

**32<sup>ND</sup> ANNUAL REPORT 2013-14**

**ACI INFOCOM LIMITED**

(CIN: L72200MH1982PLC175476)

**BOARD OF DIRECTORS**

ANAND KUMAR JAIN	(DIN 02411779)	PROMOTER MANAGING DIRECTOR
KUSHAL CHAND JAIN	(DIN 03545081)	PROMOTER DIRECTOR
NIRMAL KUMAR JAIN	(DIN 03340173)	PROMOTER DIRECTOR
KALPESH BHANDARI	(DIN 03146496)	INDEPENDENT DIRECTOR
JAGDISHCHANDRA GHUMARA	(DIN00519468)	INDEPENDENT ADDITIONAL DIRECTOR
HEMANTKUMAR S JAIN	(DIN 06778764)	INDEPENDENT ADDITIONAL DIRECTOR

**COMPLIANCE OFFICER**

Vinod Jhavar

**AUDITORS**

M/s. Anand Jain & Associates  
(Chartered Accountants)  
Mumbai

**BANKERS**

HDFC Bank  
Thakur complex, Kadivali(E),Mumbai:4000101

**REGISTERED OFFICE**

Office No. D 001, Krishna Complex,  
W.E. Highway, Opp. National Park,  
Borivali (East), Mumbai – 400 066.  
Phone : 022-228910050  
E-Mail: aciinfocomltd@gmail.com  
compliance@acireality.co.in  
[www.acireality.co.in](http://www.acireality.co.in)

**REGISTRAR & SHARE TRANSFER AGENTS**

SYSTEM SUPPORT SERVICES  
209, Shivai Industrial Estate,  
89, Andheri Kurla Road, Sakinaka,  
Andheri East, Mumbai 400072  
Tel: 022-28500835  
Fax: 022-28501438  
E-mail: sysss72@yahoo.com

# ACI INFOCOM LIMITED

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## NOTICE

Notice is hereby given that the Thirty Second Annual General Meeting of the Shareholders of ACI INFOCOM LIMITED (CIN: L72200MH1982PLC175476) at Granville Hotel, Plot 680D Opp. Korakendra Ground, R.M. Bhattad Marg, Borivali West, Mumbai- 400092 on Monday, 22<sup>nd</sup> September, 2014, at 2.30 p. m. to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2014 and the Audited Statement of Profit and Loss Account for the year ended 31<sup>st</sup> March, 2014 and the Report of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Kushal Chand Jain (DIN 03545081) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. Anand Jain & Associates, (ICAI Regn. No. 105666W) Chartered Accountants as Statutory Auditors and to fix their remuneration.

### SPECIAL BUSINESS

4. To Consider and if, thought fit, to pass with or without modification, the following resolution as **an Ordinary Resolution.**

“RESOLVED THAT Mr. Jagdishchandra Ghumara (DIN:06794961), who was appointed as an Additional Director of the Company on 3<sup>rd</sup> January, 2014 under Articles of Association of the Company and who by virtue of Section 260 of the erstwhile Companies Act, 1956 and Section 161 of the Companies Act, 2013 to the extent applicable, holds office upto the date of this Annual General Meeting, and being eligible, offers himself for re-appointment and in respect of whom the Company has received Notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation”.

5. To Consider and if, thought fit, to pass with or without modification, the following resolution as **an Ordinary Resolution.**

“RESOLVED THAT Mr. Hemant Kumar Jain (DIN:06778764), who was appointed as an Additional Director of the Company on 3<sup>rd</sup> January, 2014 under Articles of Association of the Company and who by virtue of Section 260 of the erstwhile Companies Act, 1956 and Section 161 of the Companies Act, 2013 to the extent applicable, holds office upto the date of this Annual General Meeting, and being eligible, offers himself for re-appointment and in respect of whom the

## ACI INFOCOM LIMITED

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Company has received Notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation”.

6. To Consider and if, thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**.

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of Companies Act, 2013 and the rules thereunder (including any statutory modifications or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 Mr. Kalpesh Bhandari (DIN: 03146496) be and is hereby appointed as an Independent Director of the Company to hold office for three consecutive years”.

7. To Consider and if, thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**.

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of Companies Act, 2013 and the rules thereunder (including any statutory modifications or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 Mr. Jagdishchandra Ghumara (DIN:00519468) be and is hereby appointed as an Independent Director of the Company to hold office for three consecutive years”.

8. To Consider and if, thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**.

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of Companies Act, 2013 and the rules thereunder (including any statutory modifications or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 Mr. Hemant Kumar Jain (DIN:06778764) be and is hereby appointed as an Independent Director of the Company to hold office for three consecutive years”.

**By order of the Board of Directors  
For ACI INFOCOM LIMITED**

Place : Mumbai  
Date : May, 28, 2014

**(KUSHAL CHAND JAIN)  
DIRECTOR  
(DIN 03545081)**

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## 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 AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY SHALL NOT HAVE THE RIGHT TO SPEAK AT THE MEETING AND SHALL NOT BE ENTITLED TO VOTE AT THE MEETING EXCEPT ON A POLL.
2. The Proxy, in order to be effective, should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 wherever applicable is attached and forms part of this Notice.
4. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote by electronic means, as an alternative to vote physically at the Annual General Meeting (AGM), and the business may be transacted through e-Voting Services provided by Central Depository Security Limited (CDSL). Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e physically and e-voting, then votes casted through e-voting shall be only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid.

### **For Members receiving e-mail on their registered email ids from CDSL:**

Members can cast their vote online **from 09:00 am hrs of September 17, 2014 UPTO 6:00 p m hrs of September 19, 2014**. E-Voting shall not be allowed beyond 6.00 p m hrs of September 19, 2014. During the e-voting period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the record date may cast their vote electronically. The record date for the purpose of e-voting is August, 29, 2014.

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

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- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.</li><li>• In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li></ul>
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"><li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter <b>the number of shares held by you as on the cut off date</b> in the <b>Dividend Bank details field</b>.</li></ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
  - (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
  - (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
  - (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
  - (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
  - (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
  - (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

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- (B) The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date>, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
5. The Company has appointed Mr. Sanjay Dholakia, (FCS 2655 CP 1798) Practising Company Secretary as the Scrutinizer to count the votes casted in favour or against the resolutions proposed from item No. 1 to 8 of the Notice for point No. 4 as mentioned hereinabove and to comply with the provisions of Section 108 of the Companies Act, 2013. He will submit his report on 20<sup>th</sup> September, 2014 to the Chairman of the Company and in turn the Chairman will announce the same on the date of Annual General Meeting.
7. The Register of Members and Share Transfer Register of the Company will remain closed from 16<sup>th</sup> September, 2014 to 22<sup>nd</sup> September, 2014 (both days inclusive).
- d) The Members are requested to:
- i) Intimate immediately any change in their address to Company's Registrar and Share Transfer Agents SYSTEM SUPPORT SERVICES, 209, Shivai Industrial Estate, 89, Andheri Kurla Road, Sakinaka, Andheri East, Mumbai 400072 Tel: 022-28500835, Fax: 022-28501438, E-mail: [sysss72@yahoo.com](mailto:syss72@yahoo.com)
- Members holding shares in the electronic form are advised to inform change in address directly to their respective depository participants.
- ii) Quote their Folio No./Client ID No. in their correspondence with the Company/ Registrar and Share Transfer Agents.
- iii) Send their queries atleast 10 days in advance so that the required information can be made available at the meeting.
- iv) Bring their copies of Annual Report and Attendance slip with them at the meeting.
- v) Intimate Registrar and Share Transfer Agents SYSTEM SUPPORT SERVICES for consolidation of their folios, in case they are having more than one folio.

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## EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

That following explanatory statement sets out the material facts referring to Item No.4 to 8 of the Notice.

