.00 | 35,551.00 |
| Legal & Professional Fees | | 31,759.60 | 99,263.00 |
| R & T Fees | | 26,745.00 | 35,955.00 |
| Listing Expenses | | 18,958.00 | 22,473.00 |
| Audit Fees | | 16,545.00 | 16,545.00 |
| Membership & Subscription | | 14,114.00 | 28,090.00 |
| Conveyance Expenses | | 13,593.00 | 40,953.00 |
| ROC Fees | | 10,650.00 | 30,000.00 |
| Offices Expenses | | 8,990.00 | 22,208.00 |
| Printing & Stationary | | 8,880.00 | 12,500.00 |
| Postage & Courier | | 6,460.00 | 13,505.00 |
| Staff Welfare | | 5,763.00 | 0.00 |
| Bank Charges | | 722.75 | 4,494.80 |
| | | | |
| PER PROFIT & LOSS ACCOUNT | | 971,281.35 | 854,298.80 |

ZENZY TECHNOCRATS LTD.(FORMERLY BOMBAY POLYMERS LTD)

DEPERECIATION AS PER COMPANIES ACT (31.03.2010)

SCHEDULE - 3

| PARTICULARS | GROSS BLOCK | | | DEPRECIATION BLOCK | | | NET BLOCK | |
|------------------|--------------------------------|---------------------|------------------------------|--------------------------|----------------------|--------------------------|---------------------|---------------------|
| | OPENING BLOCK 01.04.2009 | ADDITIONS | TOTAL BLOCK 31.03.2010 | TOTAL UPTO 01.04.2009 | DEP. FOR THE YEAR | TOTAL UPTO 31.03.2010 | AS ON 31.03.2010 | AS ON 31.03.2009 |
| Office Equipment | 80,741.00 | - | 80,741.00 | 73,685.48 | 850.12 | 74,535.60 | 6,205.40 | 7,055.52 |
| Computer | 138,978.00 | - | 138,978.00 | 98,841.79 | 16,432.08 | 115,273.87 | 23,704.13 | 40,136.21 |
| Motor Car | - | 1,900,000.00 | 1,900,000.00 | - | 234,499.60 | 234,499.60 | 1,665,500.40 | - |
| TOTAL RS. | 219,719.00 | 1,900,000.00 | 2,119,719.00 | 172,527.27 | 251,781.80 | 424,309.07 | 1,695,409.93 | 47,191.73 |

ZENZY TECHNOCRATS LTD. (FORMERLY BOMBAY POLYMERS LTD)

DEPERECIATION AS PER INCOME TAX ACT (31.03.2010)

| PARTICULARS | RATE | OPENING WDV AS PER INCOME TAX 01.04.2009 | ADDITIONS MORE THAN 180 DAYS | ADDITIONS LESS THAN 180 DAYS | DEPRECIATION | CLOSING WDV AS PER INCOME TAX 31.03.2010 |
|------------------|------|---|------------------------------------|------------------------------------|----------------|---|
| Office Equipment | 15% | 2,199 | - | - | 330 | 1,869 |
| Computer | 60% | 31,052 | - | - | 18,631 | 12,421 |
| Motor Car | 15% | - | - | 1,900,000 | 142,500 | 1,757,500 |
| TOTAL RS. | | 33,251 | - | 1,900,000 | 161,461 | 1,771,790 |
| | | | | | | |

NOTES TO ACCOUNTS:

1. SIGNIFICANT ACCOUNTING POLICIES

A) **Basis of preparation of financial statements:**

The financial statements are prepared under the historical cost conventions, in accordance with Indian Generally Accepted Accounting Principles (GAAP) comprising the Accounting Standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 1956, as adopted consistently by the Company. All Income & Expenditure items having a material bearing on the financial statements are recognized on accrual basis.

B) **Fixed Assets and Depreciation:**

Fixed Assets are valued at cost and depreciation is provided on written down Value basis in accordance with the provisions of schedule XIV to the companies act, 1956.

C) **Revenue recognition:**

Dividend, Interest and other income are recognized in accordance with AS-9.

2. **EARNING PER SHARE:**

| | Computation for the basic earning per share of Rs. 10/- each | 2009 – 2010 Amount in Rs. | 2008 – 2009 Amount in Rs. |
|---|--|------------------------------|------------------------------|
| 1 | Net Profit / Loss available for Equity Shareholders | 1,14,978 | 763 |
| 2 | Number of Equity Shares for basic earning per share | 3,06,233 | 3,06,233 |
| 3 | Basic Earning Per Share | 0.38 | 0.02 |

There are no Diluted Equity Shares and hence no working for diluted earnings per share.

3. **DEFERRED TAX:**

| | | 2009 – 2010 Amount in Rs. | 2008 – 2009 Amount in Rs. |
|---|-----------------------------------|------------------------------|------------------------------|
| 1 | Opening Deferred Tax Liability | (7218/-) | (5,753/-) |
| 2 | Deferred Tax Assets / (Liability) | 27,909/- | (1,465/-) |
| 3 | Closing Deferred Tax Liability | (20,691/-) | (7,218/-) |

4. **EXPENDITURE:**

- a) Revenue expenditure accounted on accrual basis.
- b) Liability towards Government authorities are accounted for on the basis of returns filed by the Company. Any additional liability that may arise at the time of assessment will be accounted for the year of finality of the assessment.

