



# **ARMAN HOLDINGS LIMITED**

**31st Annual Report  
2012-13**





## **ARMAN HOLDINGS LIMITED**

BOARD OF DIRECTORS : Mr. R.D.Jain Director  
Mr. Deepak Kumar Babel Director  
Mr. Jitendra Kumar Jain Director

REGISTERED OFFICE : 4/132, Kichripur, Mayur Vihar,  
New Delhi -110091  
Email: armanholdingsltd@gmail.com

AUDITORS : M/s. Anmol Rana & Associates  
Chartered Accountants  
Delhi

BANKERS : HDFC Bank Ltd.  
IDBI Bank Ltd.





## NOTICE

NOTICE is hereby given that the 31<sup>st</sup> Annual General Meeting of Arman Holdings Limited will be held on Monday, 30<sup>th</sup> September, 2013 at 10:00 A.M. at No. 4/132, Kichripur, Mayur Vihar, New Delhi - 110091 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider, approve and adopt the Audited Balance Sheet as on 31<sup>st</sup> March, 2013 and the Profit & Loss Account of the Company for the year ended on that date and Auditors' Report thereon.
2. To appoint M/s. Anmol Rana & Associates (Firm Registration No. 015666C) as the Statutory Auditors, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

### **SPECIAL BUSINESS:**

3. To consider and, if thought fit, to pass with or without modification (s), the following resolution as a Special Resolution:-

**“RESOLVED THAT** pursuant to the provisions of Section 149(2A) and other applicable provisions, if any, of the Companies Act, 1956, the approval of the shareholders be and is hereby accorded to the Company for commencement of new business as specified in the sub-clauses 26 and 27 of Clause III-C (Other Objects) of the Memorandum of Association of the Company.

26. To organize, run, maintain, operate, promote the business of interior decorators, furniture and carpet designers and manufacturers, boutiques, fashion centres, fashionshows and to make, acquire, deal, in any way, in handicrafts, objects of art, precious stone, jewellery whether artificial or otherwise, and articles wherein precious metals or precious stones may be used in textiles fabrics, and to manufacture and deal in any products as are dealt in by boutiques, fashionshows and interior decorators.





27. To do the business of exporting, importing, wholesaling, exhibiting, using, manipulating, distribution of, dealing in, buying and selling and otherwise dealing in Chemicals, textiles, paper, oil, cement, plastics, automobile, Jute, Tea, Sugar, Steel, ferrous & non-ferrous metals, electronic and electronic goods, real estate, machineries and accessories, goods and handicrafts and all other sorts of merchandises and to carry on in any mode, the business of store keepers in all its branches, and in particulars to buy, sell and deal in goods, stores, consumable articles, chattles and effect of all kinds both wholesale and retail.

**“RESOLVED FURTHER THAT** Directors of the Company be and are hereby severally authorised to file necessary documents and Forms with the Registrar of Companies and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

4. To consider and, if thought fit, to pass with or without modification the following resolution as an ordinary resolution:

**“RESOLVED THAT** Mr. Deepak Kumar Babel, who was appointed as an Additional Director of the Company pursuant to Section 260 of the Companies Act, 1956, and hold office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956, in writing proposing his candidature for the office of Director be and is hereby appointed as a Director of the Company subject to retirement by rotation under the Articles of Association of the Company.”

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

**“RESOLVED THAT** Mr. Jitendra Kumar Jain, who was appointed as an Additional Director of the Company pursuant to Section 260 of the Companies Act, 1956 and hold office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice under Section 257 of the Companies Act, 1956, in writing proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company subject to retirement by rotation under the Articles of Association of the Company.”



6. To consider and, if thought fit, to pass with or without modification(s), the following Resolutions as a Special Resolution:

**“RESOLVED THAT** pursuant to provision of sections 16, 94 and other applicable provisions, if any, of the Companies Act, 1956, (the Act) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) the Authorized Share Capital of the company be and is hereby increased from Rs. 25,00,000 (Rupees Twenty Five Lacs) divided into 2,50,000 (Two Lacs Fifty Thousand) equity shares of Rs.10/- each to Rs.5,25,00,000 (Rupees Five Crores Twenty Five Lacs) divided into 52,50,000 (Fifty Two Lacs Fifty Thousand) of Rs.10/- each by creation of an additional 50,00,000 (Fifty Lacs) equity shares of Rs.10/- each ranking pari passu with the existing equity shares and consequently the existing clause V of the Memorandum of Association of the Company be altered accordingly.”

“The Authorized Share capital of the Company is Rs. 5,25,00,000 (Rupees Five Crores Twenty Five Lacs) divided into 52,50,000 (Fifty Two Lacs Fifty Thousand) of Rs.10/- each.”

**“RESOVED FURTHER THAT** the Board be and is hereby authorized to do or cause to be done all such acts, deeds and things as may be required or considered necessary or incidental thereto for giving effect to the aforesaid resolution.”

7. To consider and, if thought fit, to pass with or without modification (s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to Section 31 and all other applicable provisions, if any, of the Companies Act, 1956, the existing article No. 3 of Articles of Association of the Company be and is hereby altered by substituting the following new Article No. 3 in its place.”

“The Authorized Share capital of the Company is Rs. 5,25,00,000 (Rupees Five Crores Twenty Five Lacs) divided into 52,50,000 (Fifty Two Lacs Fifty Thousand) of Rs.10/- each.”

**“RESOVED FURTHER THAT** the Board be and is hereby authorized to do or cause to be done all such acts, deeds and things as may be required or considered necessary or incidental thereto for giving effect to the aforesaid resolution.”



8. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 81, 81(1A) and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications, amendments or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association and Memorandum of Association of the Company, Listing Agreement entered into by the Company with the Stock Exchange where the Company’s Equity share are listed and such rules, guidelines and regulations if any, as may be prescribed by Securities and Exchange Board of India (SEBI) including the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2009 (including any statutory amendment(s), modification(s), and/or re-enactment(s) thereof for the time being in force), Reserve Bank of India (RBI) and all other concerned and relevant authorities to the extent applicable, from time to time and subject to such approvals, consents, permissions and sanctions of the Government of India(GOI), SEBI, RBI and all other appropriate authorities, financial institutions, banks and subject to such conditions and modification as may be prescribed by any of them while granting such approvals, consents, permissions and sanctions which the Board of Directors of the Company (hereinafter referred to as “the Board’ which expression shall be deemed to include person(s) authorized or any Committee(S) constituted/ to be constituted by the Board to exercise its powers including the powers conferred by this resolution) is hereby authorized on behalf of the company to accept; to create, issue, offer or allot, up to maximum of 50,00,000 (Fifty Lacs Only) equity shares of face value of Rs. 10/- each at a premium of Rs. 3/- per share aggregating to Rs. 13/- per equity share in one or more tranches on private / preferential placement basis, being the price which is in accordance with the guidelines for Preferential Issues contained in Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (hereinafter referred to as SEBI (ICDR) Regulations, 2009) and in such a manner and on such terms and conditions as may be determined by the Board in its absolute discretion provided that the price of the Equity Shares so issued shall not be less than such amount as would be determined under the Preferential Issue Guidelines as amended from time to time to the following parties.”



### PROPOSED ALLOTTEES:

Sl. No.	Name of Promoter Entities	No. of Equity Shares proposed to be issued
1.	SANGEETA JAIN	240000
2.	MANASVINI TRADING (P) LTD.	1000000
	<b>Name of Non-Promoter Entities</b>	
3	SALASAR ADVERTISING (P) LTD	460000
4	VARIGATE ADVISORY SERVICES (P) LTD	250000
5	SANJAY OTAWAT	250000
6	KIRIT DAMJI GADA	108000
7	SUNITA KIRIT GADA	77000
8	ARYA KIRIT GADA	38500
9	ARUN DAMJI GADA	108000
10	MEENA ARUN GADA	77000
11	PARSHWA ARUN GADA	38500
12	KALPESH DAMJI GADA	108000
13	SAPNA KALPESH GADA	77000
14	KHUSBOO KALPESH GADA	38500
15	KARAN KALPESH GADA	38500
16	GEETHAN DAMJI GADA	108000
17	PUSPA GEETAN GADA	77000
18	SIDDHANT GEETAN GADA	38500
19	ANITA PRAKASH SHAH	45000
20	SANGEETA RAJU SHAH	45000
21	RESHAM MAHENDRA SHAH	50000
22	PINKI PARESH SHAH	50000
23	MAHENDRA MANOHARMAL SHAH	19000
24	PARESH MANOHARMAL SHAH	18000
25	PRAKASH MANOHARMAL SHAH	18000
26	TANVI PRAKASH SHAH	12500
27	LALCHAND M MEHTA	240000
28	SUSHILA L MEHTA	240000
29	RAVI L MEHTA	120000
30	REKHA JAIN	120000
31	KANE RUSH SECURITIES (P) LTD	440000
32	OPPORTUNE EXIM (P) LTD	450000
	<b>Total</b>	<b>5000000</b>





**“RESOLVED FURTHER THAT** the offer, issue and allotment of the aforesaid equity shares shall be made at such time or times as the Board of Directors may in its absolute discretion decide subject to the compliance with applicable laws of India alongwith such terms and conditions, as the Board consider fit subject to the following:

1. The equity shares to be offered and allotted shall be subject to the provisions of Memorandum and Articles of Association of the Company in all respects.
2. The Relevant Date within the meaning of the Explanation of Regulation 71 of Chapter VII of SEBI (Issue of Capital and Disclosure requirements) Regulations, 2009 is 31/08/2013.
3. The Equity Shares shall rank pari passu with the then existing Equity Shares of the Company in all respects.
4. Lock-in requirements in specified securities shall be followed within the meaning of Regulation 78 of the Chapter VII of SEBI (Issue of Capital and Disclosure requirements) Regulations, 2009.”

**“RESOLVED FURTHER** that the Board of Directors of the Company be and are hereby authorized to reduce, change or modify the number of equity shares to be issued, to finalize and modify the terms and conditions, quantum, pricing, timings and all other matters relating to the issue and allotment of the aforesaid preferential issue of equity shares, to agree to such conditions or modifications that may be imposed, required or suggested by the Securities & Exchange Board of India (the SEBI), Stock Exchange(s) / Reserve Bank of India (RBI) or other authorities, or that may otherwise be deemed fit or proper by the Board without being required to seek any further consent or approval of the Company in General Meeting and to settle all questions or difficulties that may arise with regard to the aforesaid in such manner as it may determine in its absolute discretion and to take such steps and to do all such acts, deeds, matters and things as may be required, necessary, proper or expedient, to give effect to this Resolution in all respects and in particular to settle any questions, difficulties or doubts that may arise with regard to the offering, issuing, allotting and utilizing the issue proceeds of the equity shares of the company, as in the absolute discretion deem fit and proper.”







**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby entitled to enter into and execute all such arrangements / agreements with any person or persons and all such agencies as may be involved or concerned in allotment and issuance of equity shares contemplated above.”

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby also authorized to delegate all or any of the powers, herein conferred to any Committee of Directors of the Company to give effect to the aforementioned resolution.”

