

## DECOROUS INVESTMENT & TRADING CO. LTD

Plot No. 80, Adhchini, Aurbindo Marg, Mehrauli Road, New Delhi

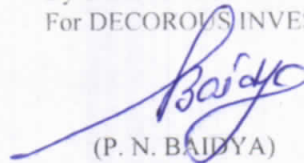
### NOTICE TO SHAREHOLDERS

Notice is hereby given that the 29<sup>th</sup> Annual General Meeting of the Shareholders of the company will be held on Saturday, 29<sup>th</sup> day of September, 2012 at 11.30 A.M. at the registered office of the company at Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive consider and adopt the Audited Profit & Loss Account for the year ended on 31<sup>st</sup> March 2012, and the Balance Sheet as at that date and report of Directors & Auditors thereon.
2. To appoint Auditors to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.
3. To appoint a director in place of Mr P N Baidya who retires by rotation and being eligible offers himself for reappointment

By order of Board of Directors  
For DECOROUS INVESTMENT & TRADING CO. LTD



(P. N. BAIDYA)  
Director

Place: New Delhi  
Date: 03-09-2012

### **NOTE:**

- 1 A MEMBER ENTITLED TO ATTEND THE MEETING IS ENTITLED TO APPOINT A PROXY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2 PROXIES SHOULD BE LODGED WITH THE COMPANY 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 3 MEMBERS ARE REQUESTED TO NOTIFY ANY CHANGE IN ADDRESS.
- 4 REGISTER OF MEMBERS AND SHARE TRANSFER REGISTER OF THE COMPANY WILL REMAIN CLOSED FROM SEPTEMBER 21, 2012 TO SEPTEMBER 29, 2012 (BOTH DAYS INCLUSIVE).

Regd. Office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

# DECOROUS INVESTMENT & TRADING CO. LTD

Plot No.80, Adhchini, Aurbindo Marg, Mehrauli Road, New Delhi

## DIRECTORS REPORT

To The Shareholders,

The Directors of your company have pleasure in presenting the 29<sup>th</sup> Annual Report and the audited statement of Accounts for the year 31<sup>st</sup> March 2012.

## FINANCIAL RESULTS

The business of the company during period under consideration resulted in Profit of Rs. 20,465/- (profit of Rs. 6524/-)

## OPERATIONS

During the year under review, the company has taken various steps to improve business activities. Despite depressed market conditions, the performance of the Company during the year under review should be considered satisfactory.

## DEPOSITS

The company has not accepted any deposits from the public u/s 58A of the companies Act; 1956, steps are being taken to keep Inter corporate within the prescribed limits, if any and maintain liquid assets as prescribed.

## AUDITORS

The shareholders are requested to appoint Auditors of the company for the current year to hold office till the conclusion of the next Annual General Meeting, M/s Anuj Garg & Co, Chartered Accountants, the retiring auditors, being eligible to offer themselves for reappointment.

The observation made in the Auditors Report are self-explanatory and therefore, do not call for any further comments under section 217 of the companies Act, 1956.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

Energy Conservation	:N.A.
Technology Absorption	:N.A.
Foreign Exchange Earning out go	:NIL.

## CORPORATE GOVERNANCE :

The SEBI has introduced a code of Corporate governance for implementation by the listed companies through amendment in the listing agreement. As per the amendment, this code is required to be implemented having paid-up capital of Rs. 3 crores or more.

## DIRECTORS' RESPONSIBILITY STATEMENT :

- 1.) In the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures'
- 2.) The directors had selected such accounting policies and applied them consistently and judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for the period;
- 3.) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- 4.) The directors had prepared the annual accounts on going concern basis.

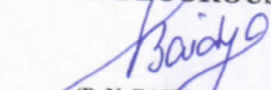
Regd. Office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

**SECRETARIAL COMPLIANCE AS REQUIRED U/S 383A**

Secretarial compliance report is enclosed as required u/s 383A of the Companies Act, 1956.