### ITEM NO. 4 & 5

Mr. Jagdish Chandra Ghumra and Mr. Hemant Kumar Jain were appointed as Additional Director of the Company w. e. f. 3<sup>rd</sup> January, 2014 pursuant to Section 260 of the erstwhile Companies Act, 1956. As per his terms of appointment, his term as Director expires at the ensuing Annual General Meeting. The Company in turn has received notices from members signifying their intention to appoint the above named Directors of the Company liable to retire by rotation. The Directors recommend the appointment in the best interests of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Jagdish Chandra Ghumra and Mr. Hemant Kumar Jain may be considered to be interested in the passing of these resolutions.

### ITEM NO. 6 TO 8

Mr. Kalpesh Bhandari, Mr. Jagdish Chandra Ghumra and Mr. Hemant Kumar Jain are Independent Directors of the Company. They hold the vast experience and experts in their respective fields. They are also the committee Members of Audit committee and Remuneration Committee and Shareholders Grievances Committee.

In the opinion of the Board these Directors fulfills the conditions of Companies Act, 2013 and rules thereunder for their appointment as Independent Directors of the Company and are independent of the Promoter Group of the Company. Copy of the draft of Letter of appointment issued to them is available at the registered office of the Company without any fee to Members of the Company.

The Board recommends these resolutions as mentioned at item No. 6 to 8 of the Notice.

Except Mr. Kalpesh Bhandari, Mr. Jagdish Chandra Ghumra and Mr. Hemant Kumar none of the Directors of the Company and Key Managerial Personnel of the Company and their relatives are concerned or interested in these resolutions. The Explanatory Statement may be regarded as disclosure under Clause 49 of the Listing Agreement with the stock exchange.

**By order of the Board of Directors**

**For ACI INFOCOM LIMITED  
(KUSHAL CHAND JAIN)  
DIRECTOR  
(DIN 03545081)**

Place : Mumbai

Date : May, 28, 2014



# ACI INFOCOM LIMITED

## DIRECTORS' REPORT

To

The Members,

The Board of Directors are pleased to present herewith the Thirty Second Annual Report of your Company together with the Audited Accounts for the year ended 31<sup>st</sup> March, 2014.

### FINANCIAL RESULTS

Amount in Rupees

Particulars	For the Year	
	2013-14	2012-13
Income	NIL	NIL
Other Income	54,58,401	78,16,807
<b>Total Income</b>	<b>54,58,401</b>	<b>78,16,807</b>
Expenditure before Depreciation, Interest & tax	28,17,892	38,06,248
EBITDA	26,40,509	40,10,559
Depreciation	11,063	10,280
Interest	4,38,672	33,415
Profit/(Loss) before Prior period item	21,90,774	39,66,864
Less : Prior Period / Exceptional item	NIL	5,50,000
<b>Profit before Tax</b>	<b>21,90,774</b>	<b>34,16,864</b>
<b>Less: Tax Expenses</b>		
Current Tax/Mat	5,43,670	6,51,083
Mat Credit Entitlement for the Current year	NIL	(6,51,083)
Mat Credit Entitlement for the previous year	6,51,083	NIL
Deferred Tax	1,47,462	1,25,440
Profit for the year	14,99,643	32,91,425

### DIVIDEND

Your Directors do not recommend any dividend for the year as they wish to reinvest surplus funds into the business for further growth.

## **ACI INFOCOM LIMITED**

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### **DIRECTORS**

During the Financial year on 03<sup>rd</sup> January, 2014 Mr. Jagdishchandra Ghumara and Mr. Hemant Kumar Jain was appointed as an Additional Director of the Company and their term as Director expires at the forthcoming Annual General Meeting. The Company in turn has received notice from a member along with requisite amount pursuant to Section 161 of the Companies Act, 2013. The Directors recommend the appointment in the best interests of the Company.

Also Mr. Kalpesh Bhandari, Mr. Jagdishchandra Ghumra and Mr. Hemant Kumar Jain were appointed as an Independent Director of the Company to hold office for three Consecutive years.

### **DIRECTORS RESPONSIBILITY STATEMENT.**

Pursuant to the requirement Under Section 134(3)(C) of the Companies Act, 2013 with respect to the Directors Responsibilities Statement, it is hereby confirmed;

- i) That in the preparation of the Annual Accounts for the financial year 31<sup>st</sup> March, 2014, the applicable accounting standards have been followed alongwith proper explanation relating to material departures.
- ii) That the Directors have selected such accounting policies and applied them consistently and made judgment and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of 31<sup>st</sup> March, 2014 and Rs. 14,99,643/- profit of the Company for the year ended 31<sup>st</sup> March, 2014
- iii) That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) That the Directors have prepared the Accounts for the financial year ended 31<sup>st</sup> March, 2014 on a going concern basis.

### **AUDITORS**

The Company has received a certificate from M/s Anand Jain & Associates, Chartered Accountants to the effect that their appointment, if made would be within the prescribed limits specified under Section 139(2) of the Companies Act, 2013.

You are requested to appoint and fix remuneration of M/s Anand Jain & Associates, Chartered Accountants as Auditors for the year 2014-15.

## **ACI INFOCOM LIMITED**

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### **DEPOSITS**

The Company has not accepted any Fixed Deposits and, as such, no Amount of principal or interest was outstanding as of the Balance sheet.

### **PERSONNEL**

The Company is not having any employees who are drawing remuneration in excess of the limits prescribed under Section 217 (2A) of the Companies Act, 1956.

### **CORPORATE GOVERNANCE**

Pursuant to Clause 49 of the Listing Agreement and Section 292A of the Companies Act, 1956, a report on Corporate Governance, which inter alia, includes the composition and construction of Audit Committee, is featuring as a part of Annual Report. Your Company will continue to adhere in letter and spirit to the good corporate governance policies. Pursuant to the provisions of Clause 49(VII) (1) of the Listing Agreement, a certificate from the auditors of the Company on the compliance of the Clause is enclosed.

### **CEO'S DECLARATION**

Pursuant to the provisions of Clause 49(I) (D)(ii) of the Listing Agreement, a declaration by the Director of the Company declaring that all the members of the Board and the Senior Personnel of the Company have affirmed compliance with the Code of Conduct of the Company is enclosed.

### **MANAGEMENT DISCUSSION & ANALYSIS (MD&A)**

The Company continues to do the business of Realty Development.

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

Your Company places considerable emphasis on internal control systems and is appointing a separate Internal Auditor.

### **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

During the year under review, your Company has earned revenues from operations of Rs. NIL and other income Rs. 54,58,401/- (Previous Year Rs. 78,16,807/-) and earned a profit before tax of Rs. 21,09,774/- as against the profit of Rs. 34,16,864/- in the previous year.

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### MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company employs personnel from all walks of life having the requisite qualifications as demanded by the job profile. It has a well designed training programme, to retain and train the personnel with respect to the culture of the Company and to keep them abreast with the latest developments in the changing technological environment.

### CONSERVATION OF ENERGY, TECHNOLOGICAL ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

- A. Conservation of energy: The Company uses electric energy for its equipment such as air conditioners, computer terminals, lighting and utilities in the work premises. All possible measures have been taken to conserve energy.
- B. Technology Absorption: During the year your Company has not operated plants, therefore no technology absorption and research & development.
- C. Foreign Exchange Earnings & Outgo

(Rs. in Lacs)

		2013-14	2012-13
A)	Earnings on Re-exports	NIL	NIL
B)	Outgo	NIL	NIL
	Travelling	NIL	NIL
	Royalty on Software Products	NIL	NIL
	CIF Value of goods imported	NIL	NIL
	Sales Promotion	NIL	NIL

### ACKNOWLEDGEMENTS

Your Directors place on record their grateful appreciation for the continued assistance and co-operation extended by the shareholders, customers, bankers and the dedicated employees and the business associates.

