

17th ANNUAL GENERAL MEETING

ANNUAL REPORT

SCF 103, Chamber No. - 7,
First Floor, Phase-XI, Mohali

Day/Date : Saturday
29th September 2012

Time : 9:30 A.M.



DEVINE IMPEX LIMITED

SCF 103, Chamber No.-7, First Floor,
Phase-XI, (Mohali) Punjab

BOARD OF DIRECTORS

Mr. Parvesh Kumar Oberoi
Mr. Rohit Jain
Mr. Ajay K Arora
Mr. Sham Sunder Sharma
Mr. Vinay Kumar Sharma

Managing Director
Director
Director
Director
Director

AUDITORS

Datta Singla & Co.
Chartered Accountants
SCO 2935-36, Sector 22-C,
Chandigarh.

BANKERS

State Bank of Patiala

REGD. OFFICE

SCF 103, Chamber No. 7,
1st Floor, Phase XI,
SAS Nagar, Mohali.
Punjab.

REGISTRAR AND TRANSFER AGENT

Link Intime India Private Limited
A-40, 2nd Floor, Naryana Industrial Area,
Phase 2, Near Batra Banquet Hall,
New Delhi -28

NOTICE

Notice is hereby given that Seventeenth Annual General Meeting of M/S DEVINE IMPEX LIMITED will be held on Saturday, 29th September, 2012 at 9.30 A.M. at Registered office SCF 103, Chamber No. 7, 1st Floor, Phase XI, SAS Nagar, Mohali Punjab to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the company as on 31st March 2012 and statement of Profit and Loss during the year ended on that date along with the report of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Vinay Kumar Sharma who retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment.
3. To appoint a Director in place of Mr. Rohit Jain who retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for reappointment.
4. To appoint the Statutory Auditors of the company and in this regard to pass the following resolution as ordinary resolution:

“Resolved that M/s Datta Singla & Co, Chartered Accountant, the retiring Statutory Auditors of the company, be and are hereby reappointed as Statutory Auditors of the company from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting at a remuneration to be decided by the Board.”

For Board of Directors
M/S DEVINE IMPEX LTD.

DATE : 31st August 2012
PLACE : Mohali

(Parvesh Kumar Oberoi)
Managing Director

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote himself and such proxy need not to be the member of the company.
2. Proxies in order to be effective must be received by the company at its Registered Office not less than 48 hours before the meeting.
3. Members are requested to notify any change of address in their registered address.
4. Members are requested to bring the copy of annual report and attendance slip duly filled in the meeting.
5. Register of members and register of transfer will remain closed from 27th September 2012 to 29th September 2012 both days inclusive.
6. Explanatory statement pursuant to section 173 of the Companies Act, 1956 is attached.

IMPORTANT COMMUNICATION TO MEMBERS

The Ministry of Corporate Affairs has, pursuant to its Green Initiative in the Corporate Governance, allowed paperless compliances by companies. It has issued circulars allowing the companies to service notice/documents including Annual Report by email to its members. We request the shareholders, who have not registered their email addresses so far, may, as a support to this initiative, register their email addresses, in respect of electronic holdings, with the Depository through their respective Depository Participant. Members who hold shares in physical mode are requested to register their email address with Link Intime India Private Limited, New Delhi, the share transfer agent of the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173 OF COMPANIES ACT 1956

LISTING AGREEMENT

As required under Clause 49 (IV) G of the Listing Agreement, given below are the details of the Directors who retire by rotation and are eligible for re-appointment:

ITEM NO. 2 & 3

- A.**
- | | |
|------------------------|---|
| Name | : Mr. Rohit Jain (05.02.1977) |
| Age | : 35 years |
| Qualification | : Graduate |
| Expertise | : He is in the business of gems and jewelry for last more than a decade. |
| Other Directorships | : Tiara Jewels Private Limited
J.J.Infrastructures Limited
Daya Hotels Private Limited. |
| Committee membership | : Audit committee, Shareholders Grievances Committee |
| Shareholding in the co | : 395200 |
- B.**
- | | |
|------------------------|---|
| Name | : Mr. Vinay Kumar Sharma |
| Age | : 34 years (Date of Birth : 17.04.1978) |
| Qualification | : Graduate |
| Expertise | : He is a marketing expert and has experience of more than eight years. |
| Other Directorships | : Nil |
| Committee membership | : Shareholder Grievances Committee, Remuneration Committee |
| Shareholding in the co | : 40500 |

DIRECTOR'S REPORT

Your Directors are pleased to present their Seventeenth Annual Report for the financial year ended on 31st March 2012.

FINANCIAL RESULTS:

(Amount in Lacs)

PARTICULARS	31 st March 2012 (Consolidated)	31 st March 2012 (Standalone)	31 st March 2011 (Consolidated)	31 st March 2011 (Standalone)
Sales	1997.35	284.89	1828.08	150.94
Profit/(loss) before int, dep & tax	280.39	17.35	243.20	(1.30)
Interest	158.76	0.02	119.05	0.02
Profit/(loss) before dep & tax	121.63	17.33	124.15	(1.32)
Depreciation	12.43	0.16	11.90	0.02
Profit/(loss) before tax	109.20	17.17	112.25	(1.34)
Tax	33.51	5.35	37.94	0
Net Profit/(loss) after tax	75.69	11.82	74.30	(1.34)

BUSINESS PERFORMANCE:

During the financial year ending 31st March 2012, the net sales and net profit of the company have shown marginal improvement as compared to last year's figures. The consolidated sales for the current year has risen by 9.26 % as compared to last year's sales and consolidated net profit for current year has risen by 1.87% as compared to last year's net profit. The business of the company has felt a downslide in recent past because of adverse policies of the Govt and higher inflation rate. The management is hopeful that the demand of the jewelry items will improve in near future.

DIVIDEND:

Keeping in view the fund requirements for the expansion of business activities, the directors have not recommended any dividends.

FIXED DEPOSIT

The Company has not accepted any deposit from the public with in the meaning of section 58-A of the Companies Act, 1956.

DIRECTORS:

Mr. Rohit Jain and Mr. Vinay Kumar Sharma, Directors of the company who retire at the ensuing Annual General Meeting and being eligible offer themselves for reappointment. Mr. Parvesh Kumar Oberoi and Mr. Vinay Kumar Sharma were appointed as additional directors during the financial year. Mr. Parvesh Kumar Oberoi was appointed as Managing Director during the current financial year and Mr. Vinay Kumar Sharma was regularized as director liable to retire by rotation. Mr. Jawahar Lal Jain, Mrs. Manju Jain and Mr. Neeraj Jain Directors of the company have resigned from the directorship during the financial year

LISTING:

The company is listed with Bombay Stock Exchange Limited, Ludhiana Stock Exchange and Delhi Stock Exchange. It is regular in payment of listing fees and complying with various listing requirements.

AUDITORS:

M/s Datta Singla & Co, Chartered Accountants hold office until the conclusion of the ensuing Annual General Meeting and are recommended for re-appointment. The company has received a letter from them that their appointment if made will be within the limits as prescribed in the section 224 (1B).

CORPORATE GOVERNANCE REPORT:

As required under clause 49 of Listing Agreement the Corporate Governance Report along with Auditors certificate regarding compliance of conditions of corporate governance report is enclosed.

AUDIT COMMITTEE :

Pursuant to provisions of section 292A and Listing Agreement the company has constituted the audit committee. Following are the members of Audit committee:

1. Mr. Ajay K Arora
2. Mr. Rohit Jain
3. Mr. Sham Sunder Sharma

AUDITORS REPORT:

Observation in the Auditor's report are dealt with in the notes to the Accounts and being self explanatory needs no further explanation.

PARTICULARS OF EMPLOYEES

None of the employees is covered Under Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules ,1975 as amended.

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

The company is engaged in the business of trading. Considering the nature of business the provisions relating to conservation of energy and technology absorption are not applicable. The company has not incurred any expenditure or earned any income in the foreign currency during the financial year.

SUBSIDIARY COMPANIES:

Tiara Jewels Private Limited is a subsidiary company of Devine Impex Limited. The company is regular in complying with the provisions of Companies Act, 1956 and Listing Agreement relating to subsidiary company.

DIRECTORS RESPONSIBILITY STATEMENT :

As required u/s 217 (2AA) of the companies Act ,1956 the Directors states that :

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

ACKNOWLEDGEMENT

The Board expresses its deep gratitude and thanks to its clients, bankers, associates and shareholders for their valuable contributions towards growth of the company. Your directors particularly wish to place on record their sincere appreciation for the best efforts put in by the employees towards upliftment of the company.

For Board of Directors
M/S DEVINE IMPEX LIMITED

DATE : 31st August 2012
PLACE : Mohali

Sd/-
CHAIRMAN

CORPORATE GOVERNANCE REPORT :

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE :

Corporate Governance is the combination of voluntary practice and compliance of laws and regulations leading to effective control and management of the affairs of the company. The company believes that good corporate governance contemplates the corporate actions, balance the interest of all stockholders and satisfy the tests of accountability, transparency and fair play. The company gives high priority to core value and ethics and believes that all its operations and actions must be directed towards overall share holder value.

2. BOARD OF DIRECTORS :

The constitution of the board of directors of the company is in compliance with clause 49 of the listing agreement. At present the Board of Directors of the company consists of five directors out of which three are independent directors. Mr. Rohit Jain is the Chairman of the company, who is a non executive director. During the financial year ending 31st March 2012 Mr. Neeraj Jain resigned from the designation of Managing Director. Mr. Parvesh Kumar and Mr. Vinay Kumar Sharma were appointed as additional directors during the financial year ending 31st March 2012. Mr. Parvesh Kumar Oberoi was appointed as Managing Director during the current financial year and Mr. Vinay Kumar Sharma was regularized as director liable to retire by rotation. Mr. Jawahar Lal Jain, Mrs. Manju Jain and Mr. Neeraj Jain Directors of the company have resigned from the directorship during the financial year. None of the independent director has any material pecuniary interest in the company. All the directors of the company are qualified and possess vast experience in the field of trading, marketing, finance and other related activities. The company has hold six Board meetings during the financial year. The gap between any two board meetings is not more than four months. The members of Board have access to all the information of the company. The minutes of meetings of directors are properly recorded and entered in the minutes book within 30 days of end of each meeting.

The details of directors attendance in Board meetings and last Annual General Meeting along with details of other directorship is given below.

Name of the Director	Category	No. of Board Meetings attended	Attendance at last AGM	No. of other directorships
Jawahar Lal Jain (*)	Chairman	6	Yes	3
Mr. Neeraj Jain (*)	Managing Director	6	Yes	3
Mr. Rohit Jain	Promoter Director	6	Yes	3
Ms. Manju Jain (*)	Promoter Director	4	Yes	Nil
Mr. Ajay K Arora	Independent Director	4	Yes	5
Mr. Sham Sunder Sharma	Independent Director	3	No	Nil
Mr. Parvesh Kumar Oberoi(**)	Managing Director	Nil	No	Nil
Mr. Vinay Kumar Sharma(**)	Director	Nil	No	Nil

(*) Resigned from directorship of the company w.e.f. 2nd March 2012.

(**) Inducted in the Board w.e.f. 2nd March 2012.

3 AUDIT COMMITTEE :

The Audit committee comprises of three directors namely Mr. Ajay K Arora, Mr. Rohit Jain and Mr. Sham Sunder Sharma. Mr. Ajay K Arora is Chairman of Audit Committee. All members of audit committee are financially literate.

The Board has defined the scope of Audit committee to cover the all areas provided in Companies Act, 1956 and Listing Agreement with the Stock Exchange. The terms of reference of the Audit Committee are given below :

(a) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

(b) Recommend the appointment, reappointment and replacement of auditors.

(c) Recommending and approval of payments of statutory auditors for various assignments.

(d) Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:

- i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (2AA) of section 217 of the Companies Act, 1956
- ii. Changes, if any, in accounting policies and practices and reasons for the same
- iii. Major accounting entries involving estimates based on the exercise of judgment by management
- iv. Significant adjustments made in the financial statements arising out of audit findings.
- v. Compliance with listing and other legal requirements relating to financial statements.
- vi. Disclosure of any related party transactions
- vii. Qualifications in the draft audit report.

(e) Reviewing, with the management, the quarterly financial statements before submission to the board for approval

(f) Reviewing, with the management, the statement of uses / application of funds raised through public issue, rights issue, preferential issue, etc.

(g) Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.

- (h) Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- (i) Discussion with internal auditors on any significant findings and follow up there on.
- (j) Reviewing the findings of internal investigations by the internal auditors into the requisite matters
- (k) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain area of concern.
- (l) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- (m) Discussion with internal auditors of any significant findings and follows up thereon.

Details of meeting of Audit Committee

Name of the Members of Audit committee	No. of meetings held	No. of Meetings attended
Mr. Ajay K Arora	4	4
Mr. Rohit Jain	4	4
Mr. Sham Sunder Sharma	4	4

The gap between two meetings of the audit committee is not more than four months.

4. SHAREHOLDERS/INVESTORS GRIEVANCES/ SHARE TRANSFER COMMITTEE:

The shareholders grievances committee has been reconstituted as previous members Mr. Jawahar Lal Jain and Mr. Neeraj Jain have resigned from the directorship of the company. Now the members of reconstituted committee are as follow:

Mr. Parvesh Kumar Oberoi
 Mr. Rohit Jain
 Mr. Mr. Vinay Kumar Sharma

Mr. Parvesh Kumar Oberoi is the Chairman of the new committee.

Meetings of the committee were regularly held under the chairmanship of Mr. Jawahar Lal Jain during the financial year. The committee met to approve the transfer of shares and to redress the shareholders grievances. The share certificates submitted for dematarlisation were also approved by the committee. Some shares of the company are in physical form. No transfers and complaints were pending as on 31/03/2012.