5. **CONTINGENT LAIBILITIES:**

- a) Claims against the Company not acknowledge as debts: NIL
- b) Contingent liabilities not provided for in the account: NIL
(Previous Year: NIL)

6. **OTHER NOTES:**

- a) Research & Development Expenses
There are no expenses under the head research and development expenses.
- b) Remuneration to Auditors:

| | | 2009 – 2010 Amount in Rs. | 2008 – 2009 Amount in Rs. |
|----|--------------------------|------------------------------|------------------------------|
| 1. | Audit Fees | 16,545 | 16,545 |
| 2 | <u>In other Capacity</u> | | |
| | Taxation Matters | 0 | 0 |
| | Company Law Matters | 0 | 0 |
| | Certification | 31,760 | 10,113 |
| | Reimbursement Expenses | 0 | 0 |
| | | 48,305 | 26,658 |

- c) Previous years figures have been regrouped / recast to make them comparable with the current year.

For & On Behalf of Board
ZENZY TECHNOCRATS LIMITED

Place: Mumbai
Dated: 13.05.2010

Sd/-
(Mahesh Chortani)
Director

Sd/-
(Ganesh Ramani)
Director

Additional Information as required under Part IV or schedule VI of the Companies Act, 1956 Balance Sheet abstract and Company's business Profile.

i) Registration Details

Registration No. : 11-018682
State Code : 11
Balance Sheet Date : 31st March, 2010

ii) Capital Issued during the year (Rs. In '000')

Public Issue : NIL
Right Issue : NIL
Bonus Issue : NIL
Private Placement : NIL

iii) Position of Mobilization and Development of Funds (Rs. '000')

Total Liabilities : 13732
Total Assets : 13732

Sources of Funds :
Paid up Capital : 3062
Reserve and Surplus : 10691
Secured Loans : NIL
Unsecured Loans : NIL
Deferred Tax Liability : (.21)

For & On Behalf of Board
ZENZY TECHNOCRATS LIMITED

Place: Mumbai
Dated: 13.05.2010

Sd/-
(Mahesh Chortani)
Director

Sd/-
(Ganesh Ramani)
Director

AUDITORS' CERTIFICATE

The Board of Directors,
Zenzy Technocrats Ltd.
Unit No. 2, 8th Floor, Prism Tower,
Mindspace, Behind Hypercity,
Goregaon (West), Mumbai – 400 104.

We have examined the attached Cash Flow Statement of ZENZY TECHNOCRATS LTD.
(Formerly Known as: **Bombay Polymers Ltd.**) for the year ended 31st March,
2010. The Statement has been prepared by the Company in accordance with the
requirements of Listing Agreement Clause 32 with Stock Exchanges and is based on
and in agreement with the corresponding Profit & Loss Accounts and Balance Sheet
of the Company covered by our report of 13th May, 2010 to the Members of the
Company.

For **PARAG K. SHAH & CO.**
CHARTERED ACCOUNTANTS

Sd/-
(MR. PARAG SHAH)
Proprietor
M No. 101198

PLACE: Mumbai

DATE: 13.05.2010

ZENZY TECHNOCRATS LIMITED

Registered Office: Unit No.2, A-Wing, 8th Floor, Prism Tower, Behind Hypercity, Goregaon (West), Mumbai -400104
Tel: 022-40034222 **E-Mail:** isaac.nadar@rtengines.com

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING HALL
(Folio No, Name, Address of the Member/ Joint holder(s) in BLOCK LETTERS to be furnished below)

| | |
|------------------------------|-----------------------------|
| FOLIO NO: _____ | NO. OF SHARES: _____ |
| NAME OF MEMBER: _____ | |
| ADDRESS: _____ | |

I hereby record my presence at the Thirty Fourth Annual General Meeting of the Company held on Wednesday, 29th September 2010 at 5:00 p.m. at the Registered Office of the Company at Unit No.2, A Wing, 8th Floor, Prism Tower, Behind Hypercity, Goregaon(west), Mumbai -400104

Signature of the Member or Proxy

Notes:

- (i) Member(s)/ Proxy(ies) are requested to bring the attendance slip duly signed and filled in at the Meeting and hand it over at the entrance.
- (ii) Members attending the Meeting are requested to carry their copy of the Notice

----- (TEAR HERE) -----

ZENZY TECHNOCRATS LIMITED

Registered Office: Unit No.2, A-Wing, 8th Floor, Prism Tower, Behind Hypercity, Goregaon (West), Mumbai -400104
Tel: 022-40034222 **E-Mail:** isaac.nadar@rtengines.com

PROXY FORM

(Folio No, Name, Address of the Member/ Joint holder(s) in BLOCK LETTERS to be furnished below)

I/We (Name/s)Of
(Address).....

.....being a Member/s of
Zenzy Technocrats Limited hereby appoint (Name) of
(Address)

.....as my/our
proxy to vote for me/us and on my/our behalf at the Thirty Third Annual General Meeting of the Company
to be held on Wednesday, 29th September 2010, at 5:00 p.m. and at any adjournment thereof.

Signed this..... day of 2010.

Signed by the said

**Note: The proxy should be deposited at the Registered Office of the Company
Not less than 48 hours before the time for holding the Meeting.**

**Affix
Revenue
Stamp of
Rupee
One**

BOOK-POST / UPC

To,

If undelivered, please return to

From,

ZENZY TECHNOCRATS LTD.(FORMERLY BOMBAY POLYMERS LTD)

Corp. Office: Unit No. 2, A-Wing, 8th Floor, Prism Tower, Mindspace,
Behind Hypercity, Goregaon-West, Mumbai-400104.

Tel: 40034222 / 40780865