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

Place : Mumbai,

Date : 28<sup>TH</sup> May, 2014

(KUSHAL CHAND JAIN)

(ANAND KUMAR JAIN)

**DIRECTOR**

**DIRECTOR**

**(DIN.0354508)**

**(02411779)**

## CORPORATE GOVERNANCE REPORT

As per Schedule of Implementation of Clause 49 of the Listing Agreement with the Stock Exchange, the said Clause 49 is applicable to your company from the Financial Year ending as on 31<sup>st</sup> March, 2014. As per the Clause 49 of Listing Agreement with Stock Exchange, incorporate certain mandatory disclosure requirements with regard to Corporate Governance. In pursuance of the requirements of Corporate Governance, the Board of Directors report the following:

### **COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE**

The Company's philosophy on Corporate Governance is conducting business in fair and transparent manner, enhancing stakeholders' value. The Company will continue to focus on its resources, strength and strategies for creation and safeguarding of shareholders wealth and interest. The Company emphasizes the need for full transparency and accountability in all its transactions, in order to protect the interest of its stakeholders. The Board considers itself as a Trustee of its shareholders and acknowledges its responsibilities towards them for creation and safeguarding their wealth.

Corporate Governance is a journey for constantly improving sustainable value creation and is an upward moving target. We have undertaken several initiatives towards maintaining the highest standards.

### **BOARD OF DIRECTORS;**

The Company has Executive Chairman. The strength of the Board of Directors is 6 Directors including 3 Non-executive Independent Directors.

a) Composition & Category of Directors as on 31<sup>st</sup> March, 2014 -

Sr. No	Name of the Director	Category
1	Mr. Anand Kumar Jain	Managing Director
2	Mr. Nirmal Kumar Jain	Promoter Director
3	Mr. Kushal Chand Jain	Promoter Director
4	Mr. Kalpesh Bhandari	Independent Director
5	Mr. Hemant Kumar Jain	Independent Director
6.	Mr. Jagdishchandra Ghumra	Independent Director

b) Attendance of each director at the Board Meetings held during the year 2013-14 and at the Last Annual General Meeting.

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NAME OF THE DIRECTOR	BOARD MEETINGS HELD	MEETINGS ATTENDED	AGM ATTENDED
Mr. Anand Kumar Jain	5	5	YES
* Mr. Nirmal Kumar Jain	5	5	YES
**Mr. Kushal Chand Jain	5	5	YES
Mr. Kalpesh Bhandari	5	5	YES
**** Mr. Rajesh Shah	5	4	YES
*** Mr. Lalit Bajaj	5	1	NO
**Mr. Hemant Kumar Jain	5	0	NO
**Mr. Jagdishchandra Ghumra	5	1	NO
****Mr. Vipin Ladda	5	3	NO

\*Died on 17.07.2014

\*\*Appointed wef . 03.01.2014

\*\*\*Resigned wef 27.05.2013

\*\*\*\*Appontment on 27.05.2013 & Resigned wef .03.01.2014

\*\*\*\*\*Resigned wef . 03.01.2014

### AUDIT COMMITTEE

The Audit Committee was constituted in terms of Section 292A of the Companies Act, 1956 and the provisions of Clause 49 of the Listing Agreement.

a) Brief Description of Terms of reference:

The terms of reference of Audit Committee are in conformity with the provisions of Sub Clause II of the Listing Agreement, which inter-alia, includes the following:

- Oversight of Company's financial reporting process.
- Recommending appointment and removal of external auditors and fixing their fees.
- Reviewing with the management the quarterly, half-yearly and annual financial results/statements with special emphasis on accounting policies and practices, compliance with accounting standards and other legal requirements concerning financial statements.
- Reviewing the adequacy of the Audit and Compliance functioning including their policies, procedures, techniques and other regulatory requirements.
- Reviewing the adequacy of internal control systems and significant audit findings.
- Discussion with external auditors regarding the nature and scope of audit.

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b) Composition, Name of Members and Chairperson

- 1) \*\*Mr. Rajesh Shah, Chairman
- 2) Mr. Kalpesh Bhandari
- 3) \*Mr. Lalit Bajaj
- 4) \*\*\* Mr. Jagdishchandra Ghumara

\* Resigned wef 27.05.2013

\*\* Resigned wef 10.02.2014

\*\*\*Appointed wef 10.02.2014

c) Meetings of Audit Committee held during the year 2013-14 and attendance of members

Name Of The Member	Meetings Of Audit Committee Held	Meetings Attended
**Rajesh Shah	4	4
Kalpesh Bhandari	4	4
*Lalit Bajaj	4	1
*** Mr. Jagdishchandra Ghumara	4	NIL

\* Resigned wef 27.05.2013

\*\* Resigned wef 10.02.2014

\*\*\*Appointed wef 10.02.2014

d) The Chairman of the Audit Committee attended the Last AGM and answered the queries raised by the Shareholders.

### REMUNERATION COMMITTEE

a) Brief Description of terms of reference:

This Committee was constituted primarily to evaluate compensation and benefits for Executive Directors.

b) Composition, name of members and Chairperson:

- 1) \*Mr. Rajesh Shah, Chairman
- 2) Mr. Kalpesh Bhandari, Member
- 3) \*\*Mr. Jagdishchandra Ghumara

\* Resigned wef 10.02.2014

\*\*Appointed wef 10.02.2014

c) Meetings and attendance during the year 2013-2014.

The meeting of the Committee was held for two times and was attended by both the members.

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d) Remuneration Policy

The remuneration policy of the Company is rewards for results and recognition for efforts.

e) Detail of Remuneration of the Director.

Particulars	Mr. Anand Kumar Jain	Mr. Nirmal Kumar Jain	Mr. Kushal chand Jain
Salary	3,00,000/-	3,00,000/-	3,00,000/-
Perquisites	0.00	0.00	0.00
Provident Fund	0.00	0.00	0.00
Total Rs.	3,00,000/-	3,00,000/-	3,00,000/-

All the Directors were employed for the part of the year.

The non-executive directors are not eligible for Commission and they have not paid any sitting fees.

### SHAREHOLDER'S/INVESTOR'S GRIEVANCE COMMITTEE

a) Terms of reference:

The Committee was constituted to specifically look into the redressing of shareholders and investor complaints like transfer of shares, non-receipt of Balance Sheet, non-receipt of declared dividend, etc.

b) Composition, name of members and Chairperson:

- 1) \* Mr. Rajesh Shah, Chairman
- 2) Mr. Kalpesh Bhandari, Member
- 3) \*\*Mr. Jagdishchandra Ghumara

\* Resigned wef 10.02.2014

\*\*Appointed wef 10.02.2014

c) Name and Designation of Compliance Officer : Mr. Vinod Jhawar is the Compliance Officer of the Company.

d) No. of shareholder's complaints received during the year 2013-2014.

During the year 2013-14 there were 6 complaints were received from the investors which were resolved by the Company.

e) No. of complaints not solved to the satisfaction of the shareholders: NIL

There was no complaint that was not solved to the satisfaction of the shareholders.

f) No. of pending share transfers : NIL



# ACI INFOCOM LIMITED

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## GENERAL BODY MEETING

- a) Details of last three Annual General Meetings: The following information gives the details of date, time and place of last three Annual General Meetings.

F. Y.	LOCATION	DATE OF TIME OF	TIME OF AGM HELD
2012-13	Granville Hotel, Plot 680D Opp. Korakendra Ground, R.M. Bhattad Marg, Borivali West, Mumbai- 400092	25-09-2013	2.30 P. M.
2011-12	Granville Hotel, Plot 680D Opp. Korakendra Ground, R.M. Bhattad Marg, Borivali West, Mumbai- 400092	14-09-2012	10.30 A. M.
2010-11	203, Shah & Nahar Estate, Dr. E. Moses Road, Worli Naka, Mumbai 400 018	23-09-2011	10.30 A. M.