5. REMUNERATION COMMITTEE

The Company has re-constituted the Remuneration Committee of the company. Mr. Sham Sunder Sharma, Mr. Ajay Arora and Mr. Vinay Kumar Sharma are the members of the new committee. Mr. Sham Sunder Sharma is the chairman of the committee. One meeting of the remuneration committee was convened during the financial year. The company is not paying any remuneration to any director of the company.

Brief information on the Directors proposed for reappointment

Mr. Rohit Jain and Mr. Vinay Kumar Sharma, Directors of the company are liable to retire by rotation and being eligible, they have offered themselves for reappointment.

Mr. Rohit Jain is a Graduate. He has rich experience of more than a decade to his credit in the business gems and jewels

Mr. Vinay Kumar Sharma is a graduate. He is in the filed of marketing for last 7 years.

Details of Annual/Extra Ordinary General Meeting :

YEAR	DATE OF AGM	TIME	PLACE
2008-2009	31 st August 2009	11.00 a.m	Hotel Amaltas, G.T.Road, Near Jalandhar Bye Pass, Ludhiana
2009-2010	30 th September 2010	9.15 a.m.	SCF 103, Chamber No 7, 1 st Floor, Phase XI, SAS Nagar, Mohali
2010-2011	30 th September 2011	9.30 a.m.	SCF 103, Chamber No 7, 1 st Floor, Phase XI, SAS Nagar, Mohali

The company has not convened any extra ordinary general meeting during the year. No special resolution was passed in the annual general meeting convened in last three financial years. No resolution was passed through postal ballot in the previous financial year.

Disclosures

(a) Transactions with related party:

The company has not entered into any materially significant related party transactions during the period under review that may have potential conflict with the interest of the company.

(b) Accounting treatment

In preparation of the financial statements the company has followed the accounting standards issued by Institute of Chartered accountants of India and has applied the standard accounting policies.

(c) Penalties and Non Compliances

There have been no instances of any penalties imposed on the company on any matter relating to the capital market. The Board receives a certificate of compliance of the applicable laws from the Managing director in every Board meeting.

The company has one subsidiary i.e. Tiara Jewelers Private Limited.

Means of Communication

The communication with the shareholders at large is through annual report, publication of quarterly results and press releases in newspaper. The company send annual reports to all the shareholders. The notices of convening of general meetings are also published in the newspaper. The Board of directors approves the quarterly results within 45 days of end of each quarter. The financial results are being sent to stock exchange through courier, internet and fax. Unaudited quarterly results are also regularly published in the newspaper papers in accordance with the requirement of the listing agreement.

Share holder information :

- a. Annual General Meeting : 29th September 2012 at 9.30 a.m.
SCF 103, Chamber No. 7,
1st Floor, Phase XI,
SAS Nagar, Mohali Punjab.

b. Date of book closure is from 27th September 2012 to 29th September 2012.

c. Bombay Stock Exchange Assn Limited
Ludhiana Stock Exchange Assn Limited
Delhi Stock Exchange Limited

d. Stock Exchange Code : 531585

e. The company is regularly in paying the annual listing fees of all the exchanges. Month wise High and Low prices of one equity shares at Bombay stock exchange during the financial year ending 31st March 2012.

MONTH	HIGH PRICE	LOW PRICE
April 2011	14.56	10.86
May 2011	14.00	12.01
June 2011	16.53	13.36
July 2011	17.06	13.61
August 2011	19.20	15.30
September 2011	19.75	14.95
October 2011	19.05	16.40
November 2011	18.05	14.30
December 2011	23.75	15.80
January 2012	24.15	17.00
February 2012	20.65	15.65
March 2012	16.00	9.90

Shareholding Pattern as on 31st March 2012

Category	No of shareholders	%age	No. of shares
Promoters	7	64.18	3294086
Bodies Corporate	52	4.32	221501
Public	868	31.15	1598846
Mutual Fund	1	.04	2200
Others	11	.31	15567

f. REGISTRAR AND TRANSFER AGENT

Link Intime India Private Limited
A 40, 2nd Floor, Narayana Industrial Area,
Phase 2, Near Batra Banquet Hall,
New Delhi-28.

CORPORATE GOVERNANCE CERTIFICATE

TO THE MEMBERS OF DEVINE IMPEX LIMITED

We have examined the compliance of conditions of corporate Governance by DEVINE IMPEX LIMITED for the year ended 31st March 2012 as stipulated in clause 49 of the listing agreement of the said company with the stock exchange.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereto, adopted by the company for ensuring the compliance of conditions of the corporate governance. It is neither an audit nor an expression of opinion on financial statements of the company.

In our opinion and to the best of our information and according to the examinations given to us we certify that the company has complied with the conditions of corporate governance as stipulated in the above mentioned listing agreement except for appointment of one independent director on the board of subsidiary company (Clause 49 A(III)).

We State that no investor grievance is pending for a period exceeding one month against the company as per the records maintained by the company.

We further state that such compliance is neither an assurance to future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company

Date : 31/08/2012
Place : Mohali

Sd/-
Kanwaljit Singh

Company Secretary

MANAGEMENT DISCUSSION AND ANALYSIS

I) INDUSTRY STRUCTURE & DEVELOPMENT:

The gems and jewelry industry has an important role in the Indian economy. India has the distinction of being one of the first countries to introduce diamonds to the world. India is the largest market for gold jewelry in the world. Gold dominates the Indian jewelry market and formulates almost 80 per cent of the market share, which is followed by fabricated studded jewelry including diamond and gemstones. India has emerged as the largest cutting and polishing industry for diamonds in the world.

(II) OPPORTUNITIES, THREATS AND RISKS:

India is one of the largest exporters of gems and jewelry. India is the diamond polishing capital of the world as highly skilled work force is available in India at very low cost. Besides this India is the most technically equipped country for the polishing of the diamond and other precious metals.

But of lately there are few policies which have been introduced by the Govt because of which this sector was felt some unrest. Besides this the rise in inflation has shrunked the purchasing power of the consumer. The political uncertainty has also shown its adverse impact on the industry.

III) OUTLOOK :

India possesses world's most competitive gems and jewellery market due to its low cost of production and availability of skilled labour. Currently, the industry is growing at a tremendous rate on the back of growing demand and increasing consumer preference. With various government efforts and incentives coupled with private sector initiatives, Indian gems and jewelry sector is expected to grow at a CAGR of around 13% during 2011 - 2013. At present, Indian gems and jewelry market is dominated by the unorganized sector; however, the trend is set to change in near future due to the growing acceptance of branded jewellery market.

(V) INTERNAL CONTROL SYSTEM:

The company has effective and adequate internal control system. All the assets of the Company are properly safeguarded and used to their optimum capacity. The system is reviewed and updated by the management periodically. The finding and suggestions of internal control are reviewed by the Board of Directors & Audit Committee and they make sure that internal controls are properly complied with.

(VI) HUMAN RESOURCES AND INDUSTRIAL RELATION:

The company is maintaining very cordially relations with all concerned people. With the change in management, new faces have been inducted in the company. Recruitments have been done as per the requirement. The relations with banks and other statutory departments are also very cordial.



To
The Members
DEVINE IMPEX LIMITED

We have audited the attached Balance Sheet of Devine Impex Limited as at 31st March, 2012, Statement of Profit and Loss and 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.

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 the Companies (Auditor's Report) Order, 2003 issued by the Ministry of Corporate Affairs in terms of Section 227 (4A) of the Companies Act, 1956 we enclose in the annexure a statement on the matters specified in paragraph 4 & 5 of said order:
3. Further to our comments in the annexure referred to in paragraph (1) above, we report that: -
 - a) We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose 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 the books.
 - c) The Balance Sheet and the Statement of Profit and Loss dealt with by this report are in agreement with the books of accounts.
 - d) In our opinion, the Balance Sheet and the Statement of Profit and Loss comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956, subject to Notes on Accounts.

- e) As per information and explanation given to us, none of the directors of the company is disqualified from being appointed as a Director in terms of clause (g) of subsection (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, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view.
- i) In the case of the Balance Sheet of the State of Affairs of the Company as at 31st March, 2012 and
 - ii) In the case of Statement of Profit and Loss, of the Profit of the Company for the year ended on that date.
 - iii) In the case of Cash Flow Statement, of the Cash Flows for the year ended on that date.

FOR DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
FIRM REGN. NO. 006185N

Sd/-
MOHIT CHAWLA
PARTNER
M. NO. 504889

Place : Chandigarh
Dated : 31.08.2012

ANNEXURE REFERRED TO IN PARAGRAPH 2 OF OUR REPORT TO THE MEMBERS OF DEVINE IMPEX LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH 2012.

1 In respect of its Fixed Assets:

- (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals during the year under review and no material discrepancies were noticed in the said verification.
- (c) During the year, the Company has not disposed off substantial part of the its fixed assets.

2 In respect of its Inventory:

- (a) Physical verification of inventory has been conducted by the management during the year and in our opinion, the frequency of verification was reasonable.
- (b) In our opinion, the procedures of physical verification of inventory followed by the management are adequate in relation to the size of the company and the nature of its business.
- (c) On the basis of our examination of the inventory records, in our opinion, the company is maintaining proper records of inventory. As explained to us, the discrepancies noticed on physical verification between the physical stocks and the book records were not material and have been properly dealt with in the books of accounts.

3.(a)i. The Company has granted unsecured loans to its 100% Subsidiary Company, listed in the register maintained under Section 301 of the Companies Act 1956. The yearend balance of such loan was Rs. 239.05 lacs (Previous year Rs. 149.64 lacs), maximum amount involved during the year was Rs. 241.21 lacs (Previous year Rs. 149.64 lacs).

ii. In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions of such loan are not prima facie prejudicial to the interests of the Company.

iii. As there is no stipulation regarding repayment of this loans, we are unable to comment whether payment of the principal amount and interest are regular or not.

b) In our opinion and according to the information and explanations given to us, the Company has not accepted unsecured loans from parties ~~listed in the~~ register maintained under Section 301 of the Companies Act 1956.

- 4 In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of raw materials and plant & machinery, and also for the sale of goods and services. Further, on the basis of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
- 5 (a) In our opinion and according to the information and explanation given to us, the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 have been entered in the register required to be maintained under that section.

(b) In our opinion and according to the information and explanation given to us, the transactions made in pursuance of contracts and arrangements referred to in point (a) above and exceeding the value of Rs. 5 lakh with any party during the year, have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time except for the purchases of certain items of inventories which are for Company's specialized requirements and similarly for sale of certain goods for the specialized requirements of the buyers and for which suitable alternative sources are not available to obtain comparable quotations. However, on the basis of information and explanations provided, the same appear reasonable.
6. In our opinion and according to the information and explanations given to us, the Company has not invited any deposits from public attracting the provisions of sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975.
- 7 In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
- 8 The Central Government has not prescribed maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956.
- 9(a) The Company has been regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, customs duty, service tax, excise duty, cess and other material statutory dues as applicable with the appropriate authorities in India and has generally been regular in depositing undisputed statutory dues including tax deducted at source with the appropriate authorities. We are informed that there are no undisputed statutory dues as at the end outstanding for a period of more than six months from the date they became payable.

- (b) According to the information and explanation given to us and records of the Company examined by us, there are no dues of Income Tax, Service Tax, Wealth Tax, Sales Tax, Customs Duty and Excise Duty/Cess, which are outstanding as at 31st March, 2012, and have not been deposited on account of any dispute, which are outstanding for a period exceeding six months from the date they became payable.
- 10 The Company has accumulated losses of Rs. 43.24 lacs as at 31st March 2012 but these are less than 50% of its net worth. The Company has not incurred cash losses during the current financial year but there were cash losses in the immediately preceding financial year.
- 11 According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the balance sheet date.
- 12 The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13 The Company is not a chit fund or a nidhi or a 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 The Company is dealing and trading in shares, securities, debentures and other investments and has maintained proper records of sale and purchase of securities, shares, debentures and investment. The investments are held by the company in its own name except to the extent exempted under section 49 of the Act.
- 15 In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- 16 In our opinion and according to the information and explanations given to us, on an overall basis, the company has not availed of any term loan and hence there is no requirement for compliance of term loans having been applied for the purposes for which they were obtained.
- 17 According to the information and explanation given to us and based on overall examination of the balance sheet and cash flow statement of the Company, we report that no funds raised on short-term basis have been used for long term investment other than temporary deployment pending application.
- 18 During the year, the Company has not made any preferential allotment of shares to parties, firms and companies covered in the register maintained under section 301 of the Companies Act, 1956.