By Order of the Board  
For Arman Holdings Limited

Place : Delhi  
Date : 30/08/2013

(Deepak Kumar Babel)  
Director





## NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member of the company.
2. Proxies in order to be effective must be received at the Company's Registered Office at 4/132, Kichripur, Mayur Vihar, New Delhi - 110091 not less than 48 hours before the time fixed for the meeting.
3. Information under clause 49 of the listing agreement(s) regarding appointment/re-appointment of Directors and explanatory statement pursuant to Section 173 of the Companies Act, 1956, in respect of Special Business is annexed hereto.
4. Pursuant to Section 154 of the Companies Act, 1956, the Register of Members and the Share Transfer Books of the Company shall remain closed from 24/09/2013 to 30/09/2013 (both days inclusive).
5. Members are requested to kindly notify immediately change if any in their address to the Company.
6. All documents referred to in the above Notice and accompany explanatory statements are open for inspection at the Registered Office of the Company on all working days (except Saturday, Sunday and holidays) between 11.00 A.M. to 1.00 P.M. up to the date of the Annual General Meeting.
7. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Director of the Company so as to reach at least seven days before the date of the meeting, so that the information required may be made available at the meeting to the best extent possible.
8. The annual listing fees of all the stock exchange where Company's shares are listed for the year 2013-14 have been paid.



## **EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956.**

The following Explanatory Statement sets out all material facts relating to Item No. 3 to 8 of the accompanying Notice of the Annual general Meeting to be held on 30<sup>th</sup> September, 2013.

### **Item No. 3**

As per the provisions of Section 149(2A) of the Companies Act 1956, it is desirable to obtain prior approval of shareholders by passing Special Resolution for commencement of any business covered under Other Objects Clause of the Memorandum of Association.

Your Directors recommend the special resolution for approval of members. None of its Directors of the Company are, in any way concerned or interested in the resolution.

### **Item No. 4**

The Board of Directors appointed Mr. Deepak Kumar Babel as an Additional Director of the Company with effect from April 25, 2013 under Section 260 of the Companies Act, 1956. Mr. Babel hold the office of Director upto the date of this Annual General Meeting and the Company has received Notice from him under Section 257 of the Companies Act, 1956, signifying his intention to propose him as a candidate for the office of Director.

No Director, except Mr. Deepak Kumar Babel is concerned or interested in the Resolution under Item No. 4.

The Board recommends the resolution for the approval of members.

### **Item No. 5**

The Board of Directors appointed Mr. Jitendra Kumar Jain as an Additional Director of the Company with effect from April 25, 2013 under Section 260 of the Companies Act, 1956. Mr. Jitendra Kumar Jain hold the office of Director upto the date of this Annual General Meeting and the Company has received Notice from him under Section 257 of the Companies Act, 1956, signifying his intention to propose him as a candidate for the office of Director.

No Director, except Mr. Jitendra Kumar Jain, is concerned or interested in the Resolution.

The Board recommends the resolution for the approval of members.



### **Item No. 6 & 7**

The company proposes to alter the Memorandum & Articles Association for the purpose of enabling the issue of fully convertible warrants to augment the finance of the Company on preferential basis it is proposed to increased the present Authorized Share Capital of the Company from Rs. 25,00,000 (Rupees Twenty Five Lacs) divided into 2,50,000 (Two Lacs Fifty Thousand) equity shares of Rs.10/- each to Rs. 5,25,00,000 (Rupees Five Crores Twenty Five Lacs) divided into 52,50,000 (Fifty Two Lacs Fifty Thousand) of Rs.10/- each by creation of an additional 50,00,000 (Fifty Lacs) equity shares of Rs.10/- each ranking pari pasu with the existing equity shares.

In terms of section 16, 31 and 94 and other applicable provisions, if any, of the Companies Act, 1956, any amendment to the Memorandum and Articles of Association of the Company, requires approval of members by way of Special Resolution.

The Board of Directors accordingly recommends the resolution at item No. 6 & 7 as Special resolutions for the approval of the members.

None of the Directors of the Company are, in any way concerned or interested in the resolution.

### **Item No. 8**

The Board of Directors in order to raise funds to meet additional financial requirements for expansion of its existing business and also working capital of the Company have decided to issue equity shares to Promoters and Non-Promoters entities on private placement / preferential issue basis. The issue of equity shares as aforesaid shall be made in accordance with the provisions of the Companies Act, 1956 and Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2009, Listing Agreement of the Stock Exchange and other applicable laws and provisions SEBI Act.

#### **Intimation of promoters/ Non -promoters entities to subscribe to the offer.**

The following Promoters and / Non- promoters entities have conveyed to the company in writing of their respective intention to subscribe/to acquire equity shares of the company on preferential / private placement basis as proposed under special resolution at item No. 8 of the notice.

S. No.	Name of the Proposed Allottee (s) Promoters Entities	Pre Issue Holding		Post Issue Holding	
		No. of Shares	%	No. of Shares	%
1	SANGEETA JAIN	12200	4.90	252200	4.80%
2	MANASVINI TRADING (P) LTD. Non - Promoters Entities	0	0	1000000	19.50%
3	SALASAR ADVERTISING (P) LTD.	0	0	460000	8.76%
4	VARIGATE ADVISORY SERVICES (P) LTD.	0	0	250000	4.76%
5	SANJAY OTAWAT	0	0	250000	4.76%
6	KIRIT DAMJI GADA	0	0	108000	2.06%
7	SUNITA KIRIT GADA	0	0	77000	1.47%
8	ARYA KIRIT GADA	0	0	38500	0.73%
9	ARUN DAMJI GADA	0	0	108000	2.06%
10	MEENA ARUN GADA	0	0	77000	1.47%
11	PARSHWA ARUN GADA	0	0	38500	0.73%
12	KALPESH DAMJI GADA	0	0	108000	2.06%
13	SAPNA KALPESH GADA	0	0	77000	1.47%
14	KHUSBOO KALPESH GADA	0	0	38500	0.73%
15	KARAN KALPESH GADA	0	0	38500	0.73%
16	GEETHAN DAMJI GADA	0	0	108000	2.06%
17	PUSPA GEETAN GADA	0	0	77000	1.47%
18	SIDDHANT GEETAN GADA	0	0	38500	0.73%
19	ANITA PRAKASH SHAH	0	0	45000	0.86%
20	SANGEETA RAJU SHAH	0	0	45000	0.86%
21	RESHAM MAHENDRA SHAH	0	0	50000	0.95%
22	PINKI PARESH SHAH	0	0	50000	0.95%
23	MAHENDRA MANOHARMAL SHAH	0	0	19000	0.36%
24	PARESH MANOHARMAL SHAH	0	0	18000	0.34%
25	PRAKASH MANOHARMAL SHAH	0	0	18000	0.34%
26	TANVI PRAKASH SHAH	0	0	12500	0.24%
27	LALCHAND M MEHTA	0	0	240000	4.57%
28	SUSHILA L MEHTA	0	0	240000	4.57%
29	RAVI L MEHTA	0	0	120000	2.29%
30	REKHA JAIN	0	0	120000	2.29%
31	KANE RUSH SECURITIES (P) LTD.	0	0	440000	8.38%
32	OPPORTUNE EXIM (P) LTD.	0	0	450000	8.57%
	<b>TOTAL</b>			<b>5000000</b>	<b>95.49</b>