- b) Whether any Special Resolution passed through Postal Ballot during the year. : No

## DISCLOSURES

- The Company has disclosed related party transaction with Key Management Personnel of Notes to Accounts. None of the transactions with any of the related parties was in conflict with the interests of the Company.
- There have been no non-compliances by the Company of the regulations imposed by the Stock Exchange or SEBI or any other statutory authority or on any matter related to Capital Markets during the last 3 years.

## MEANS OF COMMUNICATIONS

- Financial results of the Company (Quarterly, Half-Yearly and Annual) have been approved by the Board and intimated to the Stock Exchanges and are published in Financial Express and Mahanayak.
- Management Discussion and Analysis Report forms part of the Annual Report.

## GENERAL SHAREHOLDER INFORMATION

- a) **Date, Time and Venue of the Present Annual General Meeting.**

On 22<sup>th</sup> September, 2014 at 2. 30 p. m. at Granville Hotel, Plot 680D Opp. Korakendra Ground, R.M.Bhattad Marg, Borivali West, Mumbai- 400092.

- b) **Financial Calendar**

Quarter ending on	Reporting on
30 <sup>th</sup> June, 2013	14 <sup>th</sup> August, 2013
30 <sup>th</sup> September, 2013	12 <sup>th</sup> November, 2013

## ACI INFOCOM LIMITED

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31<sup>st</sup> December, 2013

10<sup>th</sup> February, 2014

31<sup>st</sup> March, 2014

28<sup>th</sup> May, 2014 (Audited)

- c) Dates of Book Closure: 16<sup>th</sup> September, 2014 to 22<sup>th</sup> September, 2014** (Both Days Inclusive)
- d) Listing on Stock Exchange:** The Bombay Stock Exchange Ltd. (BSE)
- e) Stock Code at Bombay Stock Exchange:** 517356
- f) Market Price Data : High/Low during each month in last financial year**

The following are the monthly high and low quotations during the financial year ending 31<sup>st</sup> March, 2014.

Month	High Rate	Low Rate
April 2013	8.43	5.94
May 2013	5.83	3.84
June 2013	3.77	3.19
July 2013	4.21	3.30
August 2013	3.94	2.80
September 2013	5.65	2.80
October 2013	5.34	3.70
November 2013	4.28	3.64
December 2013	4.74	3.20
January 2014	7.17	4.53
February 2014	7.58	4.76
March 2014	6.13	4.99

Note: Above data taken from BSE website.

- g) Registrar and Share Transfer Agents: M/s. System Support Services**, 209, Shivai Industrial Estate, 89, Andheri Kurla Road, Sakinaka, Andheri (E), Mumbai 400072.
- h) Share Transfer System**

The Company's Share Transfers are taken care by M/s. System Support Services, Registrar and Transfer Agents appointed by the Company. Transfers which are received in Physical Form are processed and the share certificates are returned within a period of 30 days from the date of receipt, subject to documents being valid and complete in all respects.

## ACI INFOCOM LIMITED

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### i) Distribution of Shareholding

Distribution of Shareholding as on 31<sup>st</sup> March, 2014.

Sr. No.	Category	No. of Shareholders	Percentage of Shareholders	No. of Equity Shares	Percentage of Shareholding
1	1 5000	2300	80.645	3208246	2.904
2	5001 10000	120	4.208	952918	0.862
3	10001 20000	62	2.174	963510	0.872
4	20001 30000	32	1.122	831319	0.752
5	30001 40000	32	1.122	1225134	1.109
6	40001 50000	38	1.332	1813964	1.642
7	50001 100000	95	3.331	7811726	7.070
8	100001 Above	173	6.066	93684083	84.789
	<b>TOTAL</b>	<b>2852</b>	<b>100.00</b>	<b>110490900</b>	<b>100.00</b>

Note: The Foreign Shareholding of the Company as on 31<sup>st</sup> March, 2014 is 356139 shares aggregating to- 0.32% of total shareholding of the Company.

### j) Dematerialisation of Shares

The Company Shares are available for holding/transfer in depository system of both Central Depository Services (India) Limited and National Security Depository Limited. The members have the option of holding the shares in physical or dematerialized form. The processing activities with respect to the requests received for dematerialization are generally completed within 21 days from the date of receipt of the request.

The International Securities Information Number (ISIN) allotted for the Company by NSDL and CDSL is ISIN INE167B01017. If a member wants his shares to be dematerialized, he may send the shares along with the request through his Depository Participant to the M/s. System Support Services, Registrar and Share Transfer Agent.

As on 31<sup>st</sup> March, 2014, total number of 1,06,320,820 shares of the Company stand dematerialized. This comprises 96.23% of the Share Capital of the Company.

### k) Address for Correspondence

- For any query in Demat Shares: To the Depository Participant and Demat Registrar
- For any query in Physical Shares: To the Share Transfer Agents
- For any other queries: Registered Office

**CERTIFICATE**

We have examined the compliance of conditions of Corporate Governance by ACI Infocom Limited for the year ended 31<sup>st</sup> March, 2014 as stipulated in Clause 49 of the Listing Agreement of the said Company with the Bombay Stock Exchange.

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

- i) We certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.
- ii) We state that no Investor Grievance is pending for a period exceeding one month against the Company as per the records, maintained by the Shareholders and Investor's Grievance Committee and
- iii) We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For. **Sanjay Dholakia & Associates**

**(Sanjay Dholakia)**

**Practicing Company Secretary**

MEMBERSHIP NO: 2655

Place : Mumbai

Date : 28<sup>th</sup> May, 2014

## Independent Auditors' Report

### To the Members of ACI Infocom Limited

We have audited the accompanying financial statements of **ACI Infocom Limited** ("the Company"), which comprises the balance sheet as at 31<sup>st</sup> March 2014, the statement of profit and loss of the Company for year then ended, the cash flow statement of the Company 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") read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. 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 judgment, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. 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 a true and fair view in conformity with the accounting principles generally accepted in India:

## ACI INFOCOM LIMITED

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- (i) in the case of the balance sheet, of the state of affairs of the Company as at 31<sup>st</sup> March 2014;
- (i) in the case of the statement of profit and loss account, of the profit for the year ended on that date;  
and
- (ii) 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"), as amended, 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 read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013. ; and
  - e. on the basis of written representations received from the directors as on 31 March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

for Anand Jain & Associates  
Chartered Accountants  
Firm's registration number: 105666W

Anand Raj Jain  
Partner  
Membership No.042051

Date- 28/05/2014  
Mumbai

**ANNEXURE TO THE AUDITORS' REPORT**

**(Referred to in paragraph(3) of our report of even date to the members of ACI Infocom Limited for the year ended 31<sup>st</sup> March 2014)**

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed Assets.
- (b) All the assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
- (c) During the year, the Company has not disposed off any substantial part of its fixed assets.
- (ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
- (b) The procedures of physically verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) The Company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification.
- (iii) (a) The Company has not granted any loans, secured or unsecured to companies, firms and other parties covered in the register maintained under section 301 of the Companies Act 1956. Therefore para (b), (c) and (d) are not applicable.
- (b) The Company has taken loan from one parties covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 101.83 Lacs.
- (c) Rate of interest and other terms and conditions of such loan is, in our opinion, prima facie not prejudicial to the interest of the Company.
- (d) The Company is regular in repaying the principal and interest amounts as stipulated.
- (iv) 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 inventory, fixed assets and for 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 control system.