- 19 The Company has not issued any debentures during the year and there are no debentures outstanding as at the year end.
- 20 The Company has not raised any money by way of public issue during the year.
- 21 During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

FOR DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
FIRM REGN. NO. 006185N

Place : Chandigarh
Dated : 31.08.2012

Sd/-
MOHIT CHAWLA
PARTNER
M. NO. 504889

PARTICULARS	Note No.	AS AT 31.03.2012	AS AT 31.03.2011
EQUITY AND LIABILITIES			
Shareholders' Fund			
Share Capital	2.1	52,172,000	52,172,000
Reserves & Surplus	2.2	(4,316,879)	(5,499,376)
(A)		47,855,121	46,672,624
Non-Current Liabilities			
Long Term Borrowings		-	-
Deferred Tax liabilities (Net)	2.3	6,400	-
(B)		6,400	-
Current Liabilities			
Short Term Borrowings		-	-
Trade Payables		-	-
Other Current Liabilities	2.4	249,931	161,160
Short Term Provisions	2.5	313,317	-
(C)		563,248	161,160
EQUITY AND LIABILITIES (A+B+C)			
		48,424,769	46,833,784
ASSETS			
Non-Current Assets			
Fixed Assets :			
Tangible Assets	2.6	148,321	14,894
Non-Current Investments	2.7	16,900,000	16,900,000
Long-Term Loans & Advances	2.8	25,027,589	16,085,653
Other Non Current Assets	2.9	14,700	14,700
(D)		42,090,610	33,015,247
Current Assets			
Current Investment	2.10	-	1,486,615
Inventories	2.11	4,942,210	11,228,399
Trade Receivables		-	-
Cash and Cash Equivalents	2.12	987,303	570,096
Short Term Loans and Advances	2.13	30,856	159,637
Other Current Assets	2.14	373,790	373,790
(E)		6,334,159	13,818,537
ASSETS (D+E)			
		48,424,769	46,833,784
Significant Accounting Policies			
Notes on Financial Statements			
	1		
	2		

For Devine Impex Limited

In terms of our report of even date
For DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. 006185N

Sd/-
Director

Sd/-
Director

Sd/-
(Mohit Chawla)
Partner
M. No. 504889

Place : Chandigarh
Dated : 31.08.2012

PARTICULARS	Note No.	YEAR ENDED	YEAR ENDED
		31.03.2012	31.03.2011
Income			
Revenue from Operations	2.15	28,489,016	15,094,269
Other Income	2.16	2,156,820	737,896
Total Revenue		30,645,836	15,832,165
Expenses			
Purchases of Stock-in-Trade		21,056,159	17,914,356
Changes in Inventories of Stock In Trade	2.17	6,286,189	(3,229,855)
Employee Benefits Expense	2.18	62,400	62,400
Finance Costs	2.19	1,976	2,183
Depreciation and Amortisation Expense	2.6	16,573	2,323
Other Expenses	2.20	1,504,643	1,214,353
Total Expenses		28,927,940	15,965,760
Profit (Loss) Before Tax		1,717,895	(133,595)
Tax Expense :			
Current Tax		528,999	-
Deferred Tax		6,400	-
Profit/(Loss) After Tax transferred to Reserves & Surplus		1,182,496	(133,595)
Earnings Per Equity Share :			
Basic		0.23	(0.03)
Diluted		0.23	(0.03)
Significant Accounting Policies	1		
Notes on Financial Statements	2		

For Devine Impex Limited

In terms of our report of even date
For DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. 006185N

Sd/-
DirectorSd/-
DirectorSd/-
(Mohit Chawla)
Partner
M. No. 504889Place : Chandigarh
Dated : 31.08.2012

Cash Flow Statement For The Year Ended 31st March 2012

(Amount in Rs.)

Particulars	Year Ended 31st March 2012	Year Ended 31st March 2011
A. Cash flow from operating activities:		
Profit For The Year Before Tax and Prior Period Items	1,717,895	(133,595)
Adjustments for :		
Depreciation and Amortisation	16,573	2,323
Non Operating Income	(2,156,820)	(737,896)
Loss on sale of Investments	740,015	846,075
Operating Profit Before Prior Period Items And Working Capital Changes	317,663	(23,093)
Adjustment For Prior Period Income/(Expense)	-	(3,850)
Operating Profit Before Working Capital Changes	317,663	(26,943)
Adjustments for:		
(Increase)/Decrease in Current Assets	6,414,970	(3,303,645)
Increase/(Decrease) in Current Liabilities	88,771	(638,978)
Cash Generated From Operations	6,821,404	(3,969,565)
Income Tax Paid	215,682	-
Net Cash From Operating Activities	6,605,722	(3,969,565)
B. Cash Flow From Investing Activities:		
Purchase Of Fixed Assets/ Capital Work-in-Progress	(150,000)	-
Sale of Investments	746,600	11,592,310
Non Operating Income	2,156,820	737,896
Long Term Loans and Advances	(8,941,936)	(13,276,661)
Net Cash (Used)/Generated In Investing Activities	(6,188,516)	(946,455)
C. Cash Flow From Financing Activities:		
Net Cash (Used)/Generated In Financing Activities	-	-
Net Increase/(Decrease) in Cash And Cash Equivalents (A) + (B) + (C)	417,206	(4,916,020)
Opening Cash And Cash Equivalents	570,097	5,486,117
Closing Cash And Cash Equivalents	987,303	570,097

For Devine Impex Limited

In terms of our report of even date
for **DATTA SINGLA & Co.**
Chartered Accountants
Firm Regn. No. 006185N

Sd/-
DirectorSd/-
DirectorSd/-
(Mohit Chawla)
Partner
M. No. 504889

Place : Chandigarh

Dated : 31.08.2012

DEVINE IMPEX LIMITED

SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF ACCOUNTS

- (a) The financial statements have been prepared and presented to comply with the historical cost conventions in accordance with the Indian Generally Accepted Accounting Principles (GAAP), mandatory Accounting Standards referred to in the Companies (Accounting Standards) Rule, 2006 issued by the Central Government in exercise the power conferred under sub-section (1) (a) of section 642 read with sub section (3C) of section 211 and sub section (1) of section 210A to the extent applicable and the provisions of The Companies Act, 1956 and on the basis of going concern.
- (b) The company follows accrual method of accounting.

1.2 USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

1.3 FIXED ASSETS AND DEPRECIATION

- (a) Fixed Assets have been stated at original cost, inclusive of inward freight, incidental expenses related to acquisition, financing cost till commencement of commercial production and related pre-operative expenses, less depreciation, while arriving at original cost.
- (b) Depreciation on Fixed Assets has been provided on straight line method as per rates prescribed under Schedule XIV to the Companies Act 1956.

1.4 IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

1.5 ACCOUNTING FOR GOVERNMENT GRANTS

Government Grants related to specific fixed assets are accounted for on receipt basis. Grants received are deducted from the gross value of fixed assets concerned in arriving at their book value.

Grants related to specific expense are booked on accrual basis and deducted from the related expense.

1.6 BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the statement of Profit and Loss.

1.7 FOREIGN CURRENCY TRANSACTIONS

- (a) Foreign currency transactions are recorded on initial recognition at the rate prevailing on the date of the transaction.
- (b) Foreign currency monetary items are reported using the closing rate. Exchange differences arising on the settlement of monetary items or on reporting the same at the closing rate as at the balance sheet date are recognized as income or expense in the period in which they arise except in the case of liabilities incurred for the purpose of acquiring the fixed assets from outside India in which such exchange differences are adjusted in the carrying amount of fixed assets.
- (c) The premium or discount arising at the inception of forward exchange contracts is amortised as an expense or income over the life of the contract. Exchange difference on such a contract is recognized in the statement of profit and loss in the reporting period in which the exchange rates change. Profit or Loss arising on cancellation or renewal of such contracts is recognized as income or expense in the period in which such profit or loss arises.

1.8 INVENTORIES

Inventories are valued at cost or market value whichever is lower, as certified by the management.

1.9 REVENUE RECOGNITION

Revenue is recognized to the extent that it can be reliably measured and is probable that the economic benefits will flow to the Company.

1.10 INVESTMENTS

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other Investments are classified as Long term Investments. Current Investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are stated at cost, diminution in the value of long term investments is provided only when decline is other than temporary in the opinion of the management.

1.11 ACCOUNTING FOR TAXES ON INCOME

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from timing difference between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on balance sheet date.

1.12 LEASES

Leases, where the lessor retains substantially all the risks and benefits of the ownership of the leased item are classified as operating leases. Lease rentals for assets taken on operating lease are charged to the statement of profit and loss in accordance with Accounting Standard 19 on leases.

1.13 EMPLOYEE BENEFITS

Employee benefits payable fully within twelve months of rendering the service are classified as short term employee benefits and are recognized in the period in which the employee renders the related service.

1.14 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

1.15 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2012

DEVINE IMPEX LIMITED			
(Amount in Rs.)			
Note	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
	CAPITAL		
	Authorised Equity Share Capital 60,00,000 Equity Shares of Rs.10/- each	60,000,000	60,000,000
		60,000,000	60,000,000
	Issued & Subscribed Share Capital 52,51,400 Equity Shares of Rs.10/-each	52,514,000	52,514,000
		52,514,000	52,514,000
	Paid up Share Capital 51,32,200 Equity Shares of Rs.10/-each fully paid up	51,322,000	51,322,000
	Add : Amount paid up on 1,19,200 Forfeited Shares	850,000	850,000
		52,172,000	52,172,000
2.2	RESE.		
	Profit & Loss Account :		
	Opening Balance	(5,499,376)	(5,361,931)
	Add: Profit for the Year transferred from the Statement of Profit & Loss	1,182,496	(133,595)
		(4,316,879)	(5,495,526)
	Less: Prior Period Expenses	-	3,850
	Balance transferred to Balance Sheet	(4,316,879)	(5,499,376)

Rs.)			
Note No.	PARTICULARS	AS AT 2012	AS AT 31.03.2011
	(A) Deferred Tax Liabilities arising on account of : Depreciation	20,821	-
		20,821	-
	(B) Deferred Tax Assets Arising On Account Of : Unabsorbed Depreciation/Business Loss For Tax Purposes	-	-
	TOTAL	-	-
	NET DEFFERED TAX LIABILITY (ASSETS) (B-A)	20,821	-
	Tax Impact on Above	6,400	-
2.4	Other C		
	Other Payables	249,931	161,160
		249,931	161,160
	Provision for Income Tax (Net of Advance Tax & TDS)	313,317	-
		313,317	-

EMPEX LIMITED

DEVI

TANGIBLE ASSETS AT 31ST MARCH 2012

Note 2.6

(Amount in Rs.)

PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	AS AT 01.04.2011	ADDITIONS	Sale	AS AT 03.2011	FOR THE YEAR	ADJUSTMENT DURING THE PERIOD	AS AT 03.2012	AS AT 31.03.2011
Car	-	150,000	-	150,000	14,250	-	135,750	-
Furniture & Fixture	20,109	-	-	20,109	1,273	-	2,880	4,153
Office Equipment	22,100	-	-	22,100	1,050	-	9,691	10,741
Total	42,209	150,000	-	192,209	16,573	-	148,321	14,894
Previous Year	42,209	-	-	24,992	2,323	-	14,894	17,217

(Amount in Rs.)

Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
	Trade Investment Unquoted Shares in 100% Subsidiary Company Tiara Jewels Pvt. Ltd. - 87,00,000 equity shares of Rs. 10/- each fully paid up	16,900,000 16,900,000	16,900,000 16,900,000
2.8	Long-Term		
	Unsecured, considered good Loans to Related Parties (Subsidiary Company) Other Loans & Advances	23,905,244 1,122,345 25,027,589	14,964,106 1,121,547 16,085,653
2.8	Other Non-current Assets		
	Security Deposits	14,700 14,700	14,700 14,700
	Investment		
	Non Trade Investment Unquoted Subh Exim Limited - Nil (Previous Year 47,600 Equity Share Of Rs. 10 each Fully Paid Up) Share Application Money Pending Allotment	- - -	1,086,615 400,000.00 1,486,615.00

Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
2.11	Stock In Trade	4,942,210	11,228,399
		4,942,210	11,228,399
	Cash and Cash Equivalents		
	Balances with Banks	539,881	7,609
	Cash in hand	447,422	562,487
		987,303	570,096
	Balances with Revenue Authorities	30,856	57,972
	Prepaid Expenses	-	101,665
		30,856	159,637
2.14	Other		
	Income Tax Refund Due	73,790	73,790
	Other Recoverables	300,000	300,000
		373,790	373,790

REVINE IMPEX LIMITED

(Amount in Rs.)

Note No.	PARTICULARS	YEAR ENDED 31.03.2012	YEAR ENDED 31.03.2011
2.15	Revenue from Operation		
	Sales of Shares, Stocks & Commodities	28,489,016	15,094,269
		28,489,016	15,094,269
2.16	Other Income		
	Interest Income	2,156,820	737,896
		2,156,820	737,896
2.17			
	Opening Stock- Stock In Trade(A)	11,228,399	7,998,544
	Closing Stock-Stock in Trade (B)	4,942,210	11,228,399
	(Increase)/Decrease in stock (A-B)	6,286,189	(3,229,855)
2.18	Expense		
	Salary and Allowances	62,400	62,400
		62,400	62,400
2.19	Finance Costs		
	Other Borrowing Cost	1,976	2,183
		1,976	2,183

DEVINE IMPREX LIMITED

(Amount in Rs.)

Note No.	PARTICULARS	YEAR ENDED 31.03.2012	YEAR ENDED 31.03.2011
2/20	Other Expenses		
	Auditors' Remuneration	33,708	33,090
	Printing & Stationery	12,600	6,863
	Electricity Expenses	860	1,550
	Miscellaneous Expenses	5,582	3,000
	Rent	149,600	112,340
	Professional Charges	302,683	90,985
	Postage & Courier Charges	11,000	5,500
	Telephone Expenses	2,788	3,960
	Fees & Taxes	110,300	78,320
	Loss on Sale of investments	740,015	846,075
	Advertisement Expenses	135,508	32,670
	TOTAL	1,504,643	1,214,353

2.21 List of shareholders holding more than 5% Share Capital of the Company

Name of the Shareholder	No. of shares held	% of Shares held
Jawahar Lal Jain (HUF)	4,81,400	9.38%
Jawahar Jain	4,96,186	9.67%
Manju Jain	12,50,000	24.36%
Rohit Jain	3,95,200	7.70%
Neeraj Jain	4,85,200	9.45%

Reconciliation of no. of shares outstanding is given below:

Particulars	As At 31.03.2012	As At 31.03.2011
Equity shares at the beginning of the year	5,132,200	5,132,200
Add: Issued during the year	-	-
Equity shares at the end of the year	5,132,200	5,132,200

2.22 a) CONTINGENT LIABILITIES:

S.No.	Particulars	31.03.2012	31.03.2011
i)	Claims against the company not acknowledged as debt	Nil	Nil
ii)	Guarantees	Nil	Nil
iii)	Other money for which the company is contingently liable	Nil	Nil

b) COMMITMENTS:

S.No.	Particulars	31.03.2012	31.03.2011
i)	Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
ii)	Uncalled liability on shares and other investment partly paid	Nil	Nil
iii)	Other commitments	Nil	Nil

2.23 No provision for employee retirement benefits has been made in the accounts as there are no regular employees during the year.