The Company has obtained a certificate from M/s. Anmol Rana & Associates, Chartered Accountants, the statutory auditors of the Company, confirming the minimum price for the preferential issue as per Chapter VII of SEBI (Issue of capital and Disclosure Requirements) Regulation 2009 and showing the calculation thereof.

## Undertaking

The Company hereby undertakes that it shall recompute the price of the specified securities in terms of the provisions of the said regulations where it is required to do so. The Company also undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the said regulations the specified securities shall continue to be locked in till the time such amount is paid by the allottees.

## Proposed time limit with in which allotment will be completed

The proposed allotment of equity shares will be completed within 15 days period from the date of approval in general body meeting, or permission from any regulatory authority as may be required, whichever is later, without the aforesaid allottees having to take any action therefore, on dates determined at the discretion of the Board.

The share holding pattern which before and after the proposed allotment of 50,00,000 Equity Shares of the Company is as under:

	CATEGORY	Pre Issue No. of Shares	%	Post Issue No. of Shares	%
A.	Promoters holding				
	1. Promoters				
	Indian Promoters	61600	24.74	1301600	24.80
	Foreign Promoters	Nil	Nil	Nil	Nil
	<b>Sub-Total</b>	<b>61600</b>	<b>24.74</b>	<b>1301600</b>	<b>24.80</b>
B.	Non-Promoters holding				
	3. Institutional Investors				
	a. Mutual Funds and UTI	NIL	NIL	NIL	NIL
	b. Banks, Financial Institutions, Insurance Companies (Central / State Gov. Institutions / Non Government Institutions	NIL	NIL	NIL	NIL
	c. FIIs	NIL	NIL	NIL	NIL
	<b>Sub-Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
	4. Others				
	a. Private Corporate Bodies	200	0.08	1600200	30.39
	b. Indian Public	187200	75.18	2347200	44.81
	c. NRIs / OCBs	NIL	NIL	NIL	NIL
	d. Any other (Clearing Member)	NIL	NIL	NIL	NIL
	<b>Sub-Total</b>	<b>187400</b>	<b>75.26</b>	<b>3947400</b>	<b>75.20</b>
	<b>Grand Total</b>	<b>249000</b>	<b>100</b>	<b>5249000</b>	<b>100</b>



The issue price of equity shares proposed to be allotted on preferential basis shall not be lower than the price determined in accordance with Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and/or any other guidelines and clarifications issued by Securities and Exchange Board of India (“SEBI”) for preferential issues and the Board of shall be discretion deem fit, in consultation with the proposed allottees.

The shares to be allotted on preferential basis shall be subject to lock-in period in as per application SEBI Guideline in this behalf.

The Proposed preferential allotment will not change the management control. Voting rights shall change according to the change in shareholding pattern mentioned as above.

The Directors / key management person of the Company are neither being offered nor intend to subscribe to the offer.

Section 81 of the Companies Act, 1956 and the listing Agreements provides, inter alia that whenever it is proposed to increase the subscribed capital of a Company by further issue or offer an allotment of shares, such shares shall be offered to the existing shareholders of the Company in the manner laid down in the said section, unless the Shareholders decide otherwise in the General Meeting.

Accordingly, the consent of the shareholders is being sought pursuant to the provisions of the Section 81(1) (A) and all other applicable provisions of the Companies Act, 1956 and in terms of the provisions of the Listing Agreements executed by the Company with the Stock Exchange, authorizing the Board for issuing securities as stated in the resolution which would result in the issuance of further securities of the Company to persons other than the existing members of the Company in accordance with the terms and nature of the securities.

Your Directors recommend the special resolution for approval of members. None of its Directors of the Company are, in any way concerned or interested in the resolution.

**A Copy of Memorandum and Articles of Association of the Company and other related documents will be available for inspection by the members at the Registered Office of the Company between 11:00A.M. and 1 P.M. on working days up to the date of this Annual General Meeting.**



**Brief Particulars of Directors being appointed/ re-appointed are as under :**

<b>Name</b>	<b>Mr Deepak Kumar Babel</b>	<b>Mr Jitendra Kumar Jain</b>
Date of Birth	20/03/1986	15/11/1988
Date of Appointment	25/04/2013	25/04/2013
Directorships held in other companies	1. Manasvini Trading Private Ltd. 2. Marvelous Buildinfra Private Ltd. 3. Marvelous Jewels Private Ltd.	Nil
Memberships / Chairmanships of Committees across Public Companies	Nil	Nil
Brief Profile covering experience, achievements, etc	Mr Deepak Kumar Babel is dynamic individual and he belongs to a well established business family having presence in Rajasthan and Mumbai.	Mr Jitendra Kumar Jain is a commerce graduate and has good knowledge of accounts, law and financial matters. The company is utilizing his advice in respective fields of business.
Shares Held in the Company	12100	Nil





## DIRECTOR'S REPORT TO THE SHAREHOLDERS

Dear Shareholders,

Your Directors have pleasure in presenting 31<sup>st</sup> Annual Report together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2013. The Financial highlights for the year under review are given below:

### FINANCIAL RESULTS

(Amount in Rs.)