## ACI INFOCOM LIMITED

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- (v) According to the information and explanations given to us there is no transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 hence clause (v) sub clause (a) & (b) not applicable to the company.
- (vi) In our opinion and according to the information and explanations given to us, no public deposits under the provisions of Section 58A and 58AA of the Companies Act, 1956 and rules framed have been accepted by the Company. According to the information and explanations given to us, no order under the aforesaid sections has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal on the Company.
- (vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (viii) We have broadly reviewed the cost records maintained by the company pursuant to the companies (Cost Accounting Records) Rules, 2011 prescribed by the central government under section 209(1)(d) of the companies Act, 1956 and are of the opinion that prima facie the prescribed cost records have been maintain.
- (ix) (a) Undisputed Statutory Dues as applicable to the Company have been regularly deposited with the appropriate authorities; however, there have been some delays in depositing such dues. According to the information and explanations given to us, there were no undisputed statutory dues **except provident fund of Rs.42,218/- & Advance Income Tax of Rs 93,963/-** which have remained outstanding as at 31<sup>st</sup> March, 2014 for the year of more than six months from the date they became payable.
- (b) According to the information & explanations given to us, the company has the following disputed statutory dues and the forum where the dispute is pending are as under –

Sr. No.	Name of statute	Nature of dues	Period to which amt relates	Amt (Rs.)	Forum where dispute pending
1	Custom Act 1962	Custom Duty	1984-85	6,27,764 + Interest	Cancellationat Ex-Party order under Consideration by the issuing authority.

- (x) The Company has accumulated losses at the end of the financial year, however it does not exceed fifty percent of its net worth. The Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to a financial institution or Bank.



## ACI INFOCOM LIMITED

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- (xii) In our opinion and according to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The Company is not a chit fund or a nidhi mutual benefit fund / society.
- (xiv) In our opinion and according to the information and explanations given to us, the Company is not dealing in or trading in shares, securities, debentures and other investments.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not given any guarantees for loans taken by others from banks or financial institutions.
- (xvi) In our opinion and according to the information and explanations given to us, the Company has not raised any term loan.
- (xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that, on an overall basis, funds raised on short-term basis have, prima facie, not been used during the period for long term investment.
- (xviii) According to the information and explanations given to us, the Company has not made preferential allotment to parties and companies covered in the register maintained under section 301 of the Act during the year.
- (xix) According to the information and explanations given to us, the Company had not issued any debentures during the year or in earlier years.
- (xx) The Company has not raised any money by public issue during the year.
- (xxi) To the best of our knowledge and belief 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 Anand Jain & Associates  
Chartered Accountants  
Firm's registration number: 105666W

Anand Raj Jain  
Partner  
Membership No.042051

Date- 28/05/2014  
Mumbai

# ACI INFOCOM LIMITED

## BALANCE SHEET AS AT 31ST MARCH, 2014

Particulars	Notes	As at 31-03-2014 Rs.	As at 31-03-2013 Rs.
<b>I EQUITY AND LIABILITIES</b>			
<b>1. Shareholders' Funds</b>			
(a) Share Capital	2	110,490,900	110,490,900
(b) Reserve and Surplus	3	49,893,325	48,393,682
		<b>160,384,225</b>	158,884,582
<b>2. Current Liabilities</b>			
(a) Trade Payables	4	1,284,610	1,035,032
(b) Other Current Liabilities	5	12,351,036	4,746,971
(c) Short-Term Provision	6	208,807	364,016
		<b>13,844,453</b>	6,146,019
<b>Total</b>		<b>174,228,678</b>	165,030,602
<b>II ASSETS</b>			
<b>1. Non-Current Assets</b>			
(a) Fixed Assets			
(i) Tangible assets	7	202,934	208,854
(ii) Intangible assets		-	-
(b) Non-current investments	8	49,938,783	67,147,887
(c) Deferred tax assets (net)	9	7,231,442	7,378,903
		<b>57,373,158</b>	74,735,644
<b>2. Current Assets</b>			
(a) Inventories	10	49,957,815	39,005,085
(b) Cash and cash equivalents	11	1,109,283	1,578,452
(c) Short-term loans and advances	12	65,545,235	49,437,906
(d) Other Current Assets	13	243,186	273,515
		<b>116,855,520</b>	90,294,958
<b>Total</b>		<b>174,228,678</b>	165,030,602
Significant Accounting Policies	1		
Notes to Accounts	21		

As per our report of even date  
For Anand Jain & Associates  
Chartered accountants  
Firm Reg No.105666W  
Anand Raj Jain  
Partner  
Membership No.42051  
Place : Mumbai  
Date : 28.05.2014

For and on behalf of the Board of Directors

Anand Jain  
Managing Director  
Nirmal Jain  
Director  
Kushal Chand Jain  
Director

# ACI INFOCOM LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH,2014

Particulars	Notes	Year Ended 31-03-2014 Rs.	Year Ended 31-03-2013 Rs.
Revenue from operations		-	-
Other Income	14	5,458,401	7,816,807
<b>Total-(I)</b>		<b>5,458,401</b>	<b>7,816,807</b>
<b>Expenses</b>			
Construction cost	15	10,952,730	13,955,109
Changes in Inventory	16	(10952730)	(13955109)
Employees Benefits	17	1,718,680	2,110,275
Other Expenses	18	1,099,212	1,695,973
Depreciation	7	11,063	10,280
Finance cost	19	438,672	33,415
<b>Total -(II)</b>		<b>3,267,627</b>	<b>3,849,942</b>
<b>Profit/(Loss) Before Exceptional, Extraordinary And Prior Period Item</b>		<b>2,190,774</b>	<b>3,966,865</b>
Less- Exceptional Item	20	-	550,000
<b>Profit/(Loss) Before tax</b>		<b>2,190,774</b>	<b>3,416,865</b>
<b>Tax Expenses</b>			
Current Tax		543,670	651,083
MAT Credit Entitlement for the year		-	(651083)
Deferred Tax		147,462	125,440
<b>Profit/(loss) for the year</b>		<b>1,499,643</b>	<b>3,291,425</b>
Earning per equity share (Face Value per share Rs. 1)			
Basic		0.01	0.03
Diluted		0.01	0.03
Significant Accounting Policies	1		
Notes to Accounts	21		

As per our report of even date  
For Anand Jain & Associates  
Chartered accountants  
Firm Reg No.105666W  
Anand Raj Jain  
Partner  
Membership No.42051  
Place : Mumbai  
Date : 28.05.2014

For and on behalf of the Board of Directors

Anand Jain  
Managing Director  
Nirmal Jain  
Director  
Kushal Chand Jain  
Director

## ACI INFOCOM LIMITED

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

Particulars	Year Ended 31-03-2014 Rs.	Year Ended 31-03-2013 Rs.
<b>Cash Flow From Operating Activities</b>		
<b>Profit Before Tax</b>	<b>2,190,774</b>	3,416,864
Adjustments for :		
Depreciation	<b>11,063</b>	10,280
Income on investment in partnership firm	<b>(3,290,896)</b>	(4,928,450)
Finance Cost	<b>438,672</b>	33,415
Interest income	<b>(2,167,505)</b>	(2,888,357)
Operating Profit Before Working Capital Changes	<b>(2,817,892)</b>	(4,356,248)
Adjustments for :		
(Increase)/decrease in inventories	<b>(10,952,730)</b>	(13,955,109)
(Increase)/decrease in trade receivables	-	74,874,633
(Increase)/decrease in short-term loans and advances & other current assets	<b>(16,208,362)</b>	5,316,472
Increase/(decrease) in current liabilities	<b>7,853,643</b>	(63,906,584)
<b>Cash generated from operations</b>	<b>(22,125,341)</b>	(2,026,837)
Taxes Paid	<b>(572,661)</b>	(294,367)
<b>Net Cash Flow From/ (Used In) Operating Activities (A)</b>	<b>(22,698,002)</b>	(2,321,204)
<b>Cash Flow From / (Used In) Investing Activities</b>		
Capital withdrawal from Partnership firm	<b>20,500,000</b>	2,328,600
Interest received	<b>2,167,505</b>	2,888,357
<b>Net Cash Flow From / (Used In) Investing Activities (B)</b>	<b>22,667,505</b>	5,216,957
<b>Cash Flow From / (Used In) Financing Activities</b>		
Proceeds from borrowings (Net)	-	(11,240,000)
Finance Cost	<b>(438,672)</b>	(33,415)
<b>Net Cash Flow From / (Used In) Financing Activities (C)</b>	<b>(438,672)</b>	(11,273,415)
<b>Net Increase / (Decrease) In Cash And Cash Equivalents (A + B + C)</b>	<b>(469,169)</b>	(8,377,661)
<b>Opening Cash And Cash Equivalents</b>	<b>1,578,452</b>	9,956,113
<b>Closing Cash And Cash Equivalents (Refer Note 1 Below)</b>	<b>1,109,283</b>	1,578,452

## ACI INFOCOM LIMITED

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

Particulars	Year Ended 31-03-2014 Rs.	Year Ended 31-03-2013 Rs.
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1. Cash and cash equivalents consist of cash on hand and balances with banks. Cash and cash equivalents included in the cash flow statement comprise of the following Balance Sheet items.