By order of the Board of Directors

For **DECOROUS INVESTMENT & TRADING CO. LTD**

  
(P. N. BAIDYA)  
DIRECTOR

  
(D. S. BHANDARI)  
DIRECTOR

PLACE : NEW DELHI  
DATED : 03-09-2012

# RMG & ASSOCIATES

Company Secretaries

## SECRETARIAL COMPLIANCE CERTIFICATE

CiN : L67120AS1982PLC007076

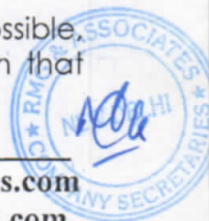
Nominal Capital : Rs. 1,25,00,000/-

### The Members

**Decorous Investment & Trading Company Limited**  
Girish Chandra Bardalai Path,  
Bamunimaidan, Guwahati,  
Assam - 781020

We have examined the registers, records, books and papers **Decorous Investment & Trading Company Limited** 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 **31<sup>st</sup> March, 2012**. In our opinion and to the best of our information and according to the examination 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 in accordance with the provisions and the rules made thereunder to the best possible extent and entries therein have been recorded.
2. The Company has filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, on the dates specified in the aforesaid Annexure. However the Company has not filed any document with the Regional Director, Central Government, Company Law Board or other authorities under the Act and the rules made thereunder.
3. The Company, being a Public Limited Listed Company, comments are not required.
4. The Boards of Directors met **07 (Seven)** times on **05-04-2011; 15-07-2011; 01-09-2011; 12-09-2011; 24-10-2011; 22-01-2012 & 21-03-2012** in respect of which notices were given and the proceedings were recorded and signed including the circular resolutions passed in the Minutes Books maintained for the purpose.
5. The company has closed its Register of Members from **25-09-2011 to 01-10-2011 (both days inclusive)** during the financial year, however no advertisement was issued as per the provisions of the Section 154 of the Act.
6. The Annual General Meeting for the financial year ended on **31<sup>st</sup> March, 2011** was held on **30-09-2011** after giving notice to the members of the Company and the resolution passed thereat were duly recorded in Minutes Books maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. As per the information furnished to us, the Company has given loan / advance under Section 295 to the parties covered in the register maintained under Section 301 of the Companies Act, 1956 during the financial year.
9. As per the information furnished to us, the Company has complied to the extent possible, with the provisions of Section 297 of the Act in respect of contracts specified in that Section.



10. The Company has made necessary entries in the register maintained under section 301 (3) of the Act.
11. As per the information given to us, the Company has not obtained any approvals from the Board of Directors, Members or Central Government under the purview of Section 314 of the Act.
12. The Company has not issued any duplicate share certificates during the financial year.
13. The Company has/was:
  - (i) not allotted, transferred or transmitted any securities during the financial year.
  - (ii) not deposited any amount in a separate bank account as no dividend was declared during the financial year.
  - (iii) not required posting warrants to any member of the Company as no dividend was declared during the financial year.
  - (iv) not transferred the amounts in 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 as there was no transaction necessitating the applicability of the aforesaid conditions.
  - (v) Complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. There was no appointment of director, additional director, alternate directors or directors to fill casual vacancy during the 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 financial year.
17. As per the information given to us, the Company has not obtained any approvals of the Company Law Board, Regional Director, Company Law Board, Registrar of Companies and/or such other authorities prescribed under the various provisions of the Act.
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 securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. There was no redemption of preference shares during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares, bonus shares pending registration of transfer of shares.



23. As per the information given to us, the Company has not invited any deposits falling within the purview of Section 58A of the Act during the financial year.
24. As per the information furnished to us, the amount borrowed by the Company from Directors, Members, Public, Financial Institution, Banks and other during the financial year ending **31<sup>st</sup> March, 2012** were within the borrowing limits of the Company.
25. As per the information furnished to us, the Company being an Investment Company, has invested in quoted and unquoted shares of other bodies corporate in compliance with the provisions of the Act and not required to maintain the register of investments under Section 372A.
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 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.
31. As per the information given to us, there were no prosecution initiated against the Company and the Company received no show cause notice and also the fines and penalties or any other punishment was imposed on the Company during the financial year, for offences under the Act. However penalty for late filing of returns and documents with the Registrar of Companies, Shillong have been imposed upon the Company during the financial year.
32. As per the information furnished to us, the Company has not received any money as security from its employees during the financial year.
33. As per the information furnished to us, the Company has not deducted any contribution towards Provident Fund during the financial year.

