



TAK *Machinery and Leasing Ltd*

**49th
Annual Report
2010-2011**

DIRECTORS	MRS. NEETA MALOO	} Chairperson & Managing Director (w.e.f. 22.3.2011)	
	SHRI SANDEEP MALOO		
	SHRI LABH CHAND MALOO		
	SHRI ATUL JAIN		
	SHRI SUNIL NAIR		
	SHRI DEEPAKARORA		
	DR. D.S. MAHADEVIA		} (upto 22.3.2011)
	SHRI A.D. MAHADEVIA		
	SHRI T.D. MAHADEVIA		
	SHRI KISHORE J. TANNA		
SHRI JANAK NANAVATY	} (upto 17.03.2011)		
SHRI CHETAN J. PARIKH			
BANKERS	UCO BANK STATE BANK OF INDIA HSBC		
SOLICITORS	MESSRS MANILAL KHER AMBALAL & CO. MESSRS DESAI & DIWANJI		
AUDITORS	MESSRS PATKAR & PENDSE Chartered Accountants		
COMPANY SECRETARIES	SHIRISH SHETYE & ASSOCIATES		
REGISTERED OFFICE	308, MAKER BHAVAN - III, 21 NEW MARINE LINES, MUMBAI 400 020 (INDIA)		
REGISTRARS AND SHARE TRANSFER AGENTS	LINK INTIME INDIA PVT. LTD. C/13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), MUMBAI - 400 078.		
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NOTICE

NOTICE is hereby given that the Forty-ninth Annual General Meeting of the Members of TAK Machinery and Leasing Limited will be held at Kilachand Conference Room, Indian Merchants Chamber, Indian Merchants Chamber Marg, Churchgate, Mumbai - 400 020 on Thursday, 15th September, 2011 at 11.30 a.m. to transact the following business :-

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31.03.2011 and the Profit & Loss Account for the year ended 31.03.2011 together with the Directors' Report and Auditors' Report thereon.
2. To declare dividend.
3. To appoint the Auditors and fix their remuneration.

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass with or without modification(s) following resolution as an Ordinary Resolution:
"RESOLVED THAT Shri Sandeep Maloo, who was appointed as an additional Director and holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under the provisions of Section 257 of the Companies Act, 1956 proposing his candidature for the office of a Director, be and is hereby appointed as a Director."
5. To consider and, if thought fit, to pass with or without modification(s) following resolution as an Ordinary Resolution:
"RESOLVED THAT Mrs. Neeta Maloo, who was appointed as an additional Director and holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under the provisions of Section 257 of the Companies Act, 1956 proposing his candidature for the office of a Director, be and is hereby appointed as a Director."
6. To consider and, if thought fit, to pass with or without modification(s) following resolution as an Ordinary Resolution:
"RESOLVED THAT Shri Atul Jain, who was appointed as an additional Director and holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under the provisions of Section 257 of the Companies Act, 1956 proposing his candidature for the office of a Director, be and is hereby appointed as a Director."
7. To consider and, if thought fit, to pass with or without modification(s) following resolution as an Ordinary Resolution:
"RESOLVED THAT Shri Sunil Nair, who was appointed as an additional Director and holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under the provisions of Section 257 of the Companies Act, 1956 proposing his candidature for the office of a Director, be and is hereby appointed as a Director."
8. To consider and, if thought fit, to pass with or without modification(s) following resolution as an Ordinary Resolution:
"RESOLVED THAT Shri Labh Chand Maloo, who was appointed as an additional Director and holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under the provisions of Section 257 of the Companies Act, 1956 proposing his candidature for the office of a Director, be and is hereby appointed as a Director."
9. To consider and, if thought fit, to pass with or without modification(s) following resolution as an Ordinary Resolution:
"RESOLVED THAT Shri Deepak Arora, who was appointed as an additional Director and holds the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under the provisions of Section 257 of the Companies Act, 1956 proposing his candidature for the office of a Director, be and is hereby appointed as a Director."
10. To consider and, if thought fit, to pass with or without modification(s) following resolution as an Ordinary Resolution:
"RESOLVED THAT subject to the provisions of sections 198, 269 and 309 and other applicable provisions, including

schedule XIII. of the Companies Act. 1956 (hereinafter referred as "the said Act") as may be modified from time to time. Mrs. Neeta Maloo Chairperson and Managing Director of the Company, be and is hereby paid a remuneration for a period of five years w.e.f. 1st April, 2011 on the following terms and conditions as set out below:

- a) Salary : Rs.60,000/- per month in the scale of Rs. 60,000-Rs.5,000-Rs.85,000 within the limits mentioned in Schedule XIII of the said Act, as amended from time to time.
- b) Commission : At the rate of 1% of the net profits of the Company for each financial year or part thereof, computed in the manner as laid down under section 349 of the said Act as amended from time to time, subject to a ceiling of 50% of the salary.
- c) Perquisites – an aggregate value of which shall be restricted to an amount equal to the annual salary, such perquisites being classified into the following categories:-

Category A

- i) Housing : The Company shall incur an expenditure of 60% of the salary on hiring unfurnished accommodation, over and above 10% of the salary payable by the Chairperson & Managing Director.

In case where the Company owns an accommodation, 10% of the salary of the Chairperson & Managing Director shall be deducted by the Company, or

Where no accommodation is provided by the Company the Chairperson & Managing Director shall be entitled to House Rent Allowance, subject to the limits as laid down in the first paragraph herein.

Explanation : Expenditure incurred by the Company on gas, water, electricity and furnishings shall be valued as per Income-tax Rules, 1962. This shall be subject to a ceiling of 10% of the salary paid/payable to the Chairperson & Managing Director.

- ii) Medical Reimbursement : Expenditure incurred for the Chairperson & Managing Director and her family, subject to a ceiling of one month's salary in a year or three months salary over a period of three years.
- iii) Leave Travel Allowance : For the Chairperson & Managing Director and her family – once in a year in accordance with the rules specified by the Company.
- iv) Club Fee : Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.
- v) Personal Accident Insurance : The premium not to exceed Rs.5,000/- per annum. For the purpose of this part, 'family' means spouse, dependent children and the dependent parents of the Chairperson & Managing Director.

Category B

- i) Contribution to Provident Fund or Annuity Fund will not be included in the computation of the ceiling on perquisites to the extent that these either singly or put together are not taxable under the Income-tax Act.
- ii) Gratuity : In respect of the period of appointment, not exceeding half month's salary for each completed year of service, subject to minimum service of 5 years.

Category C

Provision for car for use of Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls and use of car for private purpose shall be billed by the Company."

REGISTERED OFFICE:
308, Maker Bhavan - III,
21, New Marine Lines,
Mumbai 400 020.