2.24 SEGEMENT REPORTING (as per AS 17)

Primary Segments (business segments) : Jewellery and Stock Trading					
Amount (in Rs.)					
	Particulars	Year Ended 31.03.2012	Year Ended 31.03.2011		
A	Segment Revenue				
	Particulars				
	Stock Trading	4,720,733	2984315		
	Jewellery	23,768,283	12109954		
	Total Revenue	28,489,016	15094269		
B	Segment Result				
	Particulars				
	Stock Trading	(246,811)	(46,685)		
	Jewellery	1,393,479	456,453		
	Total	1,146,668	409,768		
	Less : Unallocated coporate expenses net of unallocated income	(571,229)	543,364		
	Profit (Loss) Before Tax	1,717,896	(133,596)		
	Provision For Income Tax	535,399	-		
	Profit (Loss) After Tax	1,182,497	(133,596)		
C	Other Information	As At 31.03.2012		As At 31.03.2011	
	Particulars	Segment Assets	Segment Liabilities	Segment Assets	Segment Liabilities
	Stock Trading	-	-	23,354,159	-
	Jewellery	4,942,210	-	6,260,855	-
	Segment Total	4,942,210	-	29,615,014	-
	Unallocated corporate asstes/liabilities	43,482,559	563,248	17,218,770	161160
	Total	48,424,769	563,248	46,833,783	161,160
	Particulars	Capital Expenditure	Depreciation	Capital Expenditure	Depreciation
	Stock Trading	-	-	-	-
	Jewellery	-	-	-	-
	Unallocated	-	16,573	-	2323
	Total	-	16,573	-	2,323

Note : There is no secondary segment

2.25 CURRENT ASSETS, LOANS & ADVANCES

In the opinion of the management, the current assets, loans and advances are approximately of the value as stated if realised in the ordinary course of business.

2.26 PAYMENT TO AUDITORS

	For the year ended 31.03.2012	For the year ended 31.03.2011
Statutory Audit Fees	Rs. 20,000/-	Rs. 20,000/-
Tax Audit Fees	Rs. 10,000/-	Rs. 10,000/-
Service Tax	Rs. 3,708/-	Rs. 3,309/-

2.27 CURRENT LIABILITIES

In the opinion of the management of the Company, there are no micro, small and medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2012. The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of the information available with the Company and have been relied upon by the statutory auditors of the Company.

2.28 RELATED PARTY DISCLOSURE

a) Relationship

i) Subsidiary Company

Tiara Jewels Private Limited - 100 % Subsidiary

ii) Joint Venture & Associates *

None

iii) Key Management Personnel

Sh. Jawahar Lal Jain^

Sh. Neeraj Jain ^

Sh. Rohit Jain

Smt. Manju Jain^

Sh. Parvesh Kumar Oberoi@

Sh. Vinay Kumar Sharma@

^upto 01.03.2012

@ w.e.f. 02.03.2012

2.31 INCOME TAX

Current Tax

Provision for Income tax has been made as per Income-tax Act, 1961.

Deferred Tax

In compliance with Accounting Standard (AS-22) relating to "Accounting for Taxes on Income" issued under Companies (Accounting standards) Rule 2006, as amended upto date , the Company has provided Deferred Tax Liability accruing during the year aggregating to Rs. 6,400/- and it has been recognized in the Statement of Profit & Loss. In accordance with clause 29 of Accounting Standard (AS 22) Deferred Tax Assets and Deferred Tax Liabilities have been set off.

2.32 LEASES

Operating leases are mainly in the nature of lease of office premises with no restrictions and are renewable/ cancellable at mutual consent. There are no restrictions imposed by lease arrangements. There are no sub leases.

Lease payments recognized in the statement of profit and loss are Rs.1,49,600/- (Previous Year Rs.1,12,340/-).

2.33 Due to applicability of Revised Schedule VI with effect from current financial year, the Company has reclassified previous year's figures to conform to this year's classification. Paise have been rounded off to nearest rupee.

FOR DEVINE IMPEX LIMITED

Sd/-
DIRECTOR

Sd/-
DIRECTOR

PLACE: CHANDIGARH
DATE: 31.08.2012

As per our report of even date
FOR DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
FIRM REGN. NO. 006185N

Sd/-
MOHIT CHAWLA
PARTNER
M. NO. 504889



To
The Members
TIARA JEWELS PRIVATE LIMITED

We have audited the attached Balance Sheet of **TIARA JEWELS PRIVATE LIMITED** as at 31st March, 2012 and also the Statement of Profit and Loss 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.

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 the Companies (Auditor's Report) Order, 2003 issued by the Ministry of Corporate Affairs in terms of Section 227 (4A) of the Companies Act, 1956 we enclose in the annexure a statement on the matters specified in paragraph 4 & 5 of said order:
3. Further to our comments in the annexure referred to in paragraph (1) above, we report that: -
 - a) We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose 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 the books.
 - c) The Balance Sheet and the Statement of Profit and Loss dealt with by this report are in agreement with the books of accounts.

- d) In our opinion, the Balance Sheet and the Statement of Profit and Loss comply with the Accounting Standards referred to in sub section (3C) of section 211 of the Companies Act, 1956, subject to Notes on Accounts.
- e) As per information and explanation given to us, none of the directors of the company is disqualified from being appointed as a Director in terms of clause (g) of subsection (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, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view.
- i) In the case of the Balance Sheet, of the State of Affairs of the Company as at 31st March, 2012 and
 - ii) In the case of Statement of Profit and Loss, of the Profit of the Company for the year ended on that date.
 - iii) In the case of Cash Flow Statement, of the Cash Flows for the year ended on that date.

FOR DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
FIRM REGN. NO. 006185N

Sd/-
MOHIT CHAWLA
PARTNER
M. NO. 504889

Place : Chandigarh
Dated : 31.08.2012

ANNEXURE REFERRED TO IN PARAGRAPH 2 OF OUR REPORT TO THE MEMBERS OF TIARA JEWELS PRIVATE LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH 2012.

1 In respect of its Fixed Assets:

- (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, the fixed assets have been physically verified by the management at reasonable intervals during the year under review and no material discrepancies were noticed in the said verification.
- (c) During the year, the Company has not disposed off substantial part of its fixed assets.

2 In respect of its Inventory:

- (a) Physical verification of inventory has been conducted by the management during the year and in our opinion, the frequency of verification was reasonable.
- (b) In our opinion, the procedures of physical verification of inventory followed by the management are adequate in relation to the size of the company and the nature of its business.
- (c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. As explained to us, the discrepancies noticed on physical verification between the physical stocks and the book records were not material and have been properly dealt with in the books of accounts.

3.(a) The Company has not granted any loans, secured or unsecured to Companies, Firms and other Parties Listed in the register maintained under Section 301 of the Companies Act 1956.

- (b) i. The Company has accepted unsecured loans from its Holding Company, Directors, relatives of Directors and firms in which Directors are interested as listed in the register maintained under Section 301 of the Companies Act 1956. The yearend balance of these loans was Rs. 638.46 lacs (previous year Rs. 745.52 lacs). The maximum amount involved during the year was Rs. 974.18 lacs (previous year Rs. 838.50 lacs).

ii. In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions of such loans are not prima facie prejudicial to the interests of the Company.

iii. As there is no stipulation regarding repayment of loans and advances, we are unable to comment whether payment of the principal amount and interest are regular or not.

4 In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regard to the purchase of raw materials and plant & machinery, and also for the sale of goods and services. Further, on the basis of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system

5 (a) In our opinion and according to the information and explanation given to us, the particulars of contracts or arrangements referred to in Section 301 of the Companies Act, 1956 have been entered in the register required to be maintained under that section.

(b) In our opinion and according to the information and explanation given to us, the transactions made in pursuance of contracts and arrangements referred to in point (a) above and exceeding the value of Rs. 5 lakh with any party during the year, have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time except for the purchases of certain items of inventories which are for Company's specialized requirements and similarly for sale of certain goods for the specialized requirements of the buyers and for which suitable alternative sources are not available to obtain comparable quotations. However, on the basis of information and explanations provided, the same appear reasonable.

6. In our opinion and according to the information and explanations given to us, the company has not invited any deposits from public attracting the provisions of sections 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules,1975.
- 7 In our opinion and according to the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business.
- 8 The Central Government has not prescribed maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956.
- 9(a) The Company has been regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, customs duty, service tax, excise duty, cess and other material statutory dues as applicable with the appropriate authorities in India and has generally been regular in depositing undisputed statutory dues including tax deducted at source with the appropriate authorities. We are informed that there are no undisputed statutory dues as at the end outstanding for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given to us and records of the Company examined by us, there are no dues of Income Tax, Service Tax, Wealth Tax, Sales Tax, Customs Duty and Excise Duty/Cess, which are outstanding as at 31st March, 2012, and have not been deposited on account of any dispute, which are outstanding for a period exceeding six months from the date they became payable.
- 10 The Company does not have accumulated losses as at 31st March 2012. The Company has not incurred cash losses during the financial year ended 31.03.2012 or in the immediately preceding financial year.
- 11 According to the records of the company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the balance sheet date.

- 12 The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13 The Company is not a chit fund or a nidhi or a 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 In our opinion and according to the information and explanations given to us the Company is not dealing or trading in shares, securities, debentures and other investments. Accordingly the provisions of clause 4 (xiv) of the Companies (Auditor's Report) Order 2003 are not applicable to the company.
- 15 In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- 16 In our opinion and according to the information and explanations given to us, on an overall basis, the term loans have been applied for the purposes for which they were obtained.
- 17 According to the information and explanation given to us and based on overall examination of the balance sheet, we report that no funds raised on short-term basis have been used for long term investment.
- 18 During the year the Company has not made any preferential allotment of shares to parties, firms and companies covered in the register maintained under section 301 of the Companies Act, 1956.
- 19 The Company has not issued any debentures during the year and there are no debentures outstanding as at the year end.
- 20 The Company has not raised any money by way of public issue during the year.

- 21 During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

**FOR DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
FIRM REGN. NO. 006185N**

**Sd/-
MOHIT CHAWLA
PARTNER
M. NO. 504889**

**Place : Chandigarh
Dated : 31.08.2012**

(Amount in Rs.)			
PARTICULARS	Note No.	BY AT 31.03.2012	AS AT 31.03.2011
EQUITY AND LIABILITIES			
Shareholders' Fund			
Share Capital	2.1	8,700,000	8,700,000
Reserves & Surplus	2.2	25,974,707	19,840,626
(A)		34,674,707	28,540,626
Non-Current Liabilities			
Long Term Borrowings	2.3	97,900,060	82,057,096
Deferred Tax Liabilities (Net)	2.4	398,500	291,600
Long Term Provisions	2.5	83,782	
(B)		98,382,342	82,348,696
Current Liabilities			
Short Term Borrowings	2.6	116,505,628	80,774,630
Trade Payables	2.7	21,527,879	19,365,986
Other Current Liabilities	2.8	17,286,686	15,975,646
Short Term Provisions	2.9	208,712	1,619,000
(C)		155,528,905	117,735,262
EQUITY AND LIABILITIES (A+B+C)		288,585,954	228,624,584
ASSETS			
Non-Current Assets			
Fixed Assets :			
Tangible Assets	2.10	11,537,688	9,976,956
Non-Current Investments			
Long-Term Loans & Advances	2.11	5,072,870	1,511,743
Other Non-Current Assets	2.12	91,762	159,624
(D)		16,702,320	11,648,323
Current Assets			
Current Investments			
Inventories	2.13	262,030,070	212,279,517
Trade Receivables	2.14	1,959,377	1,776,547
Cash and Cash Equivalents	2.15	2,137,139	1,211,744
Short Term Loans and Advances	2.16	5,460,173	1,708,453
Other Current Assets	2.17	296,875	
(E)		271,883,634	216,976,261
ASSETS (D+E)		288,585,954	228,624,584
Significant Accounting Policies	1		
Notes on Financial Statements	2		
For TIARA JEWELS PRIVATE LIMITED		In terms of our report of even date For DATTA SINGLA & CO. CHARTERED ACCOUNTANTS Firm Regn. No. 006185N	
Sd/- Director	Sd/- Director	Sd/- (Mohit Chawla) Partner M. No. 504889	
Place : Chandigarh			
Dated : 31.08.2012			

(Amount in Rs.)			
PARTICULARS	Note No.	YEAR ENDED 31.03.2012	YEAR ENDED 31.03.2011
Income			
Revenue from Operations	2.18	169,246,124	167,713,643
Other Income	2.19	-	388
		169,246,124	167,714,031
Expenses			
Purchases of Stock-in-Trade		172,249,549	130,225,047
Changes in Inventories of Stock In Trade	2.20	(49,750,553)	(747,390)
Employee Benefits Expense	2.21	3,507,347	3,449,154
Finance Costs	2.22	18,031,177	12,640,808
Depreciation and Amortisation Expense	2.10 & 2.12	1,226,282	1,187,367
Other Expenses	2.23	14,780,307	9,600,705
		160,044,110	156,355,692
Profit Before Tax		9,202,014	11,358,339
Tax Expense :			
Current Tax		2,708,712	3,619,000
Deferred Tax		106,900	175,300
Profit After Tax transferred to Reserves & Surplus		6,386,402	7,564,039
Earnings Per Equity Share :			
Basic		7.34	8.69
Diluted		7.34	8.69
Significant Accounting Policies	1		
Notes on Financial Statements	2		
For TIARA JEWELS PRIVATE LIMITED		In terms of our report of even date For DATTA SINGLA & CO. CHARTERED ACCOUNTANTS Firm Regn. No. 006185N	
Sd/- Director	Sd/- Director	Sd/- (Mohit Chawla) Partner M. No. 504889	
Place : Chandigarh Dated : 31.08.2012			

TIARA JEWELS PRIVATE LIMITED

Cash Flow Statement For The Year Ended 31st March 2012

(Amount In Rs.)