**For RMG & Associates**  
**Company Secretaries**

  
**Manjeet Kaur**  
Partner  
C.P. No.: 5524

Place : New Delhi  
Date : 03-09-2012

**Annexure A**

**Registers as maintained by the Company:**

- |  |             |
|--|-------------|
| 1. Register of Charges   | u/s. 143    |
| 2. Register of Members   | u/s. 150    |
| 3. Register of Contracts, Companies & Firms<br>in which Directors are interested | u/s. 301(3) |
| 4. Register of Directors, Managing Director, Manager                             | u/s. 303    |
| 5. Register of Director's Shareholdings  | u/s. 307    |
| 6. Register of Share Transfer  |             |

**Annexure B**

Forms and Returns as filed by the Company with Registrar of Companies, Shillong during the financial year ended on **31-03-2012** :

Sl. No	Form / Return	Under Section / Rule	Date of Filing	Whether filed with in prescribed time	If delay in filing whether requisite additional fees paid or not
1.	Balance Sheet (XBRL)	Sec 220 & Schedule- VI	09-01-2012	No	Yes
2.	Annual Return	Sec 159 & Schedule -V	21-12-2011	No	Yes
3.	Secretarial Compliance Certificate	Section 383A	29-10-2011	Yes	N.A
4.	Form 23 B	Section 224	07-08-2012	No	N.A



**AUDITORS REPORT TO THE SHAREHOLDERS OF DECOROUS INVESTMENT & TRADING CO. LTD**

1. We have audited the attached balance sheet of DECOROUS INVESTMENT & TRADING CO. LTD as at 31<sup>st</sup> March, 2012, and also the statement of profit and loss and the cash flow statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditors' Report) Order, 2004 issued by the central government of India in terms of sub-section (4A) of section 227 of the companies act, 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
4. Further to our comments in the annexure referred to above, we report that:
  - i. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - ii. In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books.;
  - iii. The Balance Sheet, Statement of profit and loss and Cash Flow Statement dealt with by this report are in agreement with the books of account.;
  - iv. In our opinion, the Balance Sheet, Statement of profit and loss and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
  - v. On the basis of written representations received from the directors, as on 31<sup>st</sup> March 2012 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31<sup>st</sup> March 2012 from being appointed as a director in terms of clause (g) of subsection (1) of section 274 of the Companies Act, 1956;
  - vi. In our opinion and to the best of our information and according to the explanations given to us the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
    - a) in the case of balance sheet, of the state of affairs of the company as at 31<sup>st</sup> March 2012;
    - b) in the case of the statement of profit and loss, of the profit for the year ended on that date; and ;
    - c) in the case of the cash flow statement, of the cash flows for the year ended on that date.

For **ANUJ GARG & CO.,**  
CHARTERED ACCOUNTANTS

  
(Anuj Garg)  
Proprietor





**ANNEXURE TO AUDITORS' REPORT**  
Re : Decorous Investment & Trading Co. India Ltd

**Referred to in paragraph 3 of our report of even date,**

1. The company does not have any fixed assets.
2. The company has taken loans/advances, secured or unsecured from 5 companies covered in the register maintained under section 301 of the Companies Act, 1956 and the amount involved is Rs. 2.70 lacs.
3. The company has granted loans/advances, secured or unsecured to 2 companies covered in the register maintained under section 301 of the Companies Act, 1956 and the amount involved is Rs. 1.21 lacs.
4. The company is regular in repaying the principal amounts as stipulated and has been regular in the payment of interest. The parties have repaid the principal amount as stipulated and have been regular in the payment of interest.
5. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, no major weakness has been noticed in the internal controls.
6. In our opinion and according to the information and explanations given to us the transactions made in pursuance of contracts or arrangements entered in the registers maintained under Section 301 and exceeding the value of Five Lakh rupees in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
7. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of Sections 58A and 58AA of the Companies Act, 1956, and the Companies (Acceptance of Deposits) Rules, 1975 with regard to the deposits accepted from the public are not applicable to the company. No order has been passed by the National Company Law Tribunal.
8. The provisions relating to comment on internal audit system are not applicable to your company.
9. The Central Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956 for any of the products of the company.
10. According to the records of the company, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including income-tax, wealth-tax, cess and other statutory dues applicable to it and no such statutory dues were outstanding as at 31.03.2012 for a period of more than six months from the date they became payable.
11. According to the records of the company, there are no dues of sales tax, income tax, customs tax. Wealth tax, excise duty, cess, which have not been deposited on account of any dispute.
12. The accumulated losses of the company are more than fifty percent of its net worth. The company has not incurred any cash losses during the financial year covered by our audit and the company has also not incurred cash losses immediately preceding financial year.
13. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.