Dated: 26th July, 2011

By Order of the Board

Neeta Maloo
Chairperson & Managing 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 INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
2. An explanatory statement pursuant to section 173(2) of the Companies Act, 1956 is attached.
3. The Register of Members and Share Transfer Books of the Company will be closed from 8th September, 2011 to 15th September, 2011 (both days inclusive).
4. Members are requested to intimate immediately any change in their address to Company's Registrars and Share Transfer Agents, M/s. Link Intime India Pvt Ltd., C-13, Pannalal Siik Mills Compound, L.B.S.Marg, Bhandup (West), Mumbai - 400 078.
5. If the dividend on shares is passed at the Meeting, payment of such dividend will be made on or before 14th October, 2011 to those members whose names appears on the Company's Register as on 15th September, 2011.
6. Unclaimed dividends for the years 1994-95 to 2002-03 (22nd to 30th Equity Dividends) have been transferred to the Investor Education & Protection Fund and for earlier years to the 'General Revenue Account' of the Central Government in terms of Section 205C and 205A of the Companies Act, 1956. The members who have not encashed the dividend warrants for the earlier years i.e. upto 1993-94 are requested to claim the amount from the Registrar of Companies, Maharashtra, Mumbai.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 :

As required by Section 173 of the Companies Act, 1956, the following Explanatory Statement sets out all the material facts relating to the business mentioned under Note No. 2 of the accompanying Notice dated 26th July, 2011.

ITEM NO : 4 to 9

The Board of Directors of the Company at its meeting held on 22nd March, 2011 appointed Shri Sandeep Maloo, Mrs. Neeta Maloo, Shri Atul Jain, Shri Sunil Nair, Shri Labh Chand Maloo and Shri Deepak Arora who were appointed as additional Directors. The Company has received notices in writing from members alongwith deposit of Rs.500/- per Director proposing their candidatures for the office of Directors under the provision of Section 257 of the Companies Act, 1956.

1. Shri Sandeep Maloo is a Chartered Accountant with over 9 years experience in the Field of Taxation, Finance and Capital Markets.
2. Mrs. Neeta Maloo is MBA with 10 years experience in the field of Finance and Administration.
3. Shri Atul Jain is B.Com. (Hon) & FCA with 25 years experience in the field of Auditing, Taxation, finance and Capital Markets.
4. Shri Sunil Nair is Bachelor of Arts & Economics, Master in HRDM with over 14 years experience in the field of National / International Capital & Derivatives Market.
5. Shri Labh Chand Maloo is B.A., LLB. With over 30 years experience in the field of Banking sector and currently in Capital Market operations.
6. Shri Deepak Arora is a Company Secretary with over 11 years experience in the field of Secretarial and Legal Matters.

The Board recommends passing of relevant resolutions.

Shri Sandeep Maloo, Mrs. Neeta Maloo and Shri Labh Chand Maloo are related to each other and interested in the respective resolutions.

Shri Atul Jain, Shri Sunil Nair and Shri Deepak Arora are not interested in any other resolution except their own resolutions.

ITEM NO.: 10

Pursuant to the approval and recommendation of the Remuneration Committee the Company has appointed for a period of five years, w.e.f. 1st April, 2011, Mrs. Neeta Maloo as Chairperson & Managing Director of the Company. Mrs. Neeta Maloo is MBA with 10 years experience in the field of Finance and Administration.

The Board recommends passing of the resolution.

Mrs. Neeta Maloo herself and Shri Sandeep Maloo and Shri Labh Chand Maloo, as relatives are interested in the resolution.

REGISTERED OFFICE:

308, Maker Bhavan - III,
21, New Marine Lines,
Mumbai 400 020.

Dated: 26th July, 2011

By Order of the Board

Neeta Maloo
Chairperson & Managing Director

**DIRECTORS' REPORT**

To,
The Members,

Your Directors have pleasure in presenting the Forty-ninth Annual Report on the working of the Company along with the audited Balance Sheet and the Profit & Loss Account for the year ended 31st March, 2011.

	Year ended 31.03.2011	Year ended 31.03.2010
	Rupees	Rupees
Gross Profit for the year	57,412,140	7,109,302
Less : Depreciation	1,066,170	<u>1,124,866</u>
Profit after depreciation	56,345,970	5,984,436
Less : Provision for taxation	10,700,000	893,795
Add : Deferred tax Assets / (Liability)	(1,096,302)	<u>(102,570)</u>
Profit after depreciation and taxation	44,549,668	4,988,071
Add : Balance of Profit and Loss Account brought forward from previous year	38,313,121	<u>35,971,457</u>
Surplus available for appropriation	82,862,789	40,959,528
Appropriations		
1. Proposed Dividend (including tax on distributed profits)	1,641,968	1,646,407
2. Statutory Reserve Fund	8,910,000	1,000,000
3. General Reserve Fund	4,501,385	-
BALANCE CARRIED TO BALANCE SHEET	67,809,436	<u>38,313,121</u>

As can be seen from the annual accounts, the manufacturing and marketing as well as Finance division have performed satisfactorily. During the current year so far, the overall performance has been maintained in the operation of Investment and Financing activities. The Manufacturing / Trading activities have been hived-off w.e.f. 1.04.2011.

DIVIDEND

Your Directors are pleased to recommend a dividend of Rs.2 /- per Equity Share for the year ended 31st March, 2011. There will be no deduction of tax at source.

FIXED DEPOSIT

The Company is not accepting any fixed deposits and is not holding any fixed deposits at the close of the financial year under review.

DIRECTORS

During the year, there is a change in Management by acquiring 51.49% of equity shares of the Company from the previous promoters, hence all the 6 previous Directors resigned from the Board by 22.03.2011 and 6 additional Directors have been appointed on the said day.

The new Directors consists of Shri Sandeep Maloo, Mrs. Neeta Maloo, Shri Labh Chand Maloo, Shri Atul Jain, Shri Sunil Nair and Shri Deepak Arora additional Directors, hold office till the conclusion of ensuing annual general body meeting. The Company has received notices from members alongwith required cash deposit to appoint them as Directors of the Company. The Board recommends their appointment.

REMUNERATION COMMITTEE :

The Company has appointed a remuneration committee consisting of Shri Sunil Nair as Chairman and Shri Atul Jain and Shri Deepak Arora as members, who are independent Directors.

AUDITORS

M/s Patkar & Pendse, Chartered Accountants, Mumbai, the Auditors of the Company are holding office till the conclusion of the 49th Annual General Meeting of the Company, and being eligible, confirm their availability for re-appointment. If re-appointed, they will hold office until the conclusion of the next Annual General Meeting. The observations of the Statutory Auditors, if any, are properly dealt with in the Notes to Accounts.

PARTICULARS OF EMPLOYEES

The particulars of employees in accordance with the provisions of section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, as amended, are not given as none of the employees qualifies for such disclosure.

PARTICULARS REQUIRED TO BE FURNISHED BY THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 :

(1) A. CONSERVATION OF ENERGY

The relevant data on energy conservation is as follows :

(i) No. of Electric & Pneumatic Hoists manufactured	44 Nos. (33 Nos.)
(ii) No. of Cranes manufactured	NIL (NIL.)
(iii) Total units of Electricity consumed.	4515 units (7220 units)
(iv) Average units of Electricity consumed per Hoist.	92 units (167 units)
(v) Average units of Electricity consumed per Crane.	Not Applicable
(vi) Cost per unit of Electricity consumed per Hoist.	Rs.808 (Rs.1574)
(vii) Cost per unit of Electricity consumed per Crane.	Not Applicable

Note : Figures for previous year are given in brackets.

B. TECHNOLOGY ABSORPTION.

The Company is adopting general manufacturing process which does not involve any patented technology. Accordingly there is nothing to report on technology absorption .

(2) Foreign Exchange earnings and outgo : Earnings : NIL ; Outgo : NIL.