Particulars	Year Ended 31st March 2012	Year Ended 31st March 2011
A. Cash flow from operating activities:		
Profit For The Year Before Tax and Prior Period Items	9,202,014	11,358,339
Adjustments for :		
Depreciation and Amortisation	1,226,282	1,187,367
Interest Expense	17,626,132	12,220,697
Provision for Employees Retirement Benefits	83,782	-
Profit on Sale of Fixed Assets	-	(388)
Operating Profit Before Prior Period Items And Working Capital Changes	28,138,210	24,766,015
Adjustment For Prior Period Income/(Expense)	-	-
Operating Profit Before Working Capital Changes	28,138,210	24,766,015
Adjustments for:		
(Increase)/Decrease in Current Assets	(53,981,978)	(1,678,248)
Increase/(Decrease) in Current Liabilities	2,924,242	(2,591,051)
Cash Generated From Operations	(22,919,526)	20,496,716
Income Tax & Other Earlier Year Expenses Paid	(4,371,321)	(3,127,640)
Net Cash From Operating Activities	(27,290,847)	17,369,076
B. Cash Flow From Investing Activities:		
Purchase Of Fixed Assets	(2,744,074)	(1,380,222)
Sale of Investments	-	11,000
Net Cash (Used)/Generated In Investing Activities	(2,744,074)	(1,369,222)
C. Cash Flow From Financing Activities:		
Proceeds/(Repayment) Of Long Term Borrowings	16,391,655	4,852,111
Proceeds/(Repayment) Of Short Term Borrowings	35,730,998	(8,619,637)
Loans and Other Advances	(3,536,205)	-
Interest Paid	(17,626,132)	(12,220,697)
Net Cash (Used)/Generated In Financing Activities	30,960,317	(15,988,223)
Net Increase/(Decrease) In Cash And Cash Equivalents (A) + (B) + (C)	925,396	11,631
Opening Cash And Cash Equivalents	1,211,744	1,200,113
Closing Cash And Cash Equivalents	2,137,140	1,211,744

For TIARA JEWELS PRIVATE LIMITED

Sd/-
Director

Sd/-
Director

Place : Chandigarh

Dated : 31.08.2012

In terms of our report of even date

For DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. 006185N

Sd/-
(Mohit Chawla)
Partner
M. No. 504889

TIARA JEWELS PRIVATE LIMITED

SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF ACCOUNTS

- (a) The financial statements have been prepared and presented to comply with the historical cost conventions in accordance with the Indian Generally Accepted Accounting Principles (GAAP), mandatory Accounting Standards referred to in the Companies (Accounting Standards) Rule, 2006 issued by the Central Government in exercise the power conferred under sub-section (1) (a) of section 642 read with sub section (3C) of section 211 and sub section (1) of section 210A to the extent applicable and the provisions of The Companies Act, 1956 and on the basis of going concern.
- (b) The company follows accrual method of accounting.

1.2 USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

1.3 FIXED ASSETS AND DEPRECIATION

- (a) Fixed Assets have been stated at original cost, inclusive of inward freight, incidental expenses related to acquisition, financing cost till commencement of commercial production and related pre-operative expenses, less depreciation, while arriving at original cost.
- (b) Depreciation on Fixed Assets has been provided on straight line method as per rates prescribed under Schedule XIV to the Companies Act 1956.

1.4 IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Impairment loss is charged to the Statement of Profit and Loss in the year in which asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

1.5 ACCOUNTING FOR GOVERNMENT GRANTS

Government Grants related to specific fixed assets are accounted for on receipt basis. Grants received are deducted from the gross value of fixed assets concerned in arriving at their book value.

Grants related to specific expense are booked on accrual basis and deducted from the related expense.

1.6 BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

1.7 FOREIGN CURRENCY TRANSACTIONS

1. Foreign currency transactions are recorded on initial recognition at the rate prevailing on the date of the transaction.
2. Foreign currency monetary items are reported using the closing rate. Exchange differences arising on the settlement of monetary items or on reporting the same at the closing rate as at the balance sheet date are recognized as income or expense in the period in which they arise except in the case of liabilities incurred for the purpose of acquiring the fixed assets from outside India in which such exchange differences are adjusted in the carrying amount of fixed assets.
3. The premium or discount arising at the inception of forward exchange contracts is amortised as an expense or income over the life of the contract. Exchange difference on such a contract is recognized in the statement of profit and loss in the reporting period in which the exchange rates change. Profit or Loss arising on cancellation or renewal of such contracts is recognized as income or expense in the period in which such profit or loss arises.

1.8 INVENTORIES

Inventories are valued at cost or market value whichever is lower, as certified by the management.

1.9 REVENUE RECOGNITION

Revenue is recognized to the extent that it can be reliably measured and is probable that the economic benefits will flow to the Company.

1.10 INVESTMENTS

Current Investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are stated at cost, diminution in the value of long term investments is provided only when decline is other than temporary in the opinion of the management.

1.11 ACCOUNTING FOR TAXES ON INCOME

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from timing difference between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on balance sheet date.

1.12 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

1.13 SEGMENT REPORTING

The Company operates in single business segment, so there is no requirement of segment reporting as per AS 17 issued by The Institute of Chartered Accountants of India.

1.14 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

1.15 LEASES

Leases, where the lessor retains substantially all the risks and benefits of the ownership of the leased item are classified as operating leases. Lease rentals for assets taken on operating lease are charged to the statement of profit and loss in accordance with Accounting Standard 19 on leases.

1.16 EMPLOYEE BENEFITS

i) Short Term Employee Benefits:

Employee benefits payable fully within twelve months of rendering the service are classified as short term employee benefits and are recognized in the period in which the employee renders the related service.

ii) Post Employment Benefits (Defined Benefit Plans)

The employees gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined at Balance Sheet date based on an actuarial valuation carried out by an independent actuary using the projected unit credit method. Actuarial gains and losses and past service cost are recognized immediately in the statement of profit and loss.

iii) Post Employment Benefits (Defined Contribution Plans)

Contributions to the Provident Fund, which is a defined contribution scheme, is recognized as an expense in the statement of profit and loss in the period in which the contribution is due.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2012

TIARA JEWELS PRIVATE LIMITED			
(Amount in Rs.)			
Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
	SHARE CAPITAL		
	Authorised Equity Share Capital 20,00,000 Equity Shares of Rs. 10/- each	20,000,000	20,000,000
		20,000,000	20,000,000
	Issued, Subscribed & Paid up Share Capital 8,70,000 Equity Shares of Rs. 10/- each fully paid up	8,700,000	8,700,000
		8,700,000	8,700,000
	RESERVES & SURPLUS		
	Security Premium	8,200,000	8,200,000
	Profit & Loss Account :		
	Opening Balance	11,640,626	4,147,227
	Add: Profit for the Year transferred from the Statement of Profit & Loss	6,386,402	7,564,039
		18,027,028	11,711,266
	Less :		
	Provision for Employees Retirement Benefits relating to earlier years	48,511	-
	Income Tax Expenses relating to earlier years	203,810	70,640
	Closing Balance	17,774,707	11,640,626
	Total carried to Balance Sheet	25,974,707	19,840,626

Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
	Secured		
	Term Loans :		
	From Banks	855,402	4,094,253
	Unsecured		
	From Banks	798,523	789,123
	From Holding Company	23,905,244	14,964,106
	From Related Parties	39,940,433	59,587,460
	Inter Corporate Deposits	32,400,458	2,622,153
		97,900,060	82,057,096
	(A) Deferred Tax Liabilities arising on account of : Depreciation	1,373,563	877,707
		1,373,563	877,707
	(B) Deferred Tax Assets arising on account of : Provision for Employees Retirement Benefits	83,782	-
	TOTAL	83,782	-
	NET DEFERRED TAX LIABILITY (A-B)	1,289,781	877,707
	Tax Impact on Above	398,500	291,600
	Provision for Employees Retirement Benefits	83,782	-
		83,782	
2.c			
	Secured		
	Working Capital Limits		
	- From Bank	116,505,628	80,774,630
		116,505,628	80,774,630

(Amount in Rs.)			
Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
	For Purchase of Stock In Trade	21,527,879	19,365,986
		21,527,879	19,365,986
	Current Maturities of Secured Term Loan from Bank	3,080,000	3,080,000
	Current Maturities of Unsecured Loans from Banks	870,308	1,633,406
	Current Maturities of Unsecured Inter Corporate Deposits	1,738,534	426,745
	Advances From Customers	10,693,236	10,425,236
	Interest Accrued But Not Due	340,774	2,498
	Other Payables	563,834	407,761
		17,286,686	15,975,646
	Short Term Provision		
	Provision for Income Tax (Net of Advance Tax & TDS)	208,712	1,619,000
		208,712	1,619,000

TIARA JEWELS PRIVATE LIMITED

(Amount in Rs.)

Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
2.11	Long Term Loans & Advances		
	Unsecured, considered good Loans & Advances : To Others	5,072,870	1,511,743
		5,072,870	1,511,743
2.12	Security Deposits	5,882	30,804
	Miscellaneous Expenditure : Opening Balance	128,820	171,760
	Less : Written off During the Year	42,940	42,940
	Closing Balance	85,880	128,820
		91,762	159,624
2.13	Inventories		
	Stock in Trade	262,030,070	212,279,517
		262,030,070	212,279,517
2.14	Trade Receivables		
	Unsecured, considered good Outstanding for a period exceeding six months from due date	960,257	538,657
	Others	999,120	1,237,890
		1,959,377	1,776,547

(Amount in Rs.)			
Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
2.15	Cash		
	Balances with Banks	733,789	290,090
	Cash in hand	1,403,350	921,654
		2,137,139	1,211,744
2.16	Short Term Loans		
	Prepaid Expenses	351,032	870,751
	Advances to Suppliers	5,109,141	837,702
		5,460,173	1,708,453
	Advances Recoverable in cash or in kind or for value to be received	296,875	-
		296,875	-

(Amount in Rs.)			
Note No.	PARTICULARS	YEAR ENDED 31.03.2012	YEAR ENDED 31.03.2011
	Sale of Goods	169,246,124	167,713,643
		169,246,124	167,713,643
	Other Income		
	Gain on Sale of Fixed Assets	-	388
		-	388
2.20	Changes in Inventories of Stock In Trade		
	Opening Stock- Stock In Trade(A)	212,279,517	211,532,128
	Closing Stock-Stock In Trade (B)	262,030,070	212,279,517
	(Increase)/Decrease in Stock (A-B)	(49,750,553)	(747,390)

(Amount in Rs.)			
Note	PARTICULARS	YEAR ENDED	YEAR ENDED
		31.03.2011	31.03.2011
	Employee Benefits Expense		
	Salary and Allowances	3,275,818	3,272,732
	Staff Welfare Expenses	130,269	75,238
	Contribution to Provident Fund & ESI	101,260	101,184
		3,507,347	3,449,154
2.22	Other Interest		
	Bank Interest	13,224,282	11,407,501
	Interest to Others	4,401,850	813,196
	Other Borrowing Cost	405,045	420,112
		18,031,177	12,640,808
2.23	Other Expenses		
	Auditors' Remuneration	33,708	33,090
	Credit Card Commission	279,142	230,300
	Printing & Stationery	120,357	43,159
	Electricity Expenses	561,631	489,456
	Miscellaneous Expenses	180,408	105,696
	Rent	1,631,950	1,631,888
	Professional Charges	72,000	22,150
	Telephone Expenses	377,015	408,309
	Donation & Charity	59,900	37,241
	Motor Repair & Maintenance	1,107,397	773,868
	Insurance Expenses	403,331	355,936
	Travelling Expenses	407,705	353,549
	Repair & Maintenance	151,751	106,920
	Freight Charges	3,129	6,412
	News Paper & Periodicals	37,994	25,375
	Advertisement Expenses	4,400,575	1,838,273
	Business Promotion Expenses	239,885	297,637
	Discount & Rebate	4,712,429	2,830,725
	Bad Debts written off	-	10,721
	TOTAL	14,780,307	9,600,705

2.24 List of shareholders holding more than 5% Share Capital of the Company

Name of the Shareholder	%age of Shares held
Devine Impex Limited	100%

Reconciliation of no. of shares outstanding is given below:

Particulars	As At 31.03.2012	As At 31.03.2011
Equity shares at the beginning of the year	870,000	870,000
Add: Issued during the year	-	-
Equity shares at the end of the year	870,000	870,000

2.25 a) CONTINGENT LIABILITIES :-

S.No.	Particular	31.03.2012	31.03.2011
i)	Claims against the company not acknowledged as debt	Nil	Nil
ii)	Guarantees	Nil	Nil
iii)	Other money for which the company is contingently liable	Nil	Nil

b) COMMITMENTS:-

S.No.	Particular	31.03.2012	31.03.2011
i)	Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
ii)	Uncalled liability on shares and other investment partly paid	Nil	Nil
iii)	Other commitments	Nil	Nil