	31 <sup>st</sup> March, 2013	31 <sup>st</sup> March, 2012
Total Revenue	29,67,863	2,90,000
<b>Profit before Tax</b>	<b>24,336</b>	<b>(5,21,918)</b>
Less - Tax	7,470	13,598
<b>Profit after Tax</b>	<b>16,866</b>	<b>(5,35,596)</b>

### DIVIDEND

Due of lower profit and requirement of funds for the existing business activities, your Directors do not propose any dividend for the financial year 2012 - 2013 (Previous year - Nil Dividend).

### PERFORMANCE

The Total Income for the financial year under review increased to Rs.29.68 Lacs against Rs. 2.90 Lacs during previous year whereas the Profit after Tax generated by the company during the year under review is Rs.0.17 Lacs as compared to loss of Rs. 5.36 Lacs during the previous year. However, the company is working hard to increase the profitability in the forthcoming years.

### DIRECTORS

Mr. Deepak Kumar Babel and Mr Jitendra Kumar Jain were appointed as an Additional Director w.e.f. 25/4/2013 and would retire at this Annual General Meeting. A Notice



from a member was received under Section 257 of the Companies Act, 1956, signifying his intention to propose the appointment of Mr. Deepak Kumar Babul and Mr. Jitendra Kumar Jain as a Director of the Company.

Mr. Krishan Singh, Director and Mr Uma Shankar Sharma, Directors of your Company have resigned from Board of the Company w.e.f. 25/4/2013 due to their pre occupation The Board hereby places on record its sincere appreciation for valuable guidance and meaningful contribution made by both Mr. Krishan Singh and Mr Uma Shankar Sharma as Directors of the Company.

### **LISTING OF SHARES**

Equity shares of the Company are listed at Delhi Stock Exchange. Listing fees had already been paid in pursuance to clause 38 of the listing agreement.

### **AUDITORS & AUDITORS OBSERVATION**

At 30<sup>th</sup> Annual General Meeting of the Company held on 28/7/2012, M/s Chaudhary Kumar & Co., Chartered Accountants, Delhi, were re-appointed as statutory auditors of the company to hold office as such until the conclusion of the ensuing Annual General Meeting of the company. M/s Chaudhary Kumar & Co., Chartered Accountants, Delhi expressed their unwillingness to be re-appointed as such statutory auditors of the company and gave their resignation. Therefore, in their place M/s Anmol Rana & Associates, Chartered Accountants, New Delhi were appointed as statutory auditors of the company in an Extra Ordinary General Meeting held on 25/3/2013.

M/s. Anmol Rana & Associates, Chartered Accountants, Delhi, the auditors of the company who hold office until the conclusion of the forthcoming Annual General Meeting, being eligible, offer themselves for re-appointment, if made, would be within the prescribed limits under Section 224(1B) of the Companies Act, 1956.

The observations of the Auditor's as referred to in the Auditor's Report are suitably explained in the notes to the Accounts.



## **FIXED DEPOSITS**

The company has not accepted any public deposit and, as such, no amount of principal or interest was outstanding on the date of Balance Sheet.

## **COMPLIANCE WITH THE ACCOUNTING STANDARDS**

The Company prepares its accounts and other financial statements in accordance with the relevant accounting principles and also complies with the accounting standards issued by the Institute of Chartered Accountants of India.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Your company is a small company and is carrying on business of Trading. The company is not involved in industrial activities. The administration of the company is done by Mr. Deepak Kumar Babel, a non-executive Director. The management is considering expansion plan in future.

## **HRD INITIATIVES**

The Company strongly believes that the growth of the organization can be sustained through the continuous development of its people who contribute to the business success. Today the Company is proud of its performance driven team. It is the strategy of the leadership team and the execution skills of our people that will take the organization to greater heights.

Today HR has become a critical catalyst for continuous transformation during a phase of rapid growth and transition from a mid-sized company to a large corporation, in line with the company's vision.

## **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirement under section 217(2AA) of the Companies Act, 1956 with respect to the Directors responsibility statement, it is hereby confirmed that:

(i) in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2013, the



applicable accounting standards have been followed and there are no material departures from the same;

- (ii) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year 31<sup>st</sup> March, 2013 and of the profits of the company for the year ended on that date;
- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The statement of particulars under section 217(1)(e) of the Companies Act, 1956 regarding conservation of energy, technology absorption and Foreign exchange earnings and outgo are given below:

- a) Your Company, being involved in Trading activities, has not consumed energy of any significant level. Accordingly, no measures were taken for energy conservation and no investment is required to be for reduction of energy consumption.
- b) No comment is made on technology absorption, considering the nature of activities undertaken by your company during the year under review.
- c) No Expenditure has been made for research and development.
- d) There were no Foreign Exchange earnings or out go during the year under review.



## **PARTICULARS OF EMPLOYEES**

There are no employees drawing remuneration in excess of the limits prescribed under section 217(2A) of the Companies Act, 1956 read with companies (Particulars of employees) Rules 1975(as amended).

## **ACKNOWLEDGEMENT**

The Directors wish to place on record their appreciation of the contributions made by the employees at all levels, whose continued commitment and dedication helped the company achieve better results. The Directors also wish to thank customers, bankers, Central and State Governments for their continued support. Finally your directors would like to express their sincere & whole-hearted gratitude to all of you for your faith in us and your Co-operation & never failing support.