14. Based on our examination of documents and records, the company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
15. Based on our examination of the records and evaluation of the related internal controls, we are of the opinion that proper records have been maintained of the transaction and contracts and timely entries have been made in those records in respect of shares, securities, debentures and other investments dealt in and traded by the company. We also report that the company has held the shares, securities, debentures and other securities in its own name.
16. The company has not given any guarantee for loans taken by others from bank or financial institutions.
17. The company has not taken any term loan.
18. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the act.
19. During the period covered by our audit report, the company has not issued any debenture.
20. The company has not raised any money from public issues.
21. Based upon the audit procedures performed and information and explanations given 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 **ANUJ GARG & CO.,**  
CHARTERED ACCOUNTANTS

  
(Anuj Garg)  
Proprietor



PLACE: NEW DELHI  
DATED: 03-09-2012

## DECOROUS INVESTMENT & TRADING CO. LTD

### Balance Sheet

Particulars	Note	In ₹	
		As at March 31,	
		2,012	2,011
<b>EQUITY AND LIABILITIES</b>			
<b>SHAREHOLDER'S FUNDS</b>			
Share capital	2.1	1,996,250	1,996,250
Reserves and surplus	2.2	(1,775,337)	(1,795,801)
		220,913	200,449
<b>NON-CURRENT LIABILITIES</b>			
Long-term Borrowing	2.3	79,778	79,778
		79,778	79,778
<b>CURRENT LIABILITIES</b>			
Short-term Provision	2.4	49,639	44,639
Other current liabilities	2.5	932,128	910,007
		981,767	954,646
		1,282,458	1,234,873
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Investment	2.6	714,560	714,560
Long-term loans and advances	2.7	338,367	338,367
		1,052,927	1,052,927
<b>CURRENT ASSETS</b>			
Trade receivables	2.8	70,801	70,801
Cash and cash equivalents	2.9	108,730	61,145
Short-term loans and advances	2.10	50,000	50,000
		229,531	181,946
		1,282,458	1,234,873
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS 1&2			

*Note: The notes referred to above are an integral part of the Balance Sheet*

As per our even report attached  
For Anuj Garg & Co.  
Chartered Accountants

For Decorous Investment & Trading Co. Limited

Anuj Garg  
Proprietor  
Membership No. 082422



*P. N. Baidya*  
P. N. Baidya  
Director  
DIN: 00294339

*D S Bhandari*  
D S Bhandari  
Director  
DIN: 00294082

Place: Delhi  
Date : 03.09.2012

**DECOROUS INVESTMENT & TRADING CO. LTD**

**Statement of Profit & Loss**

Particulars	Notes	In ₹	
		Year ended March 31	
		2,012	2,011
<b>INCOME</b>			
Other Income	2.11	49,240	49,100
		<b>49,240</b>	<b>49,100</b>
<b>EXPENSES</b>			
Administrative & other expenses	2.12	28,776	42,577
Finance Costs	2.13	-	-
<b>Total Expenses</b>		<b>28,776</b>	<b>42,576.50</b>
<b>Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>20,465</b>	<b>6,524</b>
Exceptional items		-	-
<b>Profit before extraordinary items and tax (V - VI)</b>		<b>20,465</b>	<b>6,524</b>
Extraordinary Items		-	-
<b>PROFIT / (LOSS) BEFORE TAX</b>		<b>20,465</b>	<b>6,524</b>
<b>Tax expense:</b>			
Tax relating to earlier years		-	-
<b>PROFIT / (LOSS) FOR THE PERIOD</b>		<b>20,465</b>	<b>6,524</b>
<b>EARNING PER SHARE (Equity share of par value of 10 each)</b>			
Basic		0.10	0.03
Diluted		0.10	0.03