LISTING OF SHARES

Equity shares of the Company are listed on Stock Exchanges at Mumbai and Ahmedabad. The Company has paid the listing fees for both the Stock Exchanges for the year 2011-12.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956 your Directors confirm that :

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (b) appropriate accounting policies have been selected and applied consistently, and have made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31st, 2011 and of the profit of the Company for the year ended March 31st, 2011.
- (c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the annual accounts have been prepared on a going concern basis;

COMPLIANCE CERTIFICATE

Pursuant to Section 383 A of the Companies Act, 1956 a Compliance Certificate issued by M/s. Shirish Shetye & Associates, Company Secretaries, Mumbai is attached to this report.

On behalf of the Board

Place : Mumbai
Dated : 26th July, 2011.

Neeta Maloo
Chairperson & Managing Director



CIN.: L29150MH1961PLC012227
Nominal Capital: Rs. 2,00,00,000/-

COMPLIANCE CERTIFICATE

To,
The Members,
TAK Machinery & Leasing Ltd.,
308, Maker Bhavan No. III,
21, New Marine Lines,
Above Balwas Restaurant,
MUMBAI - 400 020.

We have examined the registers, records, books and papers of **TAK MACHINERY & LEASING 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, 2011**. 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 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 within the time prescribed under the Act and the rules made thereunder.
3. The Company, being a public limited company, comments pertaining to 'private company' are not required.
4. The Board of Directors duly met 6 (six) times on 30th April, 2010, 28th July, 2010, 27th October, 2010, 27th January, 2011, 22nd February, 2011 and 22nd March, 2011 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed, including the circular resolutions passed, in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members from 17th September, 2010 to 24th September, 2010 and necessary compliance of section 154 of the Act has been made.
6. The annual general meeting for the financial year ended on 31st March, 2010 was held on 24th September, 2010 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded and signed, including the circular resolutions passed, in the Minutes Book maintained for the purpose.
7. No extra ordinary general meeting was held during the financial year under review.
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 was not required to make any entries in the register maintained under section 301 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, members or Central Government.
12. The duly constituted Committee of Directors has approved the issue of duplicate share certificates.
13. (i) The Company has delivered all the certificates on lodgment thereof for transfer/transmission or any other purpose in accordance with the provisions of the Act. There was no allotment of securities during the financial year under review.
(ii) The Company has deposited the amount of dividend declared in a separate bank account on 25th September, 2010, which is within five days from the date of declaration of such dividend.
(iii) The Company has paid/posted warrants for dividends to all the members within a period of 30 (thirty) days from the date of declaration and that all unclaimed/unpaid dividend has been transferred to the Unpaid Dividend Account of the Company with Corporation Bank, Nariman Point Branch, Mumbai within the stipulated time limit.
(iv) The Company has transferred the amount in unpaid dividend account, which has remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund. During the year under review there is no 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.
(v) The Company has duly complied with the requirements of section 217 of the Act.

14. The Board of Directors of the Company is duly constituted and the appointments of directors and additional director have been duly made. There was no appointment of alternate directors and directors to fill casual vacancy during the financial year under review.
15. The appointment of Managing Director/Whole-time Director/Manager has been made in compliance with the provisions of section 269 read with schedule XIII to the Act and approval of the Central Government was not required to be obtained in respect of any such appointment.
16. The Company has not appointed any sole selling agent during the financial year under review.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar and/or such authorities prescribed under the various provisions of the Act during the financial year under review.
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 thereunder.
19. The Company has not issued any shares, debentures or other securities during the financial year under review.
20. The Company has not bought back any shares during the financial year under review.
21. There was no redemption of preference shares or debentures during the financial year.
22. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right 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 ended 31st March, 2011.
25. The Company has made investments in other bodies corporate in compliance with the provisions of the Act and has made necessary entries in the register kept for the purpose. 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 the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year under scrutiny.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act.
32. The Company has not received any money as security from its employees during the financial year under review.
33. The Company has deposited both employees' and employer's contribution to Provident Fund with prescribed authorities pursuant to section 418 of the Act.

M/s. SHIRISH SHETYE & ASSOCIATES
Company Secretaries

Place: Mumbai.
Date: 25th July, 2011

SHIRISH SHETYE
PROPRIETOR
C.P. No. 825



ANNEXURE - A

Registers as maintained by the Company

1. Register of Charges (section 143).
2. Register of Members and Index of Members (sections 150 & 151).
3. Minutes Books for Minutes of Meetings of the Board and Shareholders.
4. Books of Account (section 209).
5. Register of Contracts in which Directors are Interested (section 301).
6. Register of Directors, Managing Directors etc. (section 303).
7. Register of Directors' Shareholding (section 307).
8. Register of Fixed Assets [the Manufacturing and Other Companies (Auditors' Report) Order, 1988].
9. Register of Investments (section 372A).
10. Register of Transfer/Transmission of Shares.
11. Register of Duplicate Share Certificates.
12. Register of Directors' Attendance.
13. Register of Directors' Attendance for Share Transfer Committee.
14. Register of Members' Attendance.
15. Register of Proxies.

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, 2011.

1. Form No. 20B alongwith Annual Return made as on 24th September, 2010 filed u/s 161.
2. Form No. 23AC and 23ACA alongwith Balance Sheet etc. for the year ended 31st March, 2010, filed u/s 220.
3. Form No. 66 alongwith Compliance Certificate for the year ended 31st March, 2010, filed u/s 383A.
4. Form No. 1 dated 15th November, 2010 being statement of amounts credited to Investor Education and Protection Fund.
5. Form No. 62 alongwith quarterly Certificates of Amounts Due and Credited to Investor Education and Protection Fund.
6. Quarterly unaudited results with half yearly review submitted to Stock Exchanges.
7. Half yearly certificates under clause 47 of the Listing Agreement submitted to Stock Exchanges.
8. Quarterly information regarding Distribution of Shareholding Pattern, under clause 35 of the Listing Agreement submitted to Stock Exchanges.
9. Statement of Holding, pursuant to Rule 8 of SEBI (SAST) Regulations, 1997 submitted to Stock Exchanges.
10. Quarterly Certificates issued under SEBI circular No. D&CC/FITTC/CIR – 16/2002 dated 31st December, 2002, submitted to Stock Exchanges.
11. Statutory Auditors' Certificate for the year ended 31st March, 2010 confirming that the Company continues to undertake the business of NBFC, Board Resolution confirming that the Company was not accepting fixed deposits from public and Statements of Foreign Direct Investment for half year ended 31st March, 2009 and 30th September, 2009 filed with Reserve Bank of India.
12. Form No. 32 dated 27th January, 2010 for appointment of Mr. Janak Nanavaty as Additional Director filed u/s 303(2).
13. Form No. 32 dated 24th September, 2010 for change in designation of Mr. Janak Nanavaty as Director, along with Form No. 67 for submission of necessary explanation filed u/s 303(2).
14. Form No. 32 dated 22nd March, 2011 for appointment of Mr. Sandeep Maloo, Mrs. Neeta Maloo, Mr. Labh Chand Maloo, Mr. Deepak Arora, Mr. Atul Jain and Mr. Sunil Nair as Additional Directors filed u/s 303(2).
15. Form No. 32 dated 17th March, 2011/22nd March, 2011 for resignation of Mr. Dashrath Mahadevia, Mr. Aditya Mahadevia, Mr. Tushar Mahadevia, Mr. Janak Nanavaty, Mr. Kishore Tanna and Mr. Chetan Parikh from the Board of Directors filed u/s 303(2).
16. Form No. 32 dated 22nd March, 2011 for change in designation of Mrs. Neeta Maloo as Chairman & Managing Director filed u/s 303(2).
17. Form No. 23 dated 30th December, 2010 for filing Postal Ballot resolution for seeking consent of the members u/s 293(1)(a) for sell, lease or otherwise disposal of the whole or substantially whole of the undertaking of the Company situated at A-114, TTC Industrial Area, M.I.D.C. Khairne, Navi Mumbai – 400 705 filed u/s 192/192A.
18. Form No. 23 dated 22nd March, 2011 for filing Board Resolution for appointment of Mrs. Neeta Maloo as Chairperson & Managing Director filed u/s 192.
19. Form No. 18 dated 4th March, 2011 for shifting of registered office of the Company to the present address filed u/s 146.