**For and on behalf of the Board of Directors**

Place : Delhi  
Date : 30/08/2013

(Deepak Kumar Babel)  
Director





## **INDEPENDENT AUDITOR'S REPORT**

To the Members of Arman Holdings Limited

### **Report on the Financial Statements**

We have audited the accompanying financial statements of Arman Holdings Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating



the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - 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 those books;



- c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
- e. on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

**For Anmol Rana & Associates**  
Chartered Accountants  
Regn. No. 015666C

Place : New Delhi  
Date : 23.04.2013

(NiveditaGoyal)  
Partner  
M.No.409321







## **Annexure to the Auditors' Report**

**(Referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements of our report of even date to the members of Arman Holdings Limited on the Financial Statements for the year ended 31<sup>st</sup> March, 2013)**

- (i) The Company does not have any fixed assets.
- (ii) The Company does not have any inventory.
- (iii) The Company has neither granted nor taken any loans, secured or unsecured to or from companies, firms or other parties covered in the register maintained under section 301 of the companies Act, 1956. Accordingly, the provisions of clause 4(iii)(a) to (g) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanation given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventory and with regards to the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
- (v)
  - (a) In our opinion and according to the information and explanations given to us, the transactions that need to be entered into the register required to be maintained in pursuance of section 301 of The Companies Act, 1956 have been so entered.
  - (b) In our opinion and according to the information and explanations given to us, transactions made in pursuance of contracts or arrangements entered into the register required to be maintained in pursuance of section 301 of the Act have been made, other than the transactions for which comparable prices are not available, at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) In our opinion, the Company has not accepted any deposit from public hence the provisions of sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 are not applicable to the company.



- (vii) The Company has in-house internal audit system which in our opinion is commensurate with the size of the Company and the nature of its business.
- (viii) As informed to us, the Company (Cost Accounting Records) Rules, 2011 as prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 is not applicable in respect of the Company. Accordingly clause 4(viii) of the Order is not applicable to the Company.
- (ix) According to the records of the Company, all applicable undisputed statutory dues have been deposited regularly during the year with the appropriate authorities and there are no arrears of outstanding statutory dues as at the last day of the financial year concerned, for a period of more than six months from the date they become payable. Further, there are no statutory dues which have not been deposited on account of any dispute.
- (x) The Company does not have any accumulated losses at March 31, 2013 and has not incurred cash losses during the financial year covered by our audit or the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not taken any loan from financial institutions and banks.
- (xii) In our opinion and according to the information and explanations given to us, no loans and advances have been granted by the Company on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The Company is not a chit fund or nidhi / mutual benefit fund / society. Accordingly, the provisions of clause 4(xiii) of the Companies (Auditors Report) Order, 2003 are not applicable to the Company.
- (xiv) The Company is dealing / trading in shares, securities and other investments. The company has maintained proper records of the transactions and contracts and timely entries have been made therein. The shares / securities and other investments have been held by the company in its own name.
- (xv) According to the information and explanations given to us, the Company has not given guarantee on behalf of other company.



- (xvi) According to the information and explanations given to us and records examined by us, no term loans have been raised during the period.
- (xvii) On the basis of an overall examination of the balance sheet of the Company, in our opinion and according to the information and explanations given to us, there are no funds raised on a short-term basis, which have been used for long-term investment.
- (xviii) The Company has not made preferential allotment of shares to the parties covered in register maintained under section 301 of the Companies Act, 1956.
- (xix) According to the information and explanations given to us, the Company has not issued any debentures during the period.
- (xx) The Company has not raised money by way of public issue during the period.
- (xxi) During the course of audit carried out and according to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the year.

**For Anmol Rana & Associates**  
Chartered Accountants  
Regn. No. 015666C

Place : New Delhi  
Date : 23.04.2013

(NiveditaGoyal)  
Partner  
M.No.409321



**ARMAN HOLDINGS LIMITED**  
**Balance Sheet as at 31<sup>st</sup> March 2013**

(Amount in INR)

Particulars	Note No.	As at 31-Mar-2013	As at 31-Mar-2012
<b>I EQUITY AND LIABILITIES</b>			
(1) <b>Shareholder's Fund</b>			
(a) Share Capital	2	24,90,000	24,90,000
(b) Reserves and Surplus	3	<u>6,23,977</u>	<u>6,07,111</u>
		31,13,977	30,97,111
(2) <b>Current Liabilities</b>			
(a) Trade Payable	4	-	21,75,000
(b) Other Current liabilities	5	88,405	20,275
(c) Short Term Provision	6	<u>6,424</u>	<u>1,000</u>
		94,829	21,96,275
<b>TOTAL</b>		<u><b>32,08,806</b></u>	<u><b>52,93,386</b></u>
<b>II ASSETS</b>			
(I) <b>Non-Current Assets</b>			
(a) Investments	7	<u>2,11,815</u>	<u>27,21,092</u>
		2,11,815	27,21,092
(2) <b>Current Assets</b>			
(a) Inventory	8	-	23,91,414
(b) Cash and Bank Balance	9	<u>29,96,992</u>	<u>1,80,880</u>
		29,96,992	25,72,294
<b>TOTAL</b>		<u><b>32,08,806</b></u>	<u><b>52,93,386</b></u>

The Notes referred to above thereon form an integral part of Financial Statements.

As per our report attached

For and on Behalf of  
**Anmol Rana & Associates**  
Firm Regn. No. 015666C  
Chartered Accountants

**(Nivedita Goyal)**  
Partner  
M. NO. 409321

For and on Behalf of  
**Arman Holdings Ltd.**

**(Krishan Singh)**  
Director

**(Uma Shankar Sharma)**  
Director

Place : New Delhi  
Date : 23/04/2013

**ARMAN HOLDINGS LIMITED**  
**Statement of Profit & Loss for the Year ended 31<sup>st</sup> March 2013**

(Amount in INR)

Particulars	Note No.	As at 31-Mar-2013	As at 31-Mar-2012
I Revenue from Operations			
- Sale of Land in stock		29,41,000	2,00,000
- Sale of Shares in Stock		-	90,000
II Other Income	10	26,863	-
III <b>Total Revenue (I + II)</b>		<u>29,67,863</u>	<u>2,90,000</u>
IV <b>Expenses</b>			
Purchase of Land		-	25,50,000
Changes in inventory of stock-in-trade	11	23,91,414	(23,03,652)
Other Expenses	12	5,52,113	5,65,570
<b>Total Expenses</b>		<u>29,43,527</u>	<u>8,11,918</u>
V <b>Profit Before Tax (III - IV)</b>		24,336	(5,21,918)
VI <b>Tax Expense</b>			
1. Current tax		7,520	1,000
2. Prior year tax adjustments		(50)	12,598
VII <b>Profit/(Loss) for the year (V-VI)</b>		<u>16,866</u>	<u>(5,35,516)</u>
Equity shares of par value Rs. 10/- each			
Basic & diluted earning per share		0.07	(2.15)

The Notes referred to above thereon form an integral part of Financial Statements.