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNT 1&2

Note: The notes referred to above are an integral part of the statement of Profit and Loss

As per our even report attached  
For Anuj Garg & Co.  
Chartered Accountants

For Decorous Investment & Trading Co. Limited

Anuj Garg  
Proprietor  
Membership No. 082422



*P. N. Baidya*  
P. N. Baidya  
Director  
DIN: 00294339

*D S Bhandari*  
D S Bhandari  
Director  
DIN: 00294082

Place: New Delhi  
Date : 03.09.2012

## Notes on financial statements for the year ended March 31, 2012

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Decorous Investment & Trading Co. Limited ("the Company") was incorporated on November 22, 1982 to Invest in shares, stock, debentures, securities, properties and to do the business of promoters, investment consultants etc. Certificate of Commencement of Business was issued on December 15, 1982.

### 1. Significant Accounting Policies

#### 1.1 Basis of preparation of financial statements

These financial statements are prepared on under the historical cost convention, in compliance in accordance with Generally Accepted Accounting Principles (GAAP) in India on accrual basis. GAAP Comprises accounting standards as specified in rule 3 of the Companies (Accounting Standards) Rules 2006, and the relevant provisions of the Companies Act, 1956 to the extent applicable. Accounting policies have been consistently applied.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956. Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

#### 1.2 Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, reported amount of assets and liabilities and disclosure relating to contingent assets and liabilities as of the date of the financial statements. Accounting estimate could change from period to period and actual results could differ from those estimates.

#### 1.3 Revenue recognition

Revenue is recognized on accrual basis. Dividend income is accounted for on receipt basis. Sale/purchase of securities is recognized on the basis of actual deliveries of securities.

#### 1.4 Investments

Securities, which are considered by management as investments, are valued at cost. Cost is determined on a weighted average basis. Transfer charges on securities purchased are added to the cost when paid. Earning from investments are accrued on declaration or receipt and the Tax deducted at Source thereon is treated as advance tax.

#### 1.5 Employee benefits

There was no person employed during the year.

#### 1.6 Foreign Currency Transactions

- |                                    |       |
|------------------------------------|-------|
| a. Expenditure in Foreign Currency | : NIL |
| b. Income in Foreign Currency      | : NIL |



## Notes on financial statements for the year ended March 31, 2012

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### 1.7 Taxes

There is no income tax liability under normal provisions or MAT calculation prescribed by the Income tax Act, 1961 and rules made thereunder as the company is having loss in current year and immediate previous year. Deferred Tax Assets/ Liabilities has not been recognized in the books of account, as per discussion with management it is not reasonably certain that there will be sufficient future Income to recover such deferred tax.

### 1.8 Cash and Cash Equivalents

Cash and cash equivalents comprise cash in hand and accounts with banks.



Notes on financial statements for the year ended March 31, 2012

2.1 Share Capital

Particulars	In ₹	
	2,012	2,011
	As at March 31	
<b>Authorised</b>		
Equity shares 12,50,000 (Previous year 12,50,000) of par value Rs.10/- each	12,50,000	12,50,000
	<u>12,50,000</u>	<u>12,50,000</u>
<b>Issued, Subscribed and Paid up</b>		
Equity shares 2,00,000 (Previous year 2,00,000) of par value Rs.10/- each fully paid up	2,00,000	2,00,000
Less : Unpaid allotment money	3,750	3,750
	<u>1,99,250</u>	<u>1,99,250</u>

The company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders shall be eligible to receive any of the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of the number of shares outstanding

Particulars	As at March 31st 2012		As at March 31st 2011	
	No. of shares	Value	No. of shares	Value
<b>EQUITY</b>				
Shares outstanding at the beginning of the year	200,000	2,00,000	200,000	2,00,000
<b>Shares outstanding at the end of the</b>	<u>200,000</u>	<u>2,00,000</u>	<u>200,000</u>	<u>2,00,000</u>

Shares in respect of each class in the company and shares held by shareholders holding more than 5% shares

Name of the company	Class of shares	% of holding	No. of shares As at March 31,	
			2,012	2,011
	Equity shares			
Aditya Estates Pvt Ltd		12.15	24300	24300
Duncan Macneill Const. & Dev. Ltd		8.40	16800	16800
Lord Inchape Financial Services Ltd		13.65	27300	27300
		<u>34.20</u>	<u>68,400</u>	<u>68,400</u>