Particulars	2014 Rs.	2013 Rs.
Cash In hand	917,067	345,615
Balance with Banks:		
In current accounts	192,216	1,000,616
In fixed and margin deposits	-	232,221
	<u>1,109,283</u>	<u>1,578,452</u>

2. The above Cash Flow Statement has been prepared under indirect method as set out in Accounting Standard 3 'Cash Flow Statements' as specified in Companies (Accounting Standard) Rules, 2006.
3. Previous year's figures have been regrouped/ reclassified wherever necessary to conform to current years classification

As per our report of even date  
For Anand Jain & Associates  
Chartered accountants  
Firm Reg No.105666W  
Anand Raj Jain  
Partner  
Membership No.42051  
Place : Mumbai  
Date : 28.05.2014

For and on behalf of the Board of Directors  
  
Anand Jain  
Managing Director  
  
Kushal Chand Jain  
Director  
  
Nirmal Jain  
Director

# ACI INFOCOM LIMITED

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## Note-1

### I. CORPORATE INFORMATION

The Company has incorporated on 21/12/1982 and the company is in to Construction and Allied Activities business.

### II. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### 1. Basis of preparation of financial statements

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles under the historical cost convention on an accrual basis and are in conformity with mandatory accounting standards, as prescribed by the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 1956.

#### 2. Use of Estimates

The preparation of the financial statements in conformity with GAAP requires Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosure relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Future results could differ from these estimates.

#### 3. Fixed Assets

Fixed Assets have been stated at cost of acquisition inclusive of expenses directly attributable to the acquisition of such assets.

#### 4. Depreciation and Amortization

Depreciation on fixed asset has been provided on the straight-line method as per the rates prescribed under schedule XIV of the Companies Act, 1956. However assets costing less than Rs. 5,000 each are fully depreciated in the year of purchase.

#### 5. Inventories

Inventories are valued at cost or net realizable value whichever is lower. Cost of property under construction held as inventory includes cost of purchases, construction cost, and other cost incurred in bringing the properties to their present location and condition.

#### 6. Material events occurring after the Balance Sheet

Material events occurring after the Balance Sheet date have been taken cognizance of liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty have been treated as contingent liability and are disclosed by way of notes to accounts.

#### 7. Prior Period Adjustment

Expenses and income pertaining to earlier / previous years are accounted as Prior Period Items.

### 8. Investments

Long-term investments are valued at cost. Provision for diminution in the value of investments if any is made, if such diminution is other than of temporary nature.

### 9. Revenue Recognition

(a) Revenue from disposal of properties is recognized on legal completion of the contract. Where properties are under development, revenue is recognized when significant risk and rewards of ownership and effective control of the real estate have been transferred to the buyer. If the revenue recognition criteria have been met before construction is complete then obligation is recognized for the cost to complete the construction at the same time as the sale is recognized.

(b) Interest Income is recognized on a time proportion basis by reference to the principal outstanding and at the interest rate applicable. Share of profit from partnership firm recognised on the basis of confirmation from partnership firm.

### 10. Income Tax

Tax Expenses comprise Current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authority in accordance with the income tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdiction where company operate.

Deferred tax on timing differences between taxable income and accounting income is accounted for, using the tax rates and the tax laws enacted or substantially enacted as on the balance sheet date. Deferred tax assets recognized only when there is a reasonable certainty of their realization.

### 11. Impairment

The Company reviews the carrying value of tangible assets for any possible impairment at each balance sheet date. An impairment loss is recognized when the carrying amount of an asset exceeds its recoverable amount. In assessing the recoverable amount, the estimated future cash flows are discounted to their present value at appropriate discount rates.

### 12. Contingent liabilities

Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non -occurrence of one or more uncertain future events not wholly within control of the Company. A provision is made based on a reliable estimate when it is probable that an outflow of resources embodying economic benefits will be required to settle an obligation at the year end date. Contingent assets are not recognized or disclosed in the financial statements.

### 13. Segment Reporting

The Company is engaged in real estate business being a single segment hence disclosure as requirements of Accounting Standard AS-17 issued by the Institute of Chartered Accountants of India is not applicable

### 14. Lease

Operating Lease payment is recognized as an expense in the statement of profit and loss as per terms of agreement.

# ACI INFOCOM LIMITED

## NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	As at 31-03-2014 Rs.	As at 31-03-2013 Rs.
-------------	----------------------------	----------------------------

### Note-2 Share Capital

#### AUTHORIZED CAPITAL

13,50,00,000 (13,50,00,000)

Equity Shares of Rs.1/- each

**135,000,000**

135,000,000

**Total**

**135,000,000**

**135,000,000**

#### ISSUED, SUBSCRIBED & PAID UP CAPITAL

11,04,90,900 (11,04,90,900)

Equity Shares of Rs.1/- each

**110,490,900**

110,490,900

**Total**

**110,490,900**

**110,490,900**

#### (a) Reconciliation of the Equity shares outstanding at the beginning and at the end of the reporting period.

##### In Value

	As at 31-03-2014 Rs.	As at 31-03-2013 Rs.
At the beginning of the reporting period.	110,490,900	110,490,900
Equity Issued during the period	-	-
At the end of the reporting period.	<b>110,490,900</b>	<b>110,490,900</b>

##### In Numbers

At the beginning of the reporting period.	110,490,900	11,049,090
Equity Issued during the period	-	-
At the end of the reporting period.	<b>110,490,900</b>	<b>11,049,090</b>

#### (b) Terms & Right attached to equity shares

The company has only one class of equity shares having a par value of Rs.1/- per share. Each Holder of equity share is entitled to one vote per share. In the event of liquidation, shareholder will be entitled to receive remaining assets of the company after distribution of all preferential amount. The distribution will be in proportion to the member of equity share held by the share holder.



# ACI INFOCOM LIMITED

## NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	As at 31-03-2014 Rs.	As at 31-03-2013 Rs.
-------------	----------------------------	----------------------------

### (c) Sub-Division of shares

Equity shares of the company were sub divided from par value of Rs.10 to 10 equity shares of Rs.1 each resulting in total number of Equity shares increased to 11,04,90,900 equity shares of Rs. 1 each as on 25/01/2013

### Details of shareholders holding more than 5% shares in the Company

	As at 31-03-2014	
	Number	%
<b>Equity Shares of Rs 1/- each fully paid</b>		
Pujya Guruwar Solar India Pvt Ltd ( Formally known as Prog Dychem Pvt Ltd)	<b>22,465,730</b>	20.33
	As at 31-03-2014	
	Number	%
<b>Equity Shares of Rs 1/- each fully paid</b>		
Pujya Guruwar Solar India Pvt Ltd ( Formally known as Prog Dychem Pvt Ltd)	<b>20,415,730</b>	18.48

### Note-3 Reserves & Surplus

#### Security Premium Account

Balance as per last financial statements	60,434,000	60,434,000
Add-Addition on issue of fresh equity	-	-
Less-Utilized during the year	-	-
Closing Balance	<b>60,434,000</b>	60,434,000

#### General Reserve

Balance as per last financial statements	19,290,654	19,290,654
Add-Addition during the year	-	-
Less-Utilized during the year	-	-
Closing Balance	<b>19,290,654</b>	19,290,654