As per our report attached

For and on Behalf of  
**Anmol Rana & Associates**  
 Firm Regn. No. 015666C  
 Chartered Accountants

**(Nivedita Goyal)**  
 Partner  
 M. NO. 409321

For and on Behalf of  
**Arman Holdings Ltd.**

**(Krishan Singh)**  
 Director

**(Uma Shankar Sharma)**  
 Director

Place : New Delhi  
 Date : 23/04/2013

**ARMAN HOLDINGS LIMITED**  
**Cash Flow Statement for the Year Ended 31<sup>st</sup> March, 2013**

(Amount in Rs.)

Particulars	For the year ended 31 March, 2013		For the year ended 31 March, 2012	
<b>A. Cash flow from operating activities</b>				
<b>Net Profit / (Loss) before extraordinary items and tax</b>		<b>24,336</b>		<b>(5,21,918)</b>
<b>Adjustments for:</b>				
Profit on sale of investment	(11,561)		-	
Provision for doubtful advances	-		5,25,000	
Interest income	(15,302)		-	
	(26,863)		5,25,000	
<b>Operating profit / (loss) before working capital changes</b>		<b>(2,527)</b>		<b>3,082</b>
Changes in working capital:				
Adjustments for (increase) / decrease in operating assets:				
Inventories	23,91,414		(23,03,652)	
Trade Receivables	-		2,667	
Short-term loans and advances	-		2,00,000	
Adjustments for increase / decrease in operating liabilities:				
Trade payables	(21,75,000)		21,75,000	
Other current liabilities & provisions	68,130		7,657	
	2,84,544		81,672	
<b>Cash generated from operations</b>		<b>2,82,017</b>		<b>84,754</b>
Net income tax (paid) / refunds		(2,046)		(12,598)
<b>Net cash flow from / (used in) operating activities (A)</b>		<b>2,79,971</b>		<b>72,156</b>
<b>B. Cash flow from investing activities</b>				
Proceeds from sale of non-current investments		25,20,838		-
Interest received on bank deposits		15,302		-
<b>Net cash flow from / (used in) investing activities (B)</b>		<b>25,36,140</b>		<b>-</b>
<b>C. Cash flow from financing activities</b>				
Finance cost		-		-
<b>Net cash flow from / (used in) financing activities (C)</b>		<b>-</b>		<b>-</b>
<b>Net increase/(decrease) in Cash and cash equivalents (A+B+C)</b>		<b>28,16,111</b>		<b>72,156</b>
Cash and cash equivalents at the beginning of the year		1,80,880		1,08,724
<b>Cash and cash equivalents at the end of the year</b>		<b>29,96,991</b>		<b>1,80,880</b>

The Notes referred to above thereon form an integral part of Financial Statements.

As per our report attached

For and on Behalf of  
**Anmol Rana & Associates**  
 Firm Regn. No. 015666C  
 Chartered Accountants

**(Nivedita Goyal)**  
 Partner  
 M. NO. 409321

For and on Behalf of  
**Arman Holdings Ltd.**

**(Krishan Singh)**  
 Director

**(Uma Shankar Sharma)**  
 Director

Place : New Delhi  
 Date : 23/04/2013

**ARMAN HOLDINGS LIMITED**  
**Notes Forming Part of the Financial Statements**

**1 Significant Accounting Policies**

**a. Basis of Preparation of Financial Statements**

The financial Statement of the Company are Prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with Generally Accepted Accounting Principles (“GAAP”) in India, mandatory accounting standards, as specified in the Companies (Accounting Standards) Rules, 2006 and the provision of the Companies Act, 1956, to the extent applicable and as adopted consistently by the Company.

The Company is a small and Medium Sized Company (“SMC”) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 1956. Accordingly, the Company has complied with the Accounting Standards as applicable to a small and Medium Sized Company.

All assets and liabilities have been classified as current or non-current as per the criteria set out in the Schedule VI to the Companies act, 1956. Based on the nature business the Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

**b. Revenue Recognition**

Income is recognized on an accrual basis on time proportionate basis.

**c. Fixed Assets**

Company has no fixed Assets.

**2 Share Capital**

(Amount in INR)

Particulars	As at 31/03/2013	As at 31/03/2012
<b>Authorised Capital</b> 2,50,000 Eq. shares of Rs. 10/- each	25,00,000	25,00,000
<b>Issued, Subscribed and fully Paid-Up Capital</b> 2,49,000 Eq. shares of Rs. 10/- each fully paid	24,90,000	24,90,000
	<b>24,90,000</b>	<b>24,90,000</b>



a. **Reconciliation of the number of shares outstanding**

Number of shares at the beginning	2,49,000	2,49,000
Add: Shares issued during the year	-	-
Number of shares at the end	2,49,000	2,49,000

b. **Rights, preferences and restrictions attached to shares**

**Equity Shares:** The company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c. **Details of shareholders holding more than 5% of the aggregate shares in the Co. as on 31/03/2013**

Name	No. of Shares	%
Virender K. Singal (HUF)	38,000	15.26%
Swan Travels Pvt. Ltd.	24,500	9.84%
Gemini Travels Pvt. Ltd.	22,400	9.00%