AUDITORS' REPORT

To,
The Members,
TAK Machinery and Leasing Limited

We have audited the attached Balance Sheet of **TAK MACHINERY AND LEASING LIMITED** as at 31st March, 2011 and also the Profit & Loss Account and Cash Flow Statement for the year ended on that date both 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.

1. 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.
2. As required by Companies (Auditors' 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 hereto a statement on the matters specified in paragraphs 4 & 5 of the said Order to the extent applicable.
3. Further to our comments in the Annexure referred to in paragraph 2 above we report that :
 - (a) We have obtained all the information & explanations which to the best of our knowledge & belief were necessary for the purposes of our audit.
 - (b) 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 these books.
 - (c) The Balance Sheet, Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
 - (d) In our opinion, the Balance sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the mandatory Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956.
 - (e) On the basis of written representations received from the Directors and taken on record by the Board of Directors we report that none of the Directors is disqualified as on 31st March, 2011 from being appointed as a Director in terms of Clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956.
 - (f) In our opinion and to the best of our information and according to the explanations given to us, subject to **non receipt of balance confirmations (Note 10)** and read together with the significant accounting policies and other notes thereon give the information required by the Companies Act, 1956 in the manner so required and present a true and fair view, in conformity with the accounting principles generally accepted in India :
 - i. in the case of the Balance Sheet of the state of affairs of the Company as at 31st March, 2011;
 - ii. in the case of the Profit & Loss Account of the profit of the Company for the year ended on that date.and
 - iii. in the case of the Cash Flow Statement of the cash flows of the Company for the year ended on that date.

For Patkar & Pendse
Chartered Accountants

Place : Mumbai
Date : 26th July, 2011.

B.M. Pendse
Partner.
F.Reg.No. 107824W



**ANNEXURE TO AUDITORS' REPORT
REFERRED TO IN OUR REPORT OF EVEN DATE
FOR THE YEAR ENDED ON 31ST MARCH, 2011**

1. (a) The Company had maintained proper records showing full particulars including quantitative details and situation of the fixed assets except for furniture and fixtures.
- (b) As explained to us the fixed assets had been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) ***The Company had disposed off a substantial part of the fixed assets during the year. In our opinion the going concern status of the Company is not affected.***
2. In respect of inventory :
 - (a) ***there were no inventories at the year end and hence no physical verification by the management conducted at the end of the year.***
 - (b) in our opinion and according to the information and explanations given to us the procedure of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) the Company had maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventories as compared to book records.
3. (a) The company had not granted any loans to companies, firms or other parties covered in the register maintained under section 301 of the Act.
- (b) The Company had not taken any loans from companies, firms or other parties covered in the register maintained under section 301 of the Act.
4. In our opinion and on the basis of information and explanations given to us, the Company had adequate internal control system commensurate with its size and the nature of its business for the purchase of finished goods, spares, plant and machinery, equipment and other assets and for the sale of goods and services. During the course of the audit we have not observed any major weakness in internal controls.
5. In our opinion and according to the information and explanations given to us, there were no transactions in pursuance of contracts or arrangements that needed to be entered into in the register maintained under section 301 of the Companies Act, 1956.
6. The Company had not accepted any deposits from the public, hence the question of compliance to the necessary guidelines issued by the Reserve Bank Of India and the provisions of section 58A and 58AA of the Companies Act, 1956 and Rules framed thereunder does not arise.
7. In our opinion the Company had an internal audit system commensurate with its size and nature of its business.
8. The maintenance of Cost Records for the Company, had not been prescribed by the Central Government under section 209(1)(d) of the Companies Act, 1956 for the year under review.
9. In respect of statutory dues :
 - (a) according to the records of the Company, undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax, Sales tax, Wealth tax, Service tax, Cess, Excise duty, Custom duty and any other statutory dues have been generally, regularly 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, 2011 for a period of more than six months from the date they became payable.
 - (b) the disputed statutory dues aggregating to Rs. 12,85,940 that have not been deposited on account of matters pending before appropriate authorities are as under :

Sr. No.	Particulars	Financial years to which matter pertains	Forum where dispute is pending	Amount (Rupees)
1.	Income Tax	1979-80	Appellate Tribunal	1,59,896
		1983-84	High Court	3,39,224
		1984-85	High Court	7,86,820

10. The Company did not have accumulated losses. The company had not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
11. In our opinion and according to the information and explanations given to us the Company had not defaulted in repayment of dues to a financial institution, bank or debenture holder.
12. In our opinion and according to the information and explanations given to us the Company had maintained adequate records where the Company had granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. In our opinion the Company is not a chit fund or a nidhi / mutual benefit fund / society. Therefore the provisions of clause 4(xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
14. As the Company is dealing / trading in shares, securities, debentures and other investments; in our opinion proper records had been maintained of the transactions and contracts and timely entries have been made therein. All shares, securities, debentures and other investments are held by the Company in its own name.
15. According to the information and explanations given to us and the records examined by us the Company had not given any guarantees for loans taken by others from banks or financial institutions.
16. The Company had not raised any term loans.
17. In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that no funds raised on short term basis have been used for long term investment and vice versa.
18. According to the information and explanations given to us, the Company had not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956..
19. The Company had not issued debentures.
20. The Company had not raised any money through public issues during the year.
21. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

**For Patkar & Pendse
Chartered Accountants**

B.M. Pendse
Partner.

F.Reg.No. 107824W

Place : Mumbai
Date : 26th July, 2011.

**BALANCE SHEET AS AT 31ST MARCH, 2011**

	<u>Schedule</u>	<u>As at 31.03.2011 Rupees</u>	<u>As at 31.03.2010 Rupees</u>
SOURCES OF FUNDS			
SHAREHOLDERS' FUNDS			
(a) Capital	1	7,050,925	7,050,925
(b) Reserves and Surplus	2	127,930,486	85,022,786
TOTAL		<u>134,981,411</u>	<u>92,073,711</u>
APPLICATION OF FUNDS			
FIXED ASSETS			
(a) Gross Block	3	94,707	12,766,412
(b) Less : Depreciation		<u>88,473</u>	<u>5,286,683</u>
		6,234	7,479,729
INVESTMENTS	4	110,600,319	26,908,263
CURRENT ASSETS, LOANS AND ADVANCES			
(a) Inventories	5	-	2,361,118
(b) Sundry Debtors		2,942,752	745,235
(c) Cash and Bank Balances		26,138,839	28,513,656
(d) Loans and Advances		<u>1,730,281</u>	<u>31,862,992</u>
		<u>30,811,872</u>	<u>63,483,001</u>
LESS : CURRENT LIABILITIES AND PROVISIONS			
(a) Liabilities	6	4,674,146	5,292,513
(b) Provisions		<u>1,762,868</u>	<u>1,601,071</u>
		6,437,014	6,893,584
NET CURRENT ASSETS			
		<u>24,374,858</u>	<u>56,589,417</u>
DEFERRED TAX ASSETS (See note no.11)			
		-	1,096,302
TOTAL		<u>134,981,411</u>	<u>92,073,711</u>
SIGNIFICANT ACCOUNTING POLICIES			
NOTES FORMING PART OF THE ACCOUNTS			

As per our separate report
annexed herewith

FOR PATKAR AND PENDSE
Chartered Accountants.