#### Surplus/(Deficit) in the statement of profit and loss account

Balance as at the beginning of the year	(31330972)	(34622396)
Profit for the current year	1,499,643	3,291,425
Less-Appropriations	-	-
Net surplus in the statement of profit and loss account	<b>(29831329)</b>	(31330972)
<b>Total</b>	<b>49,893,325</b>	<b>48,393,682</b>

# ACI INFOCOM LIMITED

## NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	As at 31-03-2014 Rs.	As at 31-03-2013 Rs.
<b>Note-4 Trades Payable</b>		
Due to MSME(s)	-	-
Due to others	1,284,610	1,035,032
<b>Total</b>	<b>1,284,610</b>	<b>1,035,032</b>

(Refer note 21.5 for details of dues to micro and small enterprises)

### Note-5 Other Current Liabilities

Advances from customers-Bookings	11,855,000	4,509,222
Statutory Dues	128,786	237,749
Interest payable on short-term borrowing	367,250	-
<b>Total</b>	<b>12,351,036</b>	<b>4,746,971</b>

### Note-6 Short Term Provisions

Provision for Income Tax	208,807	364,016
<b>Total</b>	<b>208,807</b>	<b>364,016</b>

**Note-7 Fixed Asset**

(Amount in Rupees)

Particulars	Rate	Gross Block			Depreciation			Net Block	
		Value at the beginning	Addition during the year	Deduction during the year	Value at the beginning	Addition during the year	Deduction during the year	WDV as on 31.03.2014	WDV as on 31.03.2013
Tangible Assets									
Land		164,000	-	-	-	-	-	164,000	164,000
Computer	16.21%	63,420	5,143		18,566	11,063	29,629	38,934	44,854
<b>SUB TOTAL (A)</b>		<b>227,420</b>	<b>5,143</b>	<b>-</b>	<b>18,566</b>	<b>11,063</b>	<b>-</b>	<b>202,934</b>	<b>202,934</b>
208,854									
Intangible Assets									
<b>SUB TOTAL (B)</b>									
Capital Work-in-progress									
<b>SUB TOTAL (C)</b>									
<b>Total [A + B + C] (Current Year)</b>		<b>227,420</b>	<b>5,143</b>	<b>-</b>	<b>18,566</b>	<b>11,063</b>	<b>-</b>	<b>202,934</b>	<b>208,854</b>
(Previous Year)		<b>227,420</b>	<b>-</b>	<b>-</b>	<b>8,286</b>	<b>10,280</b>	<b>-</b>	<b>208,854</b>	<b>219,134</b>

# ACI INFOCOM LIMITED

## NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	As at 31-03-2014 Rs.	As at 31-03-2013 Rs.
-------------	----------------------------	----------------------------

### Note-8 Non Current Investment

#### Investment in Partnership Firm

Investment in Sanjog Developers	49,938,783	67,147,887
(Accumulated share of profit of Rs.NIL & capital Account Balance as on 31/03/2014 is Rs. 4,99,38,783/-)		
<b>Total</b>	<b>49,938,783</b>	<b>67,147,887</b>

#### Detail of Investment in Partnership Firm

Name of the Partners	Share in profit (%)	Share in profit (%)
	2014	2013
ACI Infocom Ltd	70	70
Lalit Parasmal Nahata	15	15
Praveen Sohanraj Balar	15	15

### Note-9 Deferred Tax Asset (net)

On Account of Depreciation and carried forward losses	7,231,442	7,378,903
<b>Total</b>	<b>7,231,442</b>	<b>7,378,903</b>

### Note-10 Inventories

Work in progress-Real Estate Project at pali under construction at cost	49,957,815	39,005,085
<b>Total</b>	<b>49,957,815</b>	<b>39,005,085</b>

# ACI INFOCOM LIMITED

## NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	As at 31-03-2014 Rs.	As at 31-03-2013 Rs.
-------------	----------------------------	----------------------------

### Note-11 Cash & Cash Equivalents

Cash in hand	917,067	345,615
Bank Balance	192,216	1,000,616
Other Term deposit	-	232,221
<b>Total</b>	<b>1,109,283</b>	<b>1,578,452</b>

### Note-12 Short-term loans and advances

#### Unsecured considered good-

i Inter-corporate Loan	19,395,108	10,887,723
ii Loan to others	13,339,692	-
Trade Advance	24,400,000	36,500,000
Advance Income Tax-Net	906,681	906,681
Mat Credit Entitlement	1,017,284	1,143,502
Advance to Suppliers	6,486,470	-
<b>Total</b>	<b>65,545,235</b>	<b>49,437,906</b>

### Note-13 Other Current Assets

Sundry Deposits	49,000	216,000
Balance with Govt Authority	-	11,057
Prepaid Exp	194,186	46,458
<b>Total</b>	<b>243,186</b>	<b>273,515</b>

# ACI INFOCOM LIMITED

## NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	Year Ended 31-03-2014 Rs.	Year Ended 31-03-2013 Rs.
-------------	---------------------------------	---------------------------------

### Note-14 Other Income

#### Interest Income -

Interest on Non Current Investment in Partnership Firm	3,290,896	4,928,450
Interest on Short-term loans and advances	2,120,786	2,785,901
Interest on Bank Deposits	46,719	102,456
<b>Total</b>	<b>5,458,401</b>	<b>7,816,807</b>

### Note-15 Cost of Construction

Cost related to Construction	10,952,730	13,955,109
<b>Total</b>	<b>10,952,730</b>	<b>13,955,109</b>

### Note-16 Changes in Inventory

#### Opening Stock

Construction WIP	39,005,085	25,049,976
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#### Less-Closing Stock

Construction WIP	49,957,815	39,005,085
<b>Total</b>	<b>(10952730)</b>	<b>(13955109)</b>

### Note-17 Employees Benefits

Salary & Bonus	818,680	1,009,500
Directors remuneration	900,000	1,100,000
Staff welfare	-	775
<b>Total</b>	<b>1,718,680</b>	<b>2,110,275</b>

# ACI INFOCOM LIMITED

## NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	Year Ended 31-03-2014 Rs.	Year Ended 31-03-2013 Rs.
<b>Note-18 Other Expenses</b>		
Advertisement	61,531	75,681
Auditors Remuneration	84,270	84,270
Commission	-	43,000
Courier & Postage Charges	32,678	38,461
Discount & Balance Written Off	3,854	264,357
Duties & Taxes	22,845	-
Electricity Charges	20,930	4,190
Legal And Professional Charges	88,772	191,609
Listing & Custodian fees	104,798	147,196
Miscellaneous Expenses	27,020	2,840
Printing And Stationary	23,150	8,111
Profession Tax	2,500	2,500
Registrar fees	55,962	77,577
Rent	353,800	245,725
Repairs & Maintenance	4,873	20,250
ROC Charges	4,500	4,000
Sales Promotion	-	21,924
Telephone Expenses	19,039	4,875
Travelling & Conveyance	188,690	441,907
Web Site Development	-	17,500
<b>Total</b>	<b>1,099,212</b>	<b>1,695,973</b>

# ACI INFOCOM LIMITED

## NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	Year Ended 31-03-2014 Rs.	Year Ended 31-03-2013 Rs.
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### Note-19 Finance Cost

Bank charges	1,380	6,458
Interest on delay Payment of Statutory Dues	29,236	26,957
Interest on ICD	408,056	-
<b>Total</b>	<b>438,672</b>	<b>33,415</b>

### Note-7 Depreciation

Depreciation	11,063	10,280
<b>Total</b>	<b>11,063</b>	<b>10,280</b>

### Note-20 Exceptional Item

#### Exceptional Item-

Penalty by Sebi	-	550,000
<b>Total</b>	<b>-</b>	<b>550,000</b>



# ACI INFOCOM LIMITED

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## Note-21 NOTES TO ACCOUNTS

### 21.1 Earnings per share

Basis earning per share are calculated by dividing the net profit or loss for the period attributable to equity shareholder by the weighted average number of equity share outstanding during the period.