2.26 EMPLOYEE RETIREMENT BENEFITS

1. Benefits valued: Gratuity

2. Nature of the plans: Defined benefit; Gratuity liability is unfunded

3. Valuation method: Projected Unit Credit Method

Changes in Present Value of Obligations

	Gratuity
Present Value of Obligations as at 1st April 2011	0
Acquisition adjustment	----
Interest Cost	0
Past Service Cost	48511
Current Service Cost	35271
Curtailment Cost/ (Credit)	----
Settlement Cost/ (Credit)	----
Benefits paid	(0)
Actuarial (gain)/loss on obligations	(0)
Present Value of obligations as at 31st March 2012	83782

Changes in the Fair Value of Plan Assets

	Gratuity
Fair Value of Plan Assets as at 1st April 2011	----
Acquisition Adjustments	----
Expected Return on Plan Assets	----
Contributions	----
Benefits Paid	----
Actuarial Gain/ (loss) on Plan Assets	----
Fair Value of Plan Assets as at 31st March 2012	----

Fair Value of Plan Assets

	Gratuity
Fair Value of Plan Assets as at 1st April 2011	----
Acquisition Adjustments	----
Actual Return on Plan Assets	----
Contributions	----
Benefits Paid	----
Fair Value of Plan Assets as at 31st March 2012	----
Funded Status	(83782)

Actuarial Gain/Loss Recognized

	Gratuity
Actuarial gain/(loss) for the year - Obligation	0
Actuarial gain/(loss) for the year - Plan Assets	----
Total (gain)/ loss for the year	0
Actuarial (gain)/ loss recognized in the year	(0)
Unrecognized actuarial (gains) / losses at the end of year	----

Amount recognised in the Balance Sheet

	Gratuity
Present value of obligations as at 31 st March 2012	83782
Fair value of plan assets as at 31 st March 2012	-----
Funded Status	(83782)
Unrecognised actuarial (gains)/losses	-----
Net asset/(liability) recognised in the balance sheet	(83782)

Expenses recognised in the Profit & Loss Account

	Gratuity
Current service cost	35271
Past service cost	48511
Interest cost	0
Expected return on plan assets	-----
Curtailement cost/(credit)	-----
Settlement cost/(credit)	-----
Net actuarial (gain)/loss recognised in the period	(0)
Expenses recognised in the Profit & Loss statement	83782

Valuation Assumptions

Discount Rate	8.5%
Estimated rate of increase in compensation levels	6%

The estimated rate of increase in compensation levels takes into account inflation, seniority, promotion and other relevant factors such as demand and supply in the employment market.

2.27 a) SECURED LOANS

1. The Working Capital Limit is secured by charge against all the fixed assets and current assets of the Company. Further, there is collateral security of a few personal assets & personal guarantees of the directors of the Company.

2. The Term Loan is secured by way of charge over the present and future fixed assets of the company. Further, there is collateral security of a few personal assets & personal guarantees of the directors of the Company.

Repayment Schedule of Term Loans :

Year of Repayment	As At 31.03.2012 Amount (In Rs.)	As At 31.03.2011 Amount (In Rs.)
1 - 2	8,55,401	30,80,000
2- 5	Nil	10,14,253
>5	Nil	Nil

b) UNSECURED LOANS

1). Loans from Holding Company

Loan from holding company carry interest rate of 12 % per annum. However no repayment period has been stipulated for this loan.

2). The Company has accepted unsecured interest free loans from Directors and their relatives where no repayment schedule has been prescribed.

3). Vehicle Loans are secured against hypothecation of respective vehicles.

Repayment Schedule of Vehicle Loans :

Year of Repayment	As At 31.03.2012 Amount (In Rs.)	As At 31.03.2011 Amount (In Rs.)
I. <u>From Banks</u>		
1-2	4,99,139	5,09,380
2-5	2,99,384	2,82,241
>5	Nil	Nil
II. <u>From Corporates</u>		
1-2	1,33,295	4,77,775
2-5	Nil	1,37,006
>5	Nil	Nil

4) Repayment Schedule of Other ICDs :

These loans bear interest @ 12% and 13.5%.

Year of Repayment	As At 31.03.2012	As At 31.03.2011
1-2	14,33,242	Nil
2-5	55,88,474	Nil
5-10	2,02,84,586	Nil
>10	29,41,098	Nil

2.28 CURRENT ASSETS, LOANS & ADVANCES

In the opinion of the management, the current assets, loans and advances are approximately of the value as stated if realised in the ordinary course of business.

2.29 PAYMENT TO AUDITORS

	For the year ended 31.03.2012	For the year ended 31.03.2011
Statutory Audit Fees	Rs. 20,000/-	Rs. 20,000/-
Tax Audit Fees	Rs. 10,000/-	Rs. 10,000/-
Service Tax	Rs. 3,708/-	Rs. 3,309/-

2.30 CURRENT LIABILITIES

In the opinion of the management of the Company, there are no micro, small and medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2012. The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of the information available with the Company and have been relied upon by the statutory auditors of the Company.

2.31 RELATED PARTY DISCLOSURES

Related party disclosures as required under Accounting Standard (AS-18) on "Related Party Disclosures" issued under the Companies (Accounting Standard) Rule 2006, as amended up to date, are given below: -

- a) **Relationship**
 - i) **Holding Company**
Devine Impex Limited
 - ii) **Joint Ventures and Associates ***
None
 - iii) **Key Management Personnel (Managing Director/Whole-time directors)**
Sh. Jawahar Lal Jain
Sh. Neeraj Jain
Sh. Rohit Jain
 - iv) **Relatives of the Key Management Personnel***
Smt. Manju Jain
Smt. Tina Jain
 - v) **Entities over which key management personnel/their relatives are able to exercise significant influence***
Jawahar Lal Jain (HUF)

* With whom the Company had transactions during the year.

b) The following transactions were carried out with related parties in the ordinary course of business.

(Rs. in lacs)

Particulars	Holding Company	Key Management Personnel	Entities of Key Management Personnel	Relatives of Key Management Personnel
Loans received	70.00	126.10	-	201.40
Loan repaid	-	228.68	94.80	225.46
Remuneration	-	18.00	-	-
Rent (gross)	-	12.15	2.03	2.03
Interest Paid(gross)	21.57	-	-	-

2.32 EARNINGS PER SHARE

Basic earnings per equity share has been computed by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding for the period.

Diluted earnings per equity share have been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year.

S.No	Particulars	Unit	Year ended 31.03.2012	Year ended 31.03.2011
a	Profit after tax (before previous year adjustments)	Rs.	6,386,402	7,564,039
b.	Number of equity shares used in computing basic earning per share	No.	870,000	870,000
c.	Basic Earning per Share (a/b)	Rs.	7.34	8.69

d.	Effect of potential equity shares for preferential allotment	Rs.	Nil	Nil
e.	Weighted average of number of equity shares used in computing diluted earnings per share (b+d)	No.	870000	870000
f.	Diluted Earning per Share (a/e)	Rs.	7.34	8.69
g.	Effect of potential equity shares for preferential allotment (c-f)	Rs.	Nil	Nil

2.33 EXPENDITURE IN FOREIGN CURRENCY

	Particulars	2011-2012	2010-2011
(a)	CIF Value of Imports		
1.	Trading Purchase	-	-
2.	Capital Goods and Stores & Spares	-	-
(b)	Expenditure in Foreign Currency - NIL		
(c)	Remittances in Foreign Currency		
1.	Trading Purchase	-	-
2.	Capital Goods	-	-
(d)	Earnings in Foreign Currency- NIL		

2.34 INCOME TAX

Current Tax

Provision for Income tax has been made as per Income-tax Act, 1961.

Deferred Tax

In compliance with Accounting Standard (AS-22) relating to "Accounting for Taxes on Income" issued under Companies (Accounting standards) Rule 2006, as amended upto date, the Company has provided Deferred Tax Liability accruing during the year aggregating to Rs.1,06,900 (Previous Year Rs.1,75,300) and it has been recognized in the Statement of Profit & Loss. In accordance with clause 29 of Accounting Standard (AS 22) Deferred Tax Assets and Deferred Tax Liabilities have been set off.

2.35 MISCELLANEOUS EXPENDITURE

Preliminary expenses are written off over a period of 5 years.

2.36 In the opinion of the management, the liability in respect of employees retirement benefits has been considered as a long term liability. The representation of the management has been relied upon by the statutory auditors.

2.37 LEASES

Operating leases are mainly in the nature of lease of office premises with no restrictions and are renewable/ cancellable at mutual consent. There are no restrictions imposed by lease arrangements. There are no sub leases.

Lease payments recognized in the statement of profit and loss are Rs. 16.20 lacs (Previous Year Rs.16.20 lacs).

2.38 Due to applicability of Revised Schedule VI with effect from current financial year, the Company has reclassified previous year's figures to conform to this year's classification. Paise have been rounded off to nearest rupee.

FOR TIARA JEWELS PRIVATE LIMITED

Sd/-
DIRECTOR

Sd/-
DIRECTOR

As per our report of even date
FOR DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
FIRM REGN. NO. 006185N

Sd/-
MOHIT CHAWLA
PARTNER
M. NO. 504889

PLACE: CHANDIGARH
DATE: 31.08.2012



To
The Members
DEVINE IMPEX LIMITED

We have audited the attached Consolidated Balance Sheet of **Devine Impex Limited** and its subsidiary company **Tiara Jewels Private Limited** as at 31st March, 2012 and also the Consolidated Statement of Profit and Loss and Consolidated 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.

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. We report that the consolidated financial statements have been prepared by **Devine Impex Limited's** management in accordance with the requirements of Accounting Standard (AS) 21, Consolidated Financial Statements issued by the Institute of Chartered Accountants of India.
3. Based on our audit, and to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India;
 - a) In the case of the Consolidated Balance Sheet, of the Consolidated State of Affairs of Devine Impex Limited and its subsidiary as at March 31, 2012;

- b) In the case of the Consolidated Statement of Profit and Loss, of the consolidated results of operations of Devine Impex Limited and its subsidiary for the year ended on that date; and
- c) In the case of the Consolidated Cash Flow Statement, of the Consolidated Cash Flows of Devine Impex Limited and its subsidiary for the year ended on that date.

FOR DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
FIRM REGN. NO. 006185N

Sd/-
MOHIT CHAWLA
PARTNER
M. NO. 504889

PLACE: CHANDIGARH
DATE: 31.08.2012

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2012

PARTICULARS	Note No.	AS AT 31.03.2012	AS AT 31.03.2011
EQUITY AND LIABILITIES			
Shareholders' Fund			
Share Capital	2.1	52,172,000	52,172,000
Reserves & Surplus	2.2	13,457,828	6,141,249
(A)		65,629,828	58,313,249
Non-Current Liabilities			
Long Term Borrowings	2.3	73,994,816	67,092,989
Deferred Tax liabilities (Net)	2.4	404,900	291,600
Long Term Provisions	2.5	83,782	-
(B)		74,483,498	67,384,589
Current Liabilities			
Short Term Borrowings	2.6	116,505,628	80,774,630
Trade Payables	2.7	21,527,879	19,365,986
Other Current Liabilities	2.8	17,536,617	16,063,018
Short Term Provisions	2.9	522,029	1,619,000
(C)		156,092,153	117,822,634
EQUITY AND LIABILITIES (A+B+C)		296,205,479	243,520,472
ASSETS			
Non-Current Assets			
Fixed Assets :			
Tangible Assets			
Tangible Assets	2.10	11,686,009	9,991,850
Non-Current Investments			
Long-Term Loans & Advances	2.11	6,195,215	2,633,290
Other Non-Current Assets	2.12	106,462	174,324
(D)		17,987,686	12,799,464
Current Assets			
Current Investment	2.13	-	1,486,615
Inventories	2.14	266,972,280	223,507,916
Trade Receivables	2.15	1,959,377	1,776,547
Cash and Cash Equivalents	2.16	3,124,442	1,781,840
Short Term Loans and Advances	2.17	5,491,029	1,868,090
Other Current Assets	2.18	670,665	300,000
(E)		278,217,793	230,721,008
ASSETS (D+E)		296,205,479	243,520,472
Significant Accounting Policies	1		
Notes on Financial Statements	2		

For DEVINE IMPEX LIMITED

In terms of our report of even date
 For DATTA SINGLA & CO.
 CHARTERED ACCOUNTANTS
 Firm Regn. No. 006185N

Sd/-
DirectorSd/-
DirectorPlace : Chandigarh
Dated : 31.08.2012Sd/-
(Mohit Chawla)
Partner
M. No. 504889

(Amount in Rs.)			
CONSOLIDATED STATEMENT		YEAR ENDED 31ST MARCH 2012	
PARTICULARS	Note No.	YEAR ENDED 31.03.2012	YEAR ENDED 31.03.2011
Income			
Revenue from Operations	2.19	197,735,140	182,807,912
Other Income	2.20	-	388
Total Revenue		197,735,140	182,808,300
Expenses			
Purchases of Stock-in-Trade		193,305,708	148,139,403
Changes in Inventories of Stock In Trade	2.21	(43,464,364)	(3,977,245)
Employee Benefits Expense	2.22	3,569,747	3,511,554
Finance Costs	2.23	15,876,333	11,905,095
Depreciation and Amortisation Expense	2.10 & 2.12	1,242,855	1,189,690
Other Expenses	2.24	16,284,949	10,815,059
Total Expenses		186,815,229	171,583,557
Profit Before Tax		10,919,911	11,224,743
Tax Expense :			
Current Tax		3,237,711	3,619,000
Deferred Tax		113,300	175,300
Profit After Tax transferred to Reserves & Surplus		7,568,900	7,430,443
Earnings Per Equity Share :			
Basic		1.47	1.45
Diluted		1.47	1.45
Significant Accounting Policies	1		
Notes on Financial Statements	2		
For DEVINE IMPEX LIMITED		In terms of our report of even date For DATTA SINGLA & CO. CHARTERED ACCOUNTANTS Firm Regn. No. 006185N	
Sd/- Director	Sd/- Director	Sd/- (Mohit Chawla) Partner M. No. 504889	
Place : Chandigarh			
Dated : 31.08.2012			

DEVINE IMPEX LIMITED

Consolidated Cash Flow Statement For The Year Ended 31st March 2012

(Amount in Rs.)