B.M. Pendse
Partner
F.Reg.No. 107824W

Place : Mumbai
Dated : 26th July, 2011

For and on behalf of the board

Neeta Maloo
Chairperson & Managing Director

Labh Chand Maloo
Director

Place : Mumbai
Dated : 26th July, 2011

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2011

	Schedule	2010-11 Rupees	2009-10 Rupees
INCOME			
Sales		15,052,659	17,399,306
Other Income		26,502,118	7,196,123
Extra - Ordinary Income	7	37,647,346	-
		<u>79,202,123</u>	<u>24,595,429</u>
EXPENDITURE			
Cost of Goods sold	8	12,041,029	10,437,950
Other Expenses	9	9,743,882	7,011,871
Interest		5,072	36,306
Depreciation		1,066,170	1,124,866
		<u>22,856,153</u>	<u>18,610,993</u>
PROFIT BEFORE TAXATION			
		<u>56,345,970</u>	<u>5,984,436</u>
Provision for Taxation		10,700,000	1,538,795
MAT Credit		-	(645,000)
Deferred Tax Assets / (Liabilities)		(1,096,302)	(102,570)
PROFIT FOR THE YEAR			
		<u>44,549,668</u>	<u>4,988,071</u>
Balance brought forward from previous year		38,313,121	35,971,457
AMOUNT AVAILABLE FOR APPROPRIATIONS			
		<u>82,862,789</u>	<u>40,959,528</u>
APPROPRIATIONS			
Proposed Dividend		1,408,100	1,408,100
Tax on Distributed Profits		233,868	238,307
Transferred to Statutory Reserve Fund		8,910,000	1,000,000
Transferred to General Reserve		4,501,385	-
Balance carried to Balance Sheet		67,809,436	38,313,121
		<u>82,862,789</u>	<u>40,959,528</u>
SIGNIFICANT ACCOUNTING POLICIES	10		
NOTES FORMING PART OF ACCOUNTS	11		

As per our separate report annexed herewith

FOR PATKAR AND PENDSE
Chartered Accountants.

B.M. Pendse
Partner
F.Reg.No. 107824W

Place : Mumbai
Dated : 26th July, 2011

For and on behalf of the board

Neeta Maloo
Chairperson & Managing Director

Labh Chand Maloo
Director

Place : Mumbai
Dated : 26th July, 2011

**SCHEDULES FORMING PART OF THE BALANCE SHEET**

	As at 31.03.2011 Rupees	As at 31.03.2010 Rupees
SCHEDULE 1		
SHARE CAPITAL		
Authorised :		
20,00,000 Equity Shares of Rs. 10/- each	<u>20,000,000</u>	<u>20,000,000</u>
Issued :		
7,09,100 Equity Shares of Rs. 10/- each	<u>7,091,000</u>	<u>7,091,000</u>
Subscribed :		
7,04,050 Equity Shares of Rs. 10/- each fully paid up	<u>7,040,500</u>	<u>7,040,500</u>
Add : Forfeited Shares	<u>10,425</u>	<u>10,425</u>
(Amount originally paid up)	<u>7,050,925</u>	<u>7,050,925</u>
 SCHEDULE 2		
RESERVES AND SURPLUS		
Share Premium		
As per last Balance Sheet	1,031,050	1,031,050
General Reserve		
As per last Balance Sheet	29,998,615	29,998,615
Transferred from Profit & Loss A/c.	<u>4,501,385</u>	<u>-</u>
	<u>34,500,000</u>	<u>29,998,615</u>
 Contingency Reserve		
As per last Balance Sheet	2,500,000	2,500,000
Investment Reserve		
As per last Balance Sheet	700,000	700,000
Statutory Reserve Fund		
As per last Balance Sheet	12,480,000	11,480,000
Transferred from Profit & Loss A/c.	<u>8,910,000</u>	<u>1,000,000</u>
	<u>21,390,000</u>	<u>12,480,000</u>
 Surplus in Profit and Loss Account		
	<u>67,809,436</u>	<u>38,313,121</u>
	<u>127,930,486</u>	<u>85,022,786</u>

SCHEDULE 3 FIXED ASSETS											
ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK		
	Cost as at 1.04.2010 Rupees	Additions during the year Rupees	Deductions during the year Rupees	Total As at 31.3.2011 Rupees	Upto 1.4.2010 Rupees	Deductions during the year Rupees	For the Year Rupees	Upto 31.3.2011 Rupees	As at 31.3.2011 Rupees	As at 31.3.2010 Rupees	
	Lease Hold Land	1,284,980	-	1,284,980	-	-	-	-	-	-	-
Building	2,906,434	-	2,906,434	-	782,900	880,931	98,031	880,931	-	-	2,123,534
Electric Installation	251,444	-	251,444	-	147,137	160,533	13,396	160,533	-	-	104,307
Plant and Machinery	877,814	-	877,814	-	495,445	544,553	49,108	544,553	-	-	382,369
Furniture and Fixtures	2,269,216	90,860	2,266,114	93,962	1,855,148	1,885,159	117,739	1,972,887	6,234	-	414,068
Vehicles	4,926,524	-	4,926,524	-	1,819,681	2,599,405	779,724	2,599,405	-	-	3,106,843
Technical Documents	250,000	-	250,000	-	186,372	194,544	8,172	194,544	-	-	63,628
TOTAL	12,766,412	90,860	12,763,310	93,962	5,286,683	6,265,125	1,066,170	6,352,853	6,234	-	7,479,729
Previous Year	31,539,166	2,408,754	21,181,508	12,766,412	24,722,939	20,561,121	1,124,865	5,286,683	7,479,729		