2.2 Reserve and surplus

Particulars	As at March 31,	As at March 31,
	2,012	2,011
<b>Profit &amp; Loss Account</b>		
Balance in Profit & Loss Account - Opening	(1,795,801)	(1,802,325)
Add: Profit (loss) during the year	20,465	6,524
Balance in Profit & Loss Account - Closing	<u>(1,775,337)</u>	<u>(1,795,801)</u>

2.3 Long-term Borrowing

Particulars	As at March 31,	As at March 31,
	2,012	2,011
<b>Unsecured</b>		
Long term Loan from others	79,778	79,778
	<u>79,778</u>	<u>79,778</u>

2.4 Short-term Provision

Particulars	As at March 31,	As at March 31,
	2,012	2,011
Provision for Expenses	49,639	44,639
	<u>49,639</u>	<u>44,639</u>

2.5 Other current liabilities

Particulars	As at March 31,	As at March 31,
	2,012	2,011
Sundry Creditors	726,829	726,829
Intercompany Advances Received	131,799	122,678
Other Liabilities	73,500	60,500
	<u>932,128</u>	<u>910,007</u>



2.6 Investment		In ₹			
Particulars	Face Value	Quantity	As at March 31,	Quantity	As at March 31,
			2,012		2,011
<b>A) EQUITY SHARES (QUOTED)</b>					
Assam Company India Ltd	1	245,500	343,700	245,500	343,700
<b>B) EQUITY SHARES (UNQUOTED)</b>					
First & Second e.Com Pvt. Ltd	1	6,237,000	310,860	6,237,000	310,860
World Link Finance Ltd.	10	600,000	60,000	600,000	60,000
			<b>7,082,500</b>	<b>7,082,500</b>	<b>714,560</b>

Market value of Investment is Rs. 20,86,905/- in current year and Rs. 45,68,910/- in the previous year.

#### 2.7 Long term loans and advances

Particulars	As at March 31,	As at March 31,
	2,012	2,011
<b>Unsecured considered good</b>		
Advance Income taxes	338,367	338,367
	<b>338,367</b>	<b>338,367</b>

There is no loan and advance due by directors or officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies in which any director is a partner or a member.

#### 2.8 Trade Receivables

Particulars	As at March 31,	As at March 31,
	2,012	2,011
<b>Unsecured, considered good</b>		
Over Six Months	70,801	70,801
	<b>70,801</b>	<b>70,801</b>

#### 2.9 Cash and Cash equivalents

Particulars	As at March 31,	As at March 31,
	2,012	2,011
Cash on hand	17	1,122
Balance with banks	108,713	60,023
	<b>108,730</b>	<b>61,145</b>

#### 2.9 Short term loans and advances

Particulars	As at March 31,	As at March 31,
	2,012	2,011
<b>Unsecured, considered good</b>		
Short term loans and Advance to intercompany	50,000	50,000
	<b>50,000</b>	<b>50,000</b>





Notes on financial statements for the year ended March 31, 2012

		In ₹	
2.11 Other Income		As at March 31,	As at March 31,
Particulars	2,012	2,011	
Dividend received	49,240	49,100	
	<u>49,240</u>	<u>49,100</u>	

		As at March 31,	
2.12 Administrative & other expenses		2,012	2,011
Particulars	2,012	2,011	
Professional charges	8,120	4,870	
Auditor's remuneration			
Audit fee	2,000	2,000	
Marketing & advertising expenses	-	21,324	
Communication	2,150	1,245	
Printing and stationery	1,846	1,538	
Misc. Expenses	660	550	
Filing Fee	9,000	6,050	
Listing Fee	5,000	5,000	
	<u>28,776</u>	<u>42,577</u>	