Particulars	Year Ended 31st March 2012	Year Ended 31st March 2011
A. Cash flow from operating activities:		
Profit For The Year Before Tax and Prior Period Items	10,919,911	11,224,743
Adjustments for :		
Depreciation and Amortisation	1,242,855	1,189,690
Finance Cost	15,876,333	11,905,095
Profit on Sale of Fixed Assets	-	(388)
Provision for Employees Retirement Benefits	83,782	-
Loss on sale of Investments	740,015	846,075
Operating Profit Before Prior Period Items And Working Capital Changes	28,862,896	25,165,216
Adjustment For Prior Period Income/(Expense)	-	-
Operating Profit Before Working Capital Changes	28,862,896	25,165,216
Adjustments for:		
(Increase)/Decrease in Current Assets	(47,640,798)	(3,220,658)
Increase/(Decrease) in Current Liabilities	3,086,801	(3,303,819)
Cash Generated From Operations	(15,691,101)	18,640,739
Income Tax & Other Earlier Year Expenses Paid	4,587,003	3,131,490
Net Cash From Operating Activities	(20,278,104)	15,509,249
B. Cash Flow From Investing Activities:		
Purchase Of Fixed Assets/ Capital Work-In-Progress	(2,894,074)	(1,380,222)
Sale of Investments	746,600	11,592,310
Sale of Fixed Assets	-	11,000
Long Term Loans and Advances	(3,537,003)	-
Net Cash (Used)/Generated in Investing Activities	(5,684,477)	10,223,088
C. Cash Flow From Financing Activities:		
Proceeds/(Repayment) Of Long Term Borrowings	7,450,518	(10,111,995)
Proceeds/(Repayment) Of Short Term Borrowings	35,730,998	(8,619,637)
Finance Cost	(15,876,333)	(11,905,095)
Net Cash (Used)/Generated In Financing Activities	27,305,183	(30,636,727)
Net Increase/(Decrease) In Cash And Cash Equivalents (A) + (B) + (C)	1,342,602	(4,904,390)
Opening Cash And Cash Equivalents	1,781,840	6,686,230
Closing Cash And Cash Equivalents	3,124,442	1,781,840

For Devine Impex Limited

Sd/-
Director

Sd/-
Director

Place : Chandigarh
Dated : 31.03.2012

In terms of our report of even date
For DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
Firm Regn. No. 006185N

Sd/-
(Mohit Chawla)
Partner
M. No. 504889

DEVINE IMPEX LIMITED

SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF ACCOUNTS

- (a) The financial statements have been prepared and presented to comply with the historical cost conventions in accordance with the Indian Generally Accepted Accounting Principles (GAAP), mandatory Accounting Standards referred to in the Companies (Accounting Standards) Rule, 2006 issued by the Central Government in exercise the power conferred under sub-section (1) (a) of section 642 read with sub section (3C) of section 211 and sub section (1) of section 210A to the extent applicable and the provisions of The Companies Act, 1956 and on the basis of going concern.
- (b) The company follows accrual method of accounting.
- (c) The financial statements of the subsidiary used in consolidation are drawn upto the same reporting period as that of the Holding Company, namely 31 March, 2012.

1.2 PRINCIPLES OF CONSOLIDATION

The consolidated financial statements include the financial statements of Devine Impex Limited, the parent company, and its subsidiary company -Tiara Jewels Private Limited.

The consolidated financial statements have been combined on a line-by-line basis by adding the book values of the items of assets, liabilities, income and expenses, after eliminating intra-group balances/transactions and resulting unrealized profit in full.

The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the parent company for its separate financial statements,

The consolidated financial statements have been prepared in accordance with Accounting Standard (AS- 21) - "Consolidated Financial Statements issued by The Institute of Chartered Accountants of India".

1.3 USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

1.4 FIXED ASSETS AND DEPRECIATION

- (a) Fixed Assets have been stated at original cost, inclusive of inward freight, incidental expenses related to acquisition, financing cost till commencement of commercial production and related pre-operative expenses, less depreciation, while arriving at original cost.
- (b) Depreciation on Fixed Assets has been provided on straight line method as per rates prescribed under Schedule XIV to the Companies Act 1956.

1.5 IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to Profit and Loss Account in the year in which asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

1.6 ACCOUNTING FOR GOVERNMENT GRANTS

Government Grants related to specific fixed assets are accounted for on receipt basis. Grants received are deducted from the gross value of fixed assets concerned in arriving at their book value.

Grants related to specific expense are booked on accrual basis and deducted from the related expense.

1.7 BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

1.8 FOREIGN CURRENCY TRANSACTIONS

- (a) Foreign currency transactions are recorded on initial recognition at the rate prevailing on the date of the transaction.
- (b) Foreign currency monetary items are reported using the closing rate. Exchange differences arising on the settlement of monetary items or on reporting the same at the closing rate as at the balance sheet date are recognized as income or expense in the period in which they arise except in the case of liabilities incurred for the purpose of acquiring the fixed assets from outside India in which such exchange differences are adjusted in the carrying amount of fixed assets.
- (c) The premium or discount arising at the inception of forward exchange contracts is amortised as an expense or income over the life of the contract. Exchange difference on such a contract is recognized in the statement of profit and loss in the reporting period in which the exchange rates change. Profit or Loss arising on cancellation or renewal of such contracts is recognized as income or expense in the period in which such profit or loss arises.

1.9 INVENTORIES

Inventories are valued at cost or market value whichever is lower, as certified by the management.

1.10 REVENUE RECOGNITION

Revenue is recognized to the extent that it can be reliably measured and is probable that the economic benefits will flow to the Company.

1.11 INVESTMENTS

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other Investments are classified as Long term Investments. Current Investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are stated at cost, diminution in the value of long term investments is provided only when decline is other than temporary in the opinion of the management.

1.12 ACCOUNTING FOR TAXES ON INCOME

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from timing difference between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on balance sheet date.

1.13 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

1.14 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

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

1.15 LEASES

Leases, where the lessor retains substantially all the risks and benefits of the ownership of the leased item are classified as operating leases. Lease rentals for assets taken on operating lease are charged to the statement profit and loss in accordance with Accounting Standard 19 on leases.

1.16 EMPLOYEE BENEFITS

i) Short Term Employee Benefits:

Employee benefits payable fully within twelve months of rendering the service are classified as short term employee benefits and are recognized in the period in which the employee renders the related service.

ii) Post Employment Benefits (Defined Benefit Plans)

The employees gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined at Balance Sheet date based on an actuarial valuation carried out by an independent actuary using the projected unit credit method. Actuarial gains and losses and past service cost are recognized immediately in the statement of profit and loss.

iii) Post Employment Benefits (Defined Contribution Plans)

Contributions to the Provident Fund, which is a defined contribution scheme, is recognized as an expense in the statement of profit and loss in the period in which the contribution is due.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2012

DEVINE IMPEX LIMITED			
			(Amount in Rs.)
Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
2.1	SHARE CAPITAL		
	Authorised Equity Share Capital 60,00,000 Equity Shares of Rs.10/- each.	60,000,000	60,000,000
		60,000,000	60,000,000
	Issued & Subscribed Share Capital 52,51,400 Equity Shares of Rs.10/-each	52,514,000	52,514,000
		52,514,000	52,514,000
	Paid up Share Capital 51,32,200 Equity Shares of Rs.10/-each fully paid up	51,322,000	51,322,000
	Add : Amount paid up on 1,19,200 Forfeited Shares	850,000	850,000
		52,172,000	52,172,000
2.2	RESERVES & PROVISIONS		
	Profit & Loss Account :		
	Opening Balance	6,141,249	(1,214,704)
	Add: Profit for the Year transferred from the Statement of Profit & Loss	7,568,900	7,430,443
		13,710,149	6,215,739
	Less:		
	Employee Retirement Benefits for earlier years	48,511	-
	Prior Period Expenses	203,810	74,490
	Balance transferred to Balance Sheet	13,457,828	6,141,249

				(Amount in Rs.)	
Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011		
2.3	Long Term Borrowings				
	Secured				
	Term Loans :				
	From Banks	855,402	4,094,253		
	Unsecured				
	From Bank	798,523	789,123		
	From Related Parties	39,940,433	59,587,460		
	Inter Corporate Deposits	32,400,458	2,622,153		
		73,994,816	67,092,989		
2.4	Deferred Tax				
	(A) Deferred Tax Liabilities arising on account of : Depreciation	1,394,384	877,707		
		1,394,384	877,707		
	(B) Deferred Tax Assets Arising On Account Of : Provision for Employees Retirement Benefits	83,782	-		
	TOTAL	83,782	-		
	NET DEFERRED TAX LIABILITY (ASSETS) (B-A)	1,310,602	877,707		
	Tax Impact on Above	404,900	291,600		
2.5	Long Term				
	Provision for Employees Retirement Benefits	83,782	-		
		83,782	-		
2.6	Short				
	Working Capital Limit - From Banks	116,505,628	80,774,630		
		116,505,628	80,774,630		

(Amount in Rs.)			
Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
27	Trade Payables		
	For Purchase of Stock In Trade	21,527,879	19,365,986
		21,527,879	19,365,986
28	Other Current Liabilities		
	Current Maturities of Secured Term Loan from Bank	3,080,000	3,080,000
	Current Maturities of Unsecured Loans from Banks	870,308	1,633,406
	Current Maturities of Unsecured Inter Corporate Deposits	1,738,534	426,745
	Advances From Customers	10,793,236	10,525,236
	Interest Accrued But Not Due	340,774	2,498
	Other Payables	713,765	395,133
		17,536,617	16,063,018
29	Short Term Provisions		
	Provision for Income Tax (Net of Advance Tax & TDS)	522,029	1,619,000
		522,029	1,619,000

REPUBLIC BANK LIMITED

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Note 2.10

(Amount in Rs.)

	AS AT		UP TO		NET BLOCK			
	01.04.2011	AL	31.03.2012	AS AT	AS A	31.03.2012		
Vehicles	9,549,140	2,455,049	12,004,189	1,169,801	1,020,577	2,190,377	9,813,812	8,379,339
Furniture & Fixture	253,979	80,000	333,979	36,311	16,077	52,388	281,591	217,668
Office Equipment	769,883	226,240	996,123	83,019	61,575	144,594	851,528	686,863
Generator Set	16,185	-	16,185	1,573	1,144	2,718	13,468	14,612
Air Conditioner	143,559	-	143,559	14,041	10,150	24,190	119,369	129,518
Weighing Machine	24,715	-	24,715	2,402	1,747	4,150	20,566	22,313
Cycles	6,691	-	6,691	694	473	1,167	5,524	5,997
Computer	331,482	59,100	390,582	70,779	59,324	130,104	260,479	260,703
Electronic Safe	1,676	10,490	12,166	162	737	899	11,267	1,513
Electrical Appliances	376,195	63,195	439,390	102,872	28,111	130,983	308,407	273,323
	11,473,505	2,894,074	14,367,579	1,481,655	1,199,915	2,681,570	11,686,009	9,991,850
Previous year	10,105,384	1,380,222	11,473,505	336,394	1,146,750	1,489	9,991,850	9,768,990

DEVINE IMPEX LIMITED

(Amount in Rs.)

Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
2.11	Long Term Loans & Advances		
	Unsecured, considered good		
	Loans & Advances :		
	To Others	6,195,215	2,633,290
		6,195,215	2,633,290
2.12			
	Security Deposits	20,582	45,504
	Miscellaneous Expenditure		
	Opening Balance	128,820	171,760
	Less: Written off During the Year	42,940	42,940
	Closing Balance	85,880	128,820
		106,462	174,324
2.13	Current Investments		
	Long Term		
	Unquoted		
	Subh Exim Limited		
	Nil (Previous Year 47,600 Equity Share Of Rs. 10 each Fully Paid Up)	-	1,086,615
	Share Application Money Pending Allotment	-	400,000
		-	1,486,615
	Stock in Trade	266,972,280	223,507,916
		266,972,280	223,507,916

(Amount in Rs.)

Note No.	PARTICULARS	AS AT 31.03.2012	AS AT 31.03.2011
2.15	Trade Receivables		
	Unsecured, considered Good -	960,257	538,657
	Outstanding for a period exceeding six months from due date		
	Others	999,120	1,237,890.00
		1,959,377	1,776,547
2.16	Cash and Cash Equivalents		
	Balances with Banks	1,273,670	297,699
	Cash in hand	1,850,772	1,484,141
		3,124,442	1,781,840
2.17	Short Term Loans & Advances		
	Balances with Revenue Authorities	30,856	57,972
	Prepaid Expenses	351,032	972,416
	Advances to Suppliers	5,109,141	837,702
		5,491,029	1,868,090
	Other Current		
	Income Tax Refund Due	73,790	-
	Other Recoverables	596,875	300,000
		670,665	300,000

DEVINE IMPEX LIMITED

(Amount in Rs.)