**SCHEDULE : 4
LONG TERM INVESTMENTS (AT COST)
QUOTED**

<u>Name of Company</u>	Face Value Rupees	<u>As at 31.03.2011</u>		<u>As at 31.03.2010</u>	
		<u>Qty. Nos.</u>	<u>Value Rupees</u>	<u>Qty. Nos.</u>	<u>Value Rupees</u>
Non -Convertible Debentures					
Shriram Transport Finance Co Ltd	1000	1044	1,044,000	-	1,044,000
Tata Capital Ltd	1000	-	-	-	2,257,434
			<u>1,044,000</u>		<u>3,301,434</u>
EQUITY SHARES (FULLY PAID)					
3 I Infotech Ltd	10			3,500	159,456
Aarti Drugs	10			2,000	215,671
Arvind Ltd	10			4,000	134,065
Aurionpro Solution	10			1,000	94,305
Allahabad Bank	10			2,000	76,965
Amtek India Ltd.	2			6,000	276,629
Ankur Drugs & Pharma Ltd.	10			2,000	166,123
Andhra Bank	10			2,500	213,162
Bartronics India	10			2,000	341,596
Blue Star Ltd	2			1,000	171,168
Bharat Bijlee Ltd	10			500	217,513
Binani Insustries Ltd.	10			3,000	135,748
Bombay Dyeing Ltd	10			700	123,610
CESC Ltd	10			600	212,483
Deepak Fert & Petro Cor Ltd	10			2,000	114,887
Dishman Pharma	2			1,500	208,397
D.S.Kulkarni	10			2,000	103,349
Elecon Eng Cor Ltd	2			7,000	220,586
Ess Dee Aluminium	10			12	2,780
Four Soft Ltd	10			10,000	201,112
G.E.Shipping Company Ltd.	5			1,000	260,714
Geecee Ventures (Gwalior Chemical)	10			1,500	126,415
Geodesic Ltd	2			1,000	108,456
Gujarat Narmada	10			3,000	181,644
Godrej Industries Ltd	1			2,000	127,527
Graphite India	2			5,000	140,479
HBL Power Systems Ltd	1			5,800	202,503
HCL Techno	2			1,000	101,033
HDILLTD	10			1,000	106,353
HEG Ltd.	10			2,000	193,132

TAK Machinery and Leasing Ltd

<u>Name of Company</u>	<u>Face Value Rupees</u>	<u>As at 31.03.2010</u>		<u>As at 31.03.2009</u>	
		<u>Qnty. Nos.</u>	<u>Value Rupees</u>	<u>Qnty Nos.</u>	<u>Value Rupees</u>
Hinduja Ventures	10			500	112,535
ICSA India Ltd	2			1,000	83,775
I.D.B.I. Bank	10			3,000	203,848
Indian Bank	10			2,000	240,747
Indian Overseas Bank	10			4,500	331,426
Inox Leisure	10			3,000	191,722
J.Kumar Infra	10			900	186,726
JBF Industries Ltd	10			1,800	195,207
Jindal Saw Ltd	2			2,500	103,844
Jubilant Organosys	1			1,000	222,900
Karur Vysya Bank Ltd	10			1,400	456,817
KNR Constructions Ltd	10			2,500	227,760
LIC Housing Finance Ltd.	10			450	200,342
Lakshmi Energy Ltd	2			2,000	173,582
Lanco Industries Ltd	10			3,000	136,954
Managlam Cement Ltd	10			3,000	177,603
Mic Electronics Ltd	2			3,000	131,514
Nagarjuna Construction Ltd	2			2,000	242,778
N.I.I.T. Ltd.	2			10,000	208,743
N.I.I.T. Technology Ltd.	10			3,000	159,829
Navin Fluorine Ltd	10			1,000	91,828
NHPC Ltd	10			3,836	138,096
Nilkamal Ltd	10			1,000	164,480
Nirma Ltd	10			1,000	183,434
Numeric Power Systems Ltd	10			400	74,739
Opto Circuit Ltd	10			2,000	232,044
Oriental Bank of commerce	10			2,300	392,262
Pratibha Industries Ltd	10			2,500	443,281
Phoenix Mills Ltd	2			3,000	223,954
Plethico Pharma Ltd	10			600	179,637
PSL Ltd.	10			2,000	165,541
Rain Commodities Ltd	10			1,500	132,440
Rohta India Ltd	10			1,000	71,227
Sanghvi Movers Ltd	2			1,000	174,583
Sasken Communication Ltd	10			1,500	224,900
Simmonds Marshall Ltd	2			7,500	121,509
Sintex Industries Ltd	2			1,500	174,734
Sunil Hitech Engineers	10			1,500	174,523
Surya Pharma Ltd	10			2,000	230,761
South Indian Bank Ltd	10			3,000	155,773

SCHEDULE 5	As at 31.03.2011 Rupees	As at 31.03.2010 Rupees
CURRENT ASSETS, LOANS AND ADVANCES		
(a) INVENTORIES		
As taken, valued & certified by the Managing Director of the Company : Stocks		
A - Raw material & Components	-	1,963,688
B - Stock in Process	-	40,338
C - Finished Goods	-	357,092
	<u>-</u>	<u>2,361,118</u>
(b) SUNDRY DEBTORS (UNSECURED)		
(a) Debts outstanding for a period exceeding six months	-	264,822
(b) other debts	2,942,752	480,413
	<u>2,942,752</u>	<u>745,235</u>
Notes :		
Considered Good	2,942,752	683,913
Considered Doubtful	-	61,322
	<u>2,942,752</u>	<u>745,235</u>
(c) CASH AND BANK BALANCES		
Cash on hand	630	24,131
Balance with Scheduled Banks :		
In Current Account	3,299,542	1,077,525
In Unpaid Dividend Account	874,072	822,000
In Fixed Deposit Account	21,964,595	26,590,000
	<u>26,138,209</u>	<u>28,489,525</u>
	<u>26,138,839</u>	<u>28,513,656</u>
(d) LOANS AND ADVANCES (UNSECURED)		
Deposit with Joint Stock Co. (including Bill Discounting)	-	29,857,778
Advances recoverable in cash or kind or for value to be received	1,730,281	2,005,214
Advance tax (including tax deducted at source Rs. 4,13,704/-) (Previous Year Rs.6,46,191/-) (Net of Provisions)	-	-
	<u>1,730,281</u>	<u>31,862,992</u>
Notes:		
Considered Good	1,730,281	31,847,476
Considered Doubtful	-	15,516
	<u>1,730,281</u>	<u>31,862,992</u>



	As at 31.03.2011 Rupees	As at 31.03.2010 Rupees
SCHEDULE 6		
CURRENT LIABILITIES AND PROVISIONS		
A. CURRENT LIABILITIES :		
i) Sundry Creditors		
- Dues to Small Scale Industries	164,588	297,940
- Others	3,360,086	3,809,675
ii) Advances from Customers	275,400	362,898
iii) Unclaimed Dividends	874,072	822,000
	<u>4,674,146</u>	<u>5,292,513</u>
B. PROVISIONS :		
Proposed Dividend	1,408,100	1,408,100
Provision for Taxation (Net of Advance tax)	354,768	192,971
	<u>1,762,868</u>	<u>1,601,071</u>
	<u>6,437,014</u>	<u>6,893,584</u>
 SCHEDULES FORMING PART OF THE PROFIT AND LOSS ACCOUNT		
SCHEDULE 7		
OTHER INCOME		
Charges for outside jobs	287,353	157,426
Logo, Technical know how etc.	1,000,000	-
Dividend	2,772,590	727,534
Interest (Gross) :		
On Income Tax refund	-	16,914
Other interest	3,976,436	5,098,122
(Tax deducted Rs. 3,97,313/-) (Previous Year Rs.6,42,781/-).	<u>3,976,436</u>	<u>5,115,036</u>
Miscellaneous Income	180,725	7,957
Profit on Sale of investments (Net)	17,184,432	377,819
Sales Tax refunds of previous years	412,548	-
Sundry Credit Balance W/Back	84,639	62,371
Bill Discounting Charges	603,395	695,415
Profit on sale of Fixed Assets	12,647,346	52,565
Profit on surrender of Tenancy Rights	25,000,000	-
	<u>64,149,464</u>	<u>7,196,123</u>