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

	2013-14	2012-13
Profit / (Loss) after tax and exceptional items (Rs.In Lacs)	14.99	32.91
Weighted average number of equity shares used for calculating basic earnings per share	1,10,49,0900	1,10,49,0900
Weighted average number of equity shares used for calculating diluted earnings per share	1,10,49,0900	1,10,49,0900
Face value of Equity Shares (Rs.)	1	1
Earning per share- Basic & Diluted (Rs.)	0.01	0.03

### 21.2 Related Party Disclosure

**A)** Disclosure requirements as per Accounting Standard 18 (AS-18) "Related Party Disclosure" notified under Companies (Accounting Standard) Rules, 2006, (as amended) and relevant provisions of companies Act 1956,

#### Related Parties

Puja Guruwar Solar India Pvt Ltd  
(Formally known as Prog Dychem Pvt Ltd)  
Sanjog Developers

#### Nature of relationship

Associates / Enterprises over which directors and /Or their relatives has significant influence

Shri Anand Kumar Jain (Managing Director)

Shri Nirmal Kumar Jain ( Director)

Shri Kushal Chand Jain ( Director)

Shri Hemantkumar S Jain (Additional director)

Key Management Personnel

Note: Related party Relationships have been identified by the management and relied upon by the Auditors.

## ACI INFOCOM LIMITED

### B) Details of transactions between the Company & related parties during the year.

(In Rs.)

Nature of Transaction	Name of Party	Associates / Enterprises over which directors and /Or their relatives has significant influence		Key Management Personnel		Relative of Key Management Personnel	
		31.03.2014	31.03.2013	31.03.2014	31.03.2013	31.03.2014	31.03.2013
Remuneration / Salary	Kushal Chand Jain			3,00,000	2,50,000		
	Anand Kumar Jain			3,00,000	2,00,000		
	Nirmal Kumar Jain			3,00,000	2,50,000		
Unsecured Loans Accepted	Kushal Chand Jain		-	-	5,00,000		
	Pujya Guruwar Solar India Pvt Ltd ( Formally known as Prog Dychem Pvt Ltd)	1,15,82,625	-				
Unsecured Loans Repaid	Kushal Chand Jain				5,00,000		
	Pujya Guruwar Solar India Pvt Ltd ( Formally known as Prog Dychem Pvt Ltd)	1,15,82,625					
Capital withdrawal from Partnership firm	Sanjog Developer	2,05,00,000	23,28,600				
Interest on Capital of Partnership firm	Sanjog Developers	32,90,896	49,28,450				

### C) Details of outstanding balances.

Nature of Transaction	Name of Party	O/S Balance as on 31.03.2014	O/S Balance as on 31.03.2013
Director Remuneration Payable	Kushal Chand Jain	49,500/-	NIL
Investment in partnership firm	Sanjog Developers	4,99,38,783	6,71,47,887

## ACI INFOCOM LIMITED

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- 21.3 Contingent Liability-** Demand of Rs 6,27,764 + Interest under Custom Act 1962 relating to FY 1984-85. The matter is pending before competent authority.
- 21.4** Balances are relied upon as per books of accounts wherever the confirmations from debtors/creditors/Loans/Advances are not available
- 21.5** There is no availability of information about the amount dues to small/micro undertaking, we are unable to comment that the interest if any is due to such undertaking or not.
- 21.6** As certified by the Management there is no obligation in respect of gratuity and leave encashment during the year.
- 21.7** Auditor's Remuneration including service tax is Rs.84, 270/-. (Previous Year Rs.84, 270/-).  
Statutory Audit Fees - Rs. 56,180 (Rs. 56,180)  
Tax Audit Fees - Rs. 28,090 (Rs. 28,090)
- 21.8** The Company is required to appoint a whole time company secretary as per section 383A of the Companies Act, 1956. The Company is in the process of appointment of company secretary.
- 21.9** Expenditures & Earning in Foreign Currency- Nil
- 21.10 Segment Information-**  
The Company operates in a single business and geographical segment i.e. "Construction and Allied Activities" within India. Accordingly, no separate disclosures for primary business and secondary geographical segment are required as per AS 17 issued by ICAI
- 21.11** Previous year figures have been regrouped and rearranged wherever necessary to confirm with the current year presentation.

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As per our report of even date  
For Anand Jain & Associates  
Chartered accountants  
Firm Reg No.105666W  
Anand Raj Jain  
Partner  
Membership No.42051  
Place : Mumbai  
Date : 28.05.2014

For and on behalf of the Board of Directors  
  
Anand Jain                      Nirmal Jain  
Managing Director            Director  
  
Kushal Chand Jain  
Director

## ACI INFOCOM LIMITED

(CIN: L72200MH1982PLC175476)

Regd. Office: Office No. D 001, Krishna Complex, W.E. Highway, Opp. National Park,  
Borivali (East), Mumbai – 400 066.

Phone : 022-28910050 E-Mail: aciinfocomltd@gmail.com, compliance@acireality.co.in  
www.acireality.co.in

Folio No./DP ID/Client ID No.	
No. of Shares Held	

### ATTENDANCE SLIP

I/We record my/our presence at the Thirty Second General Meeting to be held at Granville Hotel, Plot 680D Opp. Korakendra Ground, R.M. Bhattad Marg, Borivali West, Mumbai- 400092 on Monday, 22<sup>nd</sup> September, 2014, at 2.30 p. m.

NAME OF THE SHAREHOLDER / PROXY (in Block Letters)	
SIGNATURE OF THE SHAREHOLDER / PROXY	

**NOTE:** You are requested to sign and handover this slip at the entrance of the meeting venue.

### Form No. MGT-11 Proxy form

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]*

CIN	L72200MH1982PLC175476
Name of the company	ACI INFOCOM LIMITED
Registered office	Office No. D 001, Krishna Complex, W.E. Highway, Opp. National Park, Borivali (East), Mumbai – 400 066
Name of the member (s)	
Registered address	
E-mail Id	

Folio No/ Client Id

DP ID

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

Name	
Address	
E-mail Id	Signature

OR FAILING HIM

Name	
Address	
E-mail Id	Signature

OR FAILING HIM

Name	
Address	
E-mail Id	Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty Second General Meeting to be held at Granville Hotel, Plot 680D Opp. Korakendra Ground, R.M. Bhattad Marg, Borivali West, Mumbai- 400092 on Monday, 22<sup>nd</sup> September, 2014, at 2.30 p. m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.: RESOLUTIONS	For	Against
1. Adoption of Financial Statements for the year ended 31 <sup>st</sup> March, 2014		
2. Re-appointment of Mr. Kushal Chand Jain, who retires by rotation.		
3. Appointment of M/s. Anand Jain & Associates as Auditors and fixing their remuneration.		
4. Regularisation of Mr. Jagishchandra Ghumra as Director of the Company		
5. Regularisation of Mr. Hemant Kumar Jain as Director of the Company		
6. Appointment of Mr. Kalpesh Bhandari as Independent Director.		
7. Appointment of Mr. Jagidishchandra Ghumra as Independent Director		
8. Appointment of Mr. Hemant Kumar Jain as Independent Director		

Signed this..... day of..... 2014

Affix  
Revenue  
Stamp

Signature of Shareholder: ..... /

Signature of Proxy holder(s): .....

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

## ACI INFOCOM LIMITED

### THIRTY-SECOND ANNUAL REPORT - 2013-14

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# **ACI INFOCOM LIMITED**

**32<sup>nd</sup>**  

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**Annual Report**  
**2013-2014**

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**ACI INFOCOM LIMITED**

Regd. Office: Office No. D 001,  
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Opp. National Park,  
Borivali (East), Mumbai - 400 066.