Note No.	PARTICULARS	YEAR ENDED 31.03.2012	YEAR ENDED 31.03.2011
2.19	Re.		
	Sale of Shares, Stocks & Commodities	197,735,140	182,807,912
		197,735,140	182,807,912
2.20	Other		
	Gain on Sale of Fixed Assets	-	388
		-	388
2.21	Changes in Inventories - Trade		
	Opening Stock- Stock In Trade(A)	223,507,916	219,530,671
	Closing Stock-Stock In Trade (B).	266,972,280	223,507,916
	(Increase)/Decrease in Stock (A-B)	(43,464,364)	(3,977,245)
2.22	Expenses		
	Salary and Allowances	3,338,218	3,335,132
	Staff Welfare expenses	130,269	75,238
	Contribution to Provident Fund & ESI	101,260	101,184
		3,569,747	3,511,554
2.23			
	Bank Interest	13,224,282	11,407,501
	Interest to others	2,245,030	75,300
	Other Borrowing Cost	407,021	422,295
		15,876,333	11,905,095

(Amount in Rs.)			
Note No.	PARTICULARS	YEAR ENDED 31.03.2012	YEAR ENDED 31.03.2011
2.24	Other Expenses		
	Auditors' Remuneration	67,416	66,180
	Credit Card Commission	279,142	230,300
	Donation & Charity	59,900	37,241
	Insurance	403,331	355,936
	Repair & Maintenance	151,751	106,920
	Electricity Expenses	562,491	491,006
	Printing & Stationery	132,957	50,023
	Rent, Rates & Taxes	1,781,550	1,744,228
	News Paper & Periodicals	37,994	25,375
	Professional Charges	374,683	113,135
	Postage & Courier Charges	14,129	11,912
	Vehicle Expenses	1,107,397	773,868
	Telephone Expenses	379,803	412,269
	Travelling Expenses	407,705	353,549
	Miscellaneous Expenses	185,989	108,696
	Fees & Taxes	110,300	78,320
	Loss on Sale of Investments	740,015	846,075
	Advertisement Expenses	4,536,083	1,870,943
	Business Promotion Expenses	239,885	297,637
	Discount & Rebate	4,712,429	2,830,725
	Bad Debts written off	-	10,721
	TOTAL	16,284,949	10,815,059

NOTES TO THE ACCOUNTS

2.25 List of shareholders holding more than 5% Share Capital of the Company

Name of the Shareholder	No. of shares held	% of Shares held
Jawahar Lal Jain (HUF)	4,81,400	9.38%
Jawahar Jain	4,96,186	9.67%
Manju Jain	12,50,000	24.36%
Rohit Jain	3,95,200	7.70%
Neeraj Jain	4,85,200	9.45%

Reconciliation of no. of shares outstanding is given below:

Particulars	As At 31.03.2012	As At 31.03.2011
Equity shares at the beginning of the year	5,13,22,00	5,13,22,00
Add: Issued during the year	-	-
Equity shares at the end of the year	5,13,22,00	5,13,22,00

2.26 a) CONTINGENT LIABILITIES :-

S.No.	Particulars	31.03.2012	31.03.2011
i)	Claims against the company not acknowledged as debt	Nil	Nil
ii)	Guarantees	Nil	Nil
iii)	Other money for which the company is contingently liable	Nil	Nil

b) COMMITMENTS :-

S.No.	Particulars	31.03.2012	31.03.2011
i)	Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
ii)	Uncalled liability on shares and other investment partly paid	Nil	Nil
iii)	Other commitments	Nil	Nil

2.27 The Company had no manufacturing activities during the year (Previous Year: Nil)

2.28 EMPLOYEE RETIREMENT BENEFITS

1. Benefits valued: Gratuity
2. Nature of the plans: Defined benefit; Gratuity liability is unfunded
3. Valuation method: Projected Unit Credit Method

Changes in Present Value of Obligations

	Gratuity
Present Value of Obligations as at 1st April 2011	0
Acquisition adjustment	----
Interest Cost	0
Past Service Cost	48511
Current Service Cost	35271
Curtailment Cost/ (Credit)	-----
Settlement Cost/ (Credit)	-----
Benefits paid	(0)
Actuarial (gain)/loss on obligations	(0)
Present Value of obligations as at 31st March 2012	83782

Changes in the Fair Value of Plan Assets

	Gratuity
Fair Value of Plan Assets as at 1st April 2011	----
Acquisition Adjustments	-----
Expected Return on Plan Assets	-----
Contributions	-----
Benefits Paid	-----
Actuarial Gain/ (loss) on Plan Assets	-----
Fair Value of Plan Assets as at 31st March 2012	-----

Fair Value of Plan Assets

	Gratuity
Fair Value of Plan Assets as at 1st April 2011	-----
Acquisition Adjustments	-----
Actual Return on Plan Assets	-----
Contributions	-----
Benefits Paid	-----
Fair Value of Plan Assets as at 31st March 2012	-----
Funded Status	(83782)

Actuarial Gain/Loss Recognized

	Gratuity
Actuarial gain/(loss) for the year - Obligation	0
Actuarial gain/(loss) for the year - Plan Assets	-----
Total (gain)/ loss for the year	0
Actuarial (gain)/ loss recognized in the year	(0)
Unrecognized actuarial (gains) / losses at the end of year	-----

Amount recognised in the Balance Sheet

	Gratuity
Present value of obligations as at 31 st March 2012	83782
Fair value of plan assets as at 31 st March 2012	-----
Funded Status	(83782)
Unrecognised actuarial (gains)/losses	-----
Net asset/(liability) recognised in the balance sheet	(83782)

Expenses recognised in the Profit & Loss Account

	Gratuity
Current service cost	35271
Past service cost	48511
Interest cost	0
Expected return on plan assets	-----
Curtailment cost/(credit)	-----
Settlement cost/(credit)	-----
Net actuarial (gain)/loss recognised in the period	(0)
Expenses recognised in the Profit & Loss Account	83782

Valuation Assumptions

Discount Rate	8.5%
Estimated rate of increase in compensation levels	6%

The estimated rate of increase in compensation levels takes into account inflation, seniority, promotion and other relevant factors such as demand and supply in the employment market.

2.29 a) SECURED LOANS

1. The Working Capital Limit is secured by charge against all the fixed assets and current assets of the Company. Further, there is collateral security of a few personal assets & personal guarantees of the directors of the Company.

2. The Term Loan is secured by way of charge over the present and future fixed assets of the company. Further, there is collateral security of a few personal assets & personal guarantees of the directors of the Company.

Repayment Schedule of Term Loans :

Year of Repayment	As At 31.03.2012 Amount (In Rs.)	As At 31.03.2011 Amount (In Rs.)
1 - 2	8,55,401	30,80,000
2- 5	Nil	10,14,253
>5	Nil	Nil

b) UNSECURED LOANS

1). The Company has accepted unsecured interest free loans from Directors and their relatives where no repayment schedule has been prescribed.

2). Vehicle Loans are secured against hypothecation of respective vehicles.

Repayment Schedule of Vehicle Loans :

Year of Repayment	As At 31.03.2012 Amount (In Rs.)	As At 31.03.2011 Amount (In Rs.)
I. <u>From Banks</u>		
1- 2	4,99,139	5,09,380
2- 5	2,99,384	2,82,241
>5	Nil	Nil
II. <u>From Corporates</u>		
1- 2	1,33,295	4,77,775
2- 5	Nil	1,37,006
>5	Nil	Nil

3). Repayment Schedule of Other ICDs :

These loans bear interest @ 12% and 13.5%.

Year of Repayment	As At 31.03.2012	As At 31.03.2011
1- 2	14,33,242	Nil
2- 5	55,88,474	Nil
5-10	2,02,84,586	Nil
>10	29,41,098	Nil

2.30 CURRENT ASSETS, LOANS & ADVANCES

In the opinion of the management, the current assets, loans and advances are approximately of the value as stated if realised in the ordinary course of business.

2.31 PAYMENT TO AUDITORS

	For the year ended 31.03.2012	For the year ended 31.03.2011
Statutory Audit Fees	Rs. 40,000/-	Rs. 40,000/-
Tax Audit Fees	Rs. 20,000/-	Rs. 20,000/-
Service Tax	Rs. 7,416/-	Rs. 6,180/-

2.32 CURRENT LIABILITIES

In the opinion of the management of the Company, there are no micro, small and medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2012. The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of the information available with the Company and have been relied upon by the statutory auditors of the Company.

2.33 SEGMENT REPORTING

The Company deals primarily in gold and jewellery, so there is no requirement of segment reporting as per AS 17 issued by The Institute of Chartered Accountants of India.

2.34 RELATED PARTY DISCLOSURE

a. Relationship

i. Joint Venture / Associate Concerns *

None

ii. Key Management Personnel

Sh. Jawahar Lal Jain^

Sh. Neeraj Jain ^

Sh. Rohit Jain

Smt. Manju Jain^

Sh. Parvesh Kumar Oberoi@

Sh. Vinay Kumar Sharma@

^upto 01.03.2012

@ w.e.f. 02.03.2012

iii. Relatives of Key Management Personnel *

Sh. Jawahar Lal Jain #

Sh. Neeraj Jain #

Smt. Manju Jain#

Smt. Tina Jain

w.e.f. 02.03.2012

iii. Entities of Key Management Personnel *

Jawahar Lal Jain (HUF)

* With whom the Company had transactions during the year.

b. Transactions with Related Parties

(Rs. in lacs)

Particulars	Key Management Personnel	Entities of Key Management Personnel	Relatives of Key Management Personnel
Loans received	321.30	-	6.20
Loan repaid	439.85	94.8	12.30
Remuneration	16.72	-	1.50
Rent (gross)	14.00	2.10	0.70

2.35 EARNINGS PER SHARE

Basic earnings per equity share has been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the year.

Diluted earnings per equity share have been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year. The reconciliation between basic and diluted earnings per equity share is as follows:

S. No.	Particulars	Unit	Year ended 31.03.2012	Year ended 31.03.2011
a.	Net profit after tax (before previous year adjustments)	Rs.	75,68,900	74,30,443
b.	Weighted average number of equity shares used in computing basic earning per share	No.	51,32,200	51,32,200
c.	Basic earning per share (a/b)	Rs.	1.47	1.45

d.	Effect of potential equity shares for preferential allotment	Rs.	Nil	Nil
e.	Weighted average of number of equity shares used in computing diluted earnings per share (b+d)	No.	51,32,200	51,32,200
f.	Diluted earnings per share (a/e)	Rs.	1.47	1.45
g.	Effect of potential equity shares for preferential allotment (c-f)	Rs.	Nil	Nil

2.36 INCOME TAX

Current Tax

Provision for Income tax has been made as per Income-tax Act, 1961.

Deferred Tax

In compliance with Accounting Standard (AS-22) relating to "Accounting for Taxes on Income" issued under Companies (Accounting standards) Rule 2006, as amended upto date, the Company has provided Deferred Tax Liability accruing during the year aggregating to Rs.1,13,300/- (Previous Year Rs.1,75,300/-) and it has been recognized in the Statement of Profit & Loss. In accordance with clause 29 of Accounting Standard (AS 22) Deferred Tax Assets and Deferred Tax Liabilities have been set off.

2.37 LEASES

Operating leases are mainly in the nature of lease of office premises with no restrictions and are renewable/ cancellable at mutual consent. There are no restrictions imposed by lease arrangements. There are no sub leases.

Lease payments recognized in the Statement of profit and loss are Rs.17.70 lacs (Previous Year Rs.17.32 lacs)

2.38 In the opinion of the management, the liability in respect of employees retirement benefits has been considered as a long term liability. The representation of the management has been relied upon by the statutory auditors.

2.39 MISCELLANEOUS EXPENDITURE

Preliminary expenses are written off over a period of 5 years.

2.40 EXPENDITURE IN FOREIGN CURRENCY

	Particulars	2011-2012	2010-2011
(a)	CIF Value of Imports		
1.	Trading Purchase	-	-
2.	Capital Goods and Stores & Spares	-	-
(b)	Expenditure in Foreign Currency - NIL		
(c)	Remittances in Foreign Currency		
1.	Trading Purchase	-	-
2.	Capital Goods	-	-
(d)	Earnings in Foreign Currency- NIL		

2.41 Due to applicability of Revised Schedule VI with effect from current financial year, the Company has reclassified previous year's figures to conform to this year's classification. Paise have been rounded off to nearest rupee.

FOR DEVINE IMPEX LIMITED

Sd/-
DIRECTOR

Sd/-
DIRECTOR

As per our report of even date
FOR DATTA SINGLA & CO.
CHARTERED ACCOUNTANTS
FIRM REGN. NO. 006185N

Sd/-
MOHIT CHAWLA
PARTNER
M. NO. 504889

PLACE: CHANDIGARH

DATE: 31.08.2012

DEVINE IMPEX LIMITED

Registered Office: SCF 103, Chamber No 7, Level 1, Phase 11, SAS Nagar, Mohali, Pb.

(In case of Member is unable to be present in person at the Meeting this form may be used)

PROXY FORM

I/We _____ of _____ being a member/members of Devine Impex Limited hereby appoint Mr./Mrs./Miss _____ of _____ or failing him/her, Mr./Mrs./Miss _____ of _____ as my/our proxy to attend and to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at registered office on 29.09.2012 and at any adjournment thereof.

Signed this _____ day of _____ 2012.
Folio/ Client I.D. No _____

Affix
Rupee
one
Revenue
Stamp

Signature.....

Notes:

The proxy must be deposited at the Regd. Office of the Company at SCF 103, Chamber no 7, Level 1, Phase 11, SAS Nagar, Mohali, Punjab, atleast 48 hours before the time for holding the Meeting.

2. A proxy need not to be a member of the Company.

DEVINE IMPEX LIMITED

Registered Office: SCF 103, Chamber No 7, Level 1, Phase 11, SAS Nagar, Mohali, Pb.

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting Hall

Name of the attending Member
(IN BLOCK LETTERS)

Folio/Client I.D. No.

No. of Shares.....

Name of the Proxy (IN BLOCK LETTERS)

[To be filled in if the Proxy attends instead of the Member(s)]

I hereby record my presence at the Annual General Meeting at Regd Office at SCF 103, Chamber 7, Level 1, SAS Nagar, Mohali, Punjab.

Member's/ Proxy's Signature
(to be signed at the time of handling over this slip)

NOTE: The copy of the Annual Report may please be brought to the Meeting Hall.

For Office Use :