	<u>2010-11</u> <u>Rupees</u>	<u>2009-10</u> <u>Rupees</u>
SCHEDULE 8		
COST OF GOODS SOLD		
Opening Stock	2,361,118	5,864,023
Purchases	9,679,911	6,935,045
	<u>12,041,029</u>	<u>12,799,068</u>
Less : Closing Stock	-	2,361,118
	<u>12,041,029</u>	<u>10,437,950</u>
SCHEDULE 9		
OTHER EXPENSES		
1. Payments to and Provisions for Employees :		
Salaries, gratuity, retrenchment compensation , bonus & leave encashment etc.	2,790,468	2,415,772
Contribution to Provident Fund, Super annuation fund etc.	250,765	313,958
Workmen & Staff Welfare Expenses	82,710	103,332
Salary to Chairman and Managing Directors	761,130	780,000
	<u>3,885,073</u>	<u>3,613,062</u>
2. Others :		
Insurance	96,357	113,772
Repairs to machinery	-	4,000
Other Repairs	72,588	8,957
Rent	146,685	154,020
Rates and Taxes	60,780	55,321
Stationery, Printing, Postage, Telegram and Advertisement	353,040	218,518
Telephone Expenses	99,497	139,412
Directors' Fees	11,000	5,000
Travelling Expenses (including fare, stay, halting expenses etc.)	66,635	85,697
Vehicle Expenses	742,848	560,836
Donation Paid	420,000	195,000
General Charges	1,000,943	615,628
Sundry balances written off	102,314	4,579
Legal and Professional charges	609,614	277,261
Water Charges	6,030	8,291
Assets discarded W/off	136,333	2,476
Auditor's Remuneration	40,000	52,500
Electricity Charges	210,177	256,714
Transportation Charges	148,491	110,285
Loss on Sale of Assets	1,244,536	9
Packing Charges	3,955	274,230
Sundry Expenses	191,470	156,953
Erection Charges	63,000	99,350
Sales Tax Written-off	32,516	-
	<u>5,858,809</u>	<u>3,398,809</u>
	<u>9,743,882</u>	<u>7,011,871</u>



SCHEDULE 10

SIGNIFICANT ACCOUNTING POLICIES

1. (a) SALES

Sales are accounted when goods are despatched.

(b) OTHER INCOME

- i) Other Income is accounted for on accrual basis and interest on doubtful deposits are accounted if and when received.
- ii) Income from erection and outside jobs is accounted on completion and approval of the job by the party.

2. INVESTMENTS

Long term investments are stated at cost less provision for diminution in value other than temporary, if any.

3. INVENTORIES

There was no Stock of any goods as at the end of the year.

4. FIXED ASSETS

Fixed Assets are valued at cost.

5. DEPRECIATION

- (a) In respect of additions upto 1981-82 on Straight Line Method u/s.205 (2) (b) of the Companies Act, 1956.
- (b) In respect of additions from 1982-83 including Leasing Equipments on Written Down Value Method at the rates prescribed under Schedule XIV of the Companies Act, 1956.
- (c) Depreciation on addition to and sale of other assets has been provided on pro-rata basis with reference to the date of installation or date of such sale as the case may be.

6. SALES TAX

Credit for Purchase set-off is taken on completion of the assessment.

7. RETIREMENT BENEFITS

Contribution to Provident Fund and Superannuation Fund is made to the Provident Fund Dept. of the Central Government and the L.I.C. superannuation scheme respectively and is charged to the Profit and Loss account on an accrual basis. Gratuity has been provided as per the actuarial valuation in respect of employees and charged to profit and loss account. Leave encashment benefit has been provided on actual basis as per the rules of the Company.

8. DEFERRED TAX

Deferred tax is accounted for by computing the tax effect of timing differences which arise during the year and reversed in subsequent periods.

SCHEDULE 11	As at 31.03.2011 Rupees	As at 31.03.2010 Rupees
NOTES ON BALANCE SHEET AND PROFIT AND LOSS ACCOUNT		
1. Estimated amount of capital contracts remaining to be executed and not provided for.	NIL	NIL
2. Contingent liability on partly paid debentures and shares.	NIL	NIL
3. Guarantees given by a bank.	224,000	385,826
4. (a) Appeals filed by the Income Tax Department against appellate decisions favourable to the Company involving tax amount to (b) Necessary provision in respect of above liabilities, including interest if any, will be made in the accounts on final outcome of appeals.	1,285,940	1,285,940
5. Payment to Auditors (Previous year Including Service tax) Audit fees	40,000	52,500
6. Claim of material amount on account of disputes raised by a customer against the Company which has not been accepted and has been referred to the Arbitrator. The matter is under litigation and the liability, if any, cannot be ascertained and hence not provided in the accounts.		
7. No provision has been made in respect of doubtful debts amounting to Rs. NIL (Previous year Rs.61,322/-). and doubtful advances amounting to Rs.NIL (Previous year Rs. 15,516/-).		
8. As of 31st March,2011 the Company had no outstanding dues to small scale industrial undertakings for sum of Rs.1 lac or more for more than 30 days.		
9. Advances recoverable include loan to employees of Rs.NIL (Previous year Rs.8,064/-).		
10. Confirmation for debit and credit balances have not been received from several parties.		
11. DEFERRED TAX ASSETS		
	As on 31.03.2011	As on 31.03.2010
<u>Deferred tax assets :</u>		
(i) Depreciation	-	201,526
(ii) Expenses / provision allowable for tax purpose when paid	-	497,268
(iii) On carried forward losses / unabsorbed depreciation	-	-
(iv) On carried forward short term capital losses	-	397,508
	-	1,096,302
Note : Pursuant to Accounting Standard (AS) 22, during the year deferred tax liabilities of Rs.10,96,302/- has been debited to Profit and Loss account and credited to Deferred Tax Assets.		
12. TRANSACTION WITH RELATED PARTY :		
A) Key Management Personnel	Description of transaction	Amount in Rs.
1. Dr. D.S.Mahadevia Chairman	Remuneration	}
2. Shri T.D.Mahadevia Managing Director	Remuneration	} Refer note no. 15
3. Shri A.D.Mahadevia Vice Chairman & Managing Director	Remuneration	}
B) Other related parties		
Directors	Fees and expenses	11,000



13. (a) Managerial Remuneration u/s 198 of the Companies Act, 1956

	2010-11			2009-10		
	Chairman	Vice-Chairman and Managing Director	Managing Director	Chairman	Vice-Chairman and Managing Director	Managing Director
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
1. Salary	234,194	234,194	292,742	240,000	240,000	300,000
2. Commission	-	-	-	-	-	-
3. Contribution to Provident Fund /Superannuation Fund	23,419	43,419	54,274	24,000	44,000	55,000
4. Provision for Gratuity	10,000	10,000	12,500	121,100	10,000	12,500
5. Other perquisites in cash or kind	78,293	198,270	246,776	85,829	206,199	266,830
TOTAL	345,906	485,883	606,292	470,929	500,199	634,330

b) The computation of net profit under Section 198 of the Companies Act, 1956 has not been given since, due to the inadequacy of net profit as per section 309(5), no commission is payable for the year ended 31st March, 2011.