**Details of shareholders holding more than 5% of the aggregate shares in the Co. as on 31/03/2012**

Name	No. of Shares	%
Virender K. Singal (HUF)	38,000	15.26%
Swan Travels Pvt. Ltd.	24,500	9.84%
Viney K. Singhal (HUF)	75,900	30.48%
Vina Singhal	18,300	7.35%
Singhal Overseas (P) Limited	24,700	9.92%
JKS Tours (P) Limited	22,900	9.20%
Gemini Travels Pvt. Ltd.	22,400	9.00%





### 3 Reserves & Surplus

Particulars	As at 31/03/2013	As at 31/03/2012
<b>Statement of Profit &amp; Loss</b>		
Opening Balance at the beginning of the year	6,07,111	11,42,627
Add: Transferred from statement of Profit & Loss	16,866	(5,35,516)
Balance at the end of the Year	6,23,977	6,07,111

### CURRENT LIABILITIES

#### 4 Trade Payable

Particulars	As at 31/03/2013	As at 31/03/2012
Advance against sale of land	-	21,75,000
	-	<b>21,75,000</b>

Based on the information received and available with the Company, there are no dues outstanding to Micro, Small and Medium enterprises covered under the Micro, Small and Medium Enterprises Development Act 2006.

#### 5 Other Current Liabilities

Particulars	As at 31/03/2013	As at 31/03/2012
Creditors for Services	38,405	20,275
TDS Payable	50,000	-
	<b>88,405</b>	<b>20,275</b>

#### 6 Provisions

Particulars	As at 31/03/2013	As at 31/03/2012
Provision for Income tax net of TDS Rs. 1,096/-	6,424	1,000
	<b>6,424</b>	<b>1,000</b>



## NON-CURRENT ASSETS

### 7 Investment

Particulars	As at 31/03/2013	As at 31/03/2012
<b>Investment in Shares</b>		
- Quoted at cost	-	11,49,590
- Unquoted at cost	2,11,815	15,71,502
	<b>2,11,815</b>	<b>27,21,092</b>

## CURRENT ASSETS

### 8 Inventories

Particulars	As at 31/03/2013	As at 31/03/2012
Stock in hand (Shares)	-	13,539
Stock in hand (Land)	-	23,77,875
	-	<b>23,91,414</b>

### 9 Cash and Bank Balances

Particulars	As at 31/03/2013	As at 31/03/2012
Cash in Hand	41,146	7,092
Balance with bank	29,55,846	1,73,788
	<b>29,96,992</b>	<b>1,80,880</b>

### 10 Other Income

Particulars	Year ended 31/03/2013	Year ended 31/03/2012
Interest of fixed deposits	15,302	-
Profit on sale of investment	11,561	-
	<b>26,863</b>	-



## 11 Changes in Inventory

Particulars	Year ended 31/03/2013	Year ended 31/03/2012
Inventory at the end of the year:		
- Shares	-	13,539
- Land	-	23,77,875
	-	<b>23,91,414</b>
Inventory at the beginning of the year:		
- Shares	13,539	87,762
- Land	23,77,875	-
	<b>23,91,414</b>	<b>87,762</b>
<b>Net (Increase) / Decrease</b>	<b>23,91,414</b>	<b>(23,03,652)</b>

## 12 Changes in Inventory

Particulars	Year ended 31/03/2013	Year ended 31/03/2012
Professional charges	5,00,000	4,000
Auditors' remuneration*	26,405	8,275
Miscellaneous expenses	25,708	28,295
Provision for doubtful advances / debts	-	5,25,000
	<b>5,52,113</b>	<b>5,65,570</b>

Auditors' remuneration	Year ended 31/03/2013	Year ended 31/03/2012
Statutory audit fee	7,500	7,500
Certification charges	16,000	-
Service Tax	2,905	75
	<b>26,405</b>	<b>8,275</b>

**13 Contingent Liabilities** Nil Nil

**14** Balance comprised in Current Assets, Loans and Advances and Current Liabilities are subject to confirmation/reconciliation and consequential adjustments. Necessary adjustments, if any, will be carried out upon receipt of such confirmations.

**15 Earning per share**

Particulars	2012-13	2011-12
Profit after tax	16,866	(5,35,516)
Equity shares outstanding as at the year end	2,49,000	2,49,000
Weighted average number of equity shares used as denominator for calculating	2,49,000	2,49,000
Nominal value per share (Rs.)	10	10
Basic Earnings per share (Rs.)	0.07	(2.15)

**16 Segment information**

**Business Segments:**

Operations of the Company do not qualify, for reporting as business segments, under the criteria set out under Accounting Standard 17 on 'Segment reporting' issued by The Institute of Chartered Accountants of India.

**Geographic segment:**

Operations of the Company do not qualify, for reporting as geographic segments, under the criteria set out under Accounting Standard 17 on 'Segment reporting' issued by The Institute of Chartered Accountants of India.

**17.**

Particulars	Year ended	
	March 31, 2013	March 31, 2012
Expenditure in foreign currency	Nil	Nil

**18.**

Particulars	Year ended	
	March 31, 2013	March 31, 2012
Import of raw material	Nil	Nil
Spare parts for Machine	Nil	Nil



19. Particulars	Year Ended	
	March 31, 2013	March 31, 2012
Earnings in foreign currency	Nil	Nil

- 20 There are no material transactions with related parties during the year under audit.
- 21 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.
- 22 Figures have been rounded off to the nearest rupee.

As per our report attached

For and on Behalf of  
**Anmol Rana & Associates**  
Firm Regn. No. 015666C  
Chartered Accountants

For and on Behalf of  
**Armam Holdings Ltd.**

**(Nivedita Goyal)**  
Partner

**(Krishan Singh)**  
Director

**(Uma Shankar Sharma)**  
Director

Place : New Delhi  
Date : 23/04/2013