Notes on financial statements for the year ended March 31, 2012

2.13 Related Party Disclosure

In Lacs ₹

a) Name of the Related Parties :		
Key Management Personnel	:	1. Sh. P.N. Baidya-Director 2. Sh. N. N. Prasad-Director 3. Sh. D S Bhandari- Director
Enterprises over which Key Management Personnel / Shareholders/ Relatives have significant influence		1. Buckingham Ind. Ltd 2. Duncan Macneill Const. & Dev. Ltd 3. P R Holdings Ltd 4. Jacks Aviation P Ltd 5. Dune Leasing & Finance Ltd 6. William Jacks & Co India Ltd 7. A C E C India Pvt. Ltd.
b) Transactions with Related Parties		
Nature of Transaction	Key Management Personnel	Enterprises over which Key Management Personnel/Shareholders/ Relatives have significant influence
Loan/Advances received	0.13 lacs	0.09 lacs
Loan/Advances paid	-	-
Loan/Advances recovered	-	-
Loans/Advances repaid	-	-
Balance outstanding as at the yr. end-Debit	-	1.21 lacs
Balance outstanding as at the yr. end-Credit	0.73 lacs	2.70 lacs

2.14 Earning Per Share

Basic earning per share is calculated by dividing the net profit / loss for the year attributable to equity Shareholders by weighted average number of equity shares outstanding during the year.

For calculating diluted earning per share, the net profit/loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all diluted potential equity shares.

The following is the computation of earnings per share :

Net profit as per P&L. A/C	20465
Weighted average number of shares outstanding	: 200000
Weighted average number of equity shares & potential equity share equivalents outstanding	200000
Nominal Value of share	10/- each
Basic earning per share	0.10
Diluted earning per share	0.10



## 2.15 Post Balance Sheet Events

Material events occurring after the Balance Sheet are taken into cognizance.

## 2.16 Loans & Advances

In the opinion of the Board all the Current Assets, Loans & Advances have a value on realization in ordinary course of business at least equal to the amount at which these are stated except stock of shares\debentures.

Certain loans/unsecured loans has been considered as Advances against shares to be purchased/sold.

## 2.17 Segment Reporting

There is no reportable income segment.

## 2.18 Previous year figures

The financial statements for the year ended March 31, 2011 had been prepared as per then applicable pre-revised Schedule VI to the Companies Act, 1956. Consequent to the notification of Revised Schedule VI under the Companies Act, 1956, the financial statements for the year ended march 31, 2012 are prepared as per Revised Schedule VI. Accordingly, the Previous year figures have also been reclassified to conform to this year's classification. the adoption of revised Schedule VI for the previous year does not impact recognition and measurement principles followed for the preparation of financial statements.

*Note: The notes referred to above are an integral part of the Balance Sheet*

As per our even report attached  
For Anuj Garg & Co.  
Chartered Accountants

Anuj Garg  
Proprietor  
Membership No. 082422



For Decorous Investment & Trading Co. Limited

P. N. Baidya  
Director  
DIN: 00294339

D S Bhandari  
Director  
DIN: 00294082

Place: Delhi  
Date : 03.09.2012

**DECOROUS INVESTMENT & TRADING CO. LTD**  
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2012

	CURRENT YEAR (Rs.)	PREVIOUS YEAR (Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before tax and extraordinary items	20,465	6,524
Other Income	(49,240)	(49,100)
<b>Operating profit before working capital changes</b>	<b>(28,775)</b>	<b>(42,577)</b>
(Increase)/Decrease in Loans & Advances	-	849
(Increase)/Decrease in other Receivables	-	5,370
Increase/(Decrease) in current liabilities	27,120	(12,025)
	-	(5,806)
<b>CASH FLOW GENERATED FROM OPERATIONS</b>	<b>(1,655)</b>	<b>(48,383)</b>
<b>Net cash used in operating activities (A)</b>	<b>(1,655)</b>	<b>(48,383)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Other income	49,240	49,100
<b>Net cash flow from investing activities (B)</b>	<b>49,240</b>	<b>49,100</b>
<b>NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B)</b>	<b>47,585</b>	<b>718</b>
<b>CASH AND CASH EQUIVALENTS</b>		
Beginning of the year	61,145	60,428
End of the year	108,730	61,145

As per our report of even date  
For Anuj Garg & Co.  
Chartered Accountants  
Membership No. 082422

(Anuj Garg)  
(Proprietor)



Place : New Delhi  
Dated : 03-09-2012

*(Signature)*  
(D S BHANDARI)  
(Director)

*(Signature)*  
(P N BAIDYA)  
(Director)