14. Information regarding goods manufactured :

Class of Goods	Opening Stock		Purchases/Production		Closing Stock		Sales	
	Qty. Nos.	Value Rs. in Lacs	Qty. Nos.	Value Rs. in Lacs	Qty. Nos.	Value Rs. in Lacs	Qty. Nos.	Value Rs. in Lacs
1. Electric and Pneumatic Hoists	5 (14)	3.57 (18.99)	39 (33)	38.75 (44.46)	- (5)	- (3.57)	44 (42)	54.36 (129.51)
2. Cranes@	- -	- -	8 (5)	58.05 (24.89)	- -	- -	8 (5)	65.49 (28.33)
3. Raw materials, components & stores etc.#	- -	20.04 (39.65)	- -	- -	- -	- (20.04)	- -	30.68 (16.15)
	5 (14)	23.61 (58.64)	47 (38)	96.80 (69.35)	- (5)	- (23.61)	52 (47)	150.53 (173.99)

NOTE :

- # Quantitative information regarding Rawmaterials, Components & Stores cannot be given as the items are numerous and cannot be classified into suitable categories.
- @ 8 Nos. Cranes Purchased and sold during the year.

15. SEGMENT INFORMATION :

(Rupees in lacs)

A) Information about Business Segment - Primary		Production/		
S. No.	Particulars	Marketing	Finance	Total
1.	Segment Revenue	295.88	250.24	546.12
2.	<u>Segment Result :</u>			
	Profit / (Loss) Before Taxation	117.89	227.26	345.15
	Less :			
	1) Interest			0.05
	2) Other unallocated corporate expenses (Net of income)			<u>(218.36)</u>
	Profit/ (Loss) Before Tax			<u>563.46</u>
3.	<u>Other Information :</u>			
	Segment Assets	38.95	1,330.37	1,369.32
	<u>Add : Unallocated common assets</u>			<u>45.52</u>
	Total Assets (Excluding deferred tax assets)			<u>1,414.84</u>
	Segment Liabilities	20.16	-	20.16
	<u>Add : Unallocated common liabilities</u>			<u>44.87</u>
	Total Liabilities			<u>65.03</u>
4.	Capital Expenditure during the year :	0.91	-	0.91
5.	Depreciation and amortisation :	4.24	4.43	8.67
	Add : Unallocated Depreciation			<u>2.00</u>
				<u>10.67</u>
6.	Non - Cash Expenditure :			NIL

B) Secondary Segment

The Company has no secondary segment.

	2010-11	2009-10
	Rupees	Rupees
16. Earning Per Share (EPS) :		
(i) Net profit available for Equity shareholders(Rupees)	44,549,668	4,988,071
(ii) Weighted average number of shares at the beginning and end of the year.	704,050	704,050
(iii) (a) Basic and Diluted Earnings per share (Before extra-ordinary income) (Rupees)	20.46	7.08
(b) Basic and Diluted Earnings per share including extra-ordinary income (Rupees)	63.28	7.08

17. Expenditure in Foreign Currency on account of :

Others

-

-

18. Earnings in Foreign Currency

-

-

19. There is no remittance of foreign currency in respect of dividend during the year.

20. Figures for the previous year have been regrouped and re-classified to conform with those of the current year, wherever necessary.

Signature to Schedule 1 to 11

For and on behalf of the board

Place : Mumbai
Dated : 26th July, 2011

Neeta Maloo
Chairperson & Managing Director
Labh Chand Maloo
Director

**CASH FLOW STATEMENT FOR THE YEAR ENDING MARCH 31, 2011**

	(Rs. in Lacs)	
A) CASH FLOW FROM OPERATING ACTIVITIES	Year ended March 31, 2011	Year ended March 31, 2010
Net Profit after Tax and extraordinary items	445.50	49.88
Adjustments for :		
Depreciation	10.66	11.25
Provision for Tax	107.00	9.10
Interest Paid	0.05	0.36
Interest Received	(39.76)	(51.15)
Dividend Received	(27.73)	(7.28)
Operating profit before working capital changes	495.72	12.16
Adjustments for :		
Trade and other receivables	(21.97)	38.06
Inventories	23.61	36.02
Loans and Advances	312.29	(288.03)
Trade payables	(6.19)	(60.37)
Cash generated from Operations	803.46	(262.16)
Interest Paid	(0.05)	(0.36)
Income Tax (Net)	(107.72)	(10.79)
Cash flow before extraordinary items	695.69	(273.31)
Profit on sale of Investments and Fixed Assets (Net)	(284.83)	(4.28)
Net cash from operating activities	410.86	(277.59)
B) CASH FLOW FROM INVESTING ACTIVITIES		
Sale of Fixed Assets	177.97	6.70
Purchase of Fixed Assets	(0.91)	(24.09)
Sale of Investments	599.84	605.17
Purchase of Investments	(1,264.91)	(578.08)
Interest Received	39.76	51.15
Dividend Received	27.73	7.28
Net cash generated/(used) in investing activities	(420.52)	68.13
C) CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of Unsecured Loans	-	-
Dividend Paid	(14.08)	(28.16)
Net cash used in financing activities	(14.08)	(28.16)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(23.74)	(237.62)
Cash and cash equivalents:		
Opening balance	285.13	522.75
Closing balance	261.39	285.13

For and on behalf of the Board

Neeta Maloo

Chairperson & Managing Director

Mumbai, 26th July, 2011

Auditor's Report

We have checked the attached cash flow statement of TAK Machinery and Leasing Limited for the year ended March 31, 2011 from the books and records maintained by the Company in the ordinary course of business and have found it in accordance therewith.

Mumbai, 26th July, 2011

For Patkar & Pendse

Chartered Accountants

B.M. Pendse

Partner

F.Reg.No. 107824W

Balance Sheet Abstract and Company's General Business Profile

For the Year ended March 31, 2011

I. Registration Details

Registration no.	1 2 2 2 7	State Code	1 1
Balance Sheet	3 1	0 3	2 0 1 1
Date	Date	Month	Year

II. Capital Raised during the Year (Amount in Rs. Thousands)

Public Issue	NIL	Rights Issue	NIL
Bonus Issue	NIL	Private Placement	NIL

III. Position of Mobilisation and Deployment of Funds

(Amount in Rs. Thousands)

Total Liabilities	1 3 4 9 8 1	Total Assets	1 3 4 9 8 1
Sources of Funds			
Paid-Up Capital	7 0 5 1	Reserves & Surplus	1 2 7 9 3 0
Secured loans	NIL	Unsecured Loans	NIL
Application of Funds			
Net Fixed Assets	6	Investments	1 1 0 6 0 0
Net Current Assets	2 4 3 7 5	Misc. Expenditure	NIL
Accumulated Losses	NIL		

IV. Performance of the Company (Amount in Rs. Thousands)

	Turnover		Total Expenditure
	7 9 2 0 2		2 2 8 5 6
+ -	Profit Before Tax	+ -	Profit After Tax
+	5 6 3 4 6	+	4 4 5 5 0
	Earning Per Share in Rs.		Dividend Rate %
	63.28		20

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

Item Code No.	Not Applicable
Product Description	I. Financing II. Investments III. Production/Trading of Cranes, Hoists and Spares

TAK *Machinery and Leasing Ltd*

TAK Machinery & Leasing Ltd.,
308, Maker Bhavan - III, 21,
New Marine Lines, Mumbai - 400 020 (INDIA).