

Luminaire Technologies Limited

Registered office: B-B1, Rajdarshan 'B' Wing,
Dada Patil Wadi, Adj. to Thane Rly. Stn.,
Thane - 400602; Tel No.- 022 25343448
E-mail : luminairetech@yahoo.com

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NOTICE

NOTICE is hereby given that 28th Annual General Meeting of the Company will be held on Monday, September 30, 2013 at 12.00 noon at B-B1, Rajdarshan 'B' Wing, Dada Patil Wadi, Adj. to Thane Rly. Stn., Thane – 400602 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at March 31, 2013 and the Profit & Loss Account for the year ended on that date and the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Rajaram Mane who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s D. K. Chhajer & Co., Chartered Accountants in place of M/s CLB & Associates, Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

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. THE PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 26, 2013 to Monday, September 30, 2013 (both days inclusive)
3. Members are requested to bring the copy of their Annual Report and the Attendance Slip at the Annual General Meeting.
4. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to 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.
5. Members are requested to notify immediately any change of address quoting their respective Folio Numbers.
6. The Government has introduced certain provisions in the Companies Act, 1956, which enable shareholders to nominate persons who shall become entitled to the shares, upon the death of such holders. Members who wish to appoint a nominee for the shares held by them are required to write to the Company for relevant form.

By Order of the Board of Directors
For **Luminaire Technologies Limited**

Sd/-
Mamta Bhagat
Director

Mumbai, September 2, 2013

Registered Office:

B-B1, Rajdarshan 'B' Wing,
Dada Patil Wadi,
Adj. to Thane Rly. Stn.,
Thane – 400602

Details of the Directors seeking re-appointment / appointment at the forthcoming Annual General Meeting

[Revised Clause 49(IV)(G) of the Listing Agreement]

Name of the Director	Mr. Rajaram Mane
Date of Birth	2.10.1984
Date of Appointment	30.6.2011
Expertise in specific functional areas	Mr. Mane is a commerce graduate having about 7 years of experience in Accounts and administration department.
Qualifications	B.com, Diploma in Financial Management from Welingkar Institute of Management
Directorships held in other companies (excluding private & foreign cos.)	Nil
Committee position held in other companies	N.A.
No. of shares held by Non-Executive Directors	Nil

DIRECTORS' REPORT

To,
The Members

The Directors present their Twenty Eighth Annual Report with the Audited Statement of Accounts for the year ended March 31, 2013.

FINANCIAL RESULTS

	Current Year 2012-2013 (Rs. in lacs)	Previous Year 2011-2012 (Rs. in lacs)
Total Income	0.16	0.06
Profit / (Loss) before Interest & Depreciation:	(20.85)	(17.99)
Less:		
Interest	--	1.68
Depreciation	--	--
Profit / (Loss) before Tax	(20.85)	(19.67)
Provision for Current Tax	--	--
Provision for Deferred Tax	--	(2.40)
Provision for Fringe Benefit Tax	--	--
Income Tax paid for the earlier year	--	--
Profit After Tax	(20.85)	(17.27)
Add / (Less):		
Prior year Adjustments	--	--
Reserves adjusted	--	--
Balance brought forward	(214.53)	(197.26)
Appropriations:		
Dividend	--	--
Dividend Tax	--	--
Transfer to General Reserve	--	--
Balance carried to Balance Sheet	(235.38)	(214.52)

PERFORMANCE

During the year under review, there was no operating income. The Company has earned interest income of Rs.15,949/- as compared to Rs. 5,956/- in the previous year. The Company has incurred a Net Loss of Rs.20,85,104/- (Previous Year Net Loss of Rs. 17,26,794/-).

DIVIDEND

Your Directors regret their inability to recommend any dividend for the year under review.

SUBSIDIARY COMPANY

India Nivesh T.V. Networks Pte. Ltd

IndiaNivesh T.V. Networks Pte. Ltd, a wholly owned subsidiary based at Singapore has been strike off vide the order dated July 8, 2013 of Accounting and Corporate Regulatory Authority (ACRA), Singapore. Hence, the financials of the subsidiary have not been audited.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted deposits under the provisions of Section 58A of the Companies Act, 1956 and the rules made there under.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review as required under Clause 49 of the Listing Agreement with the Stock Exchanges, is given as a separate statement in the Annual Report.

CORPORATE GOVERNANCE

The Company has complied with all mandatory requirements as prescribed under Clause 49 of Listing Agreement with Bombay Stock Exchange Limited (BSE)

A separate section on Corporate Governance forms part of the Annual Report. A certificate regarding compliance of conditions of Corporate Governance as stipulated under clause 49 of the Listing Agreement forms part of the Annual Report.

DIRECTORS

As per the Articles of Association of the Company, Mr. Rajaram Mane, retires by rotation and being eligible, offers himself for re-appointment, which your Directors consider to be in the interests of the Company and therefore commend it for your approval.

Brief profiles of the above Director is provided elsewhere in this Annual Report as additional information

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act, 1956, the Directors based on the representations received from the Operating Management confirm that, to the best of their knowledge -

- I) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) the Directors have selected such accounting policies and applied them consistently and made judgments 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 the financial year and of the loss of the Company for the year under review;
- iii) the Directors have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the Directors have prepared the accounts on a going concern basis.

AUDIT COMMITTEE

The Audit Committee comprises of Mr. Shekhar Kulkarni (Chairman), Mr. Rajaram Mane and Mr. Brijesh Bhagat, all being Non-Executive and majority of them are Independent Directors. The Audit Committee met 4 times during the year under review.

AUDITORS

The Company's current auditors M/s. CLB & Associates have expressed their inability to continue as Statutory Auditors of the Company. Hence, the Board proposed to appoint M/s. D. K. Chhajer & Co., Chartered Accountants as the Statutory Auditors in place of M/s. CLB & Associates.

Shareholders are requested to appoint the new Auditors and authorise Board of Directors of the Company to fix their remuneration. A certificate has been obtained from them to the effect that the appointment, if made will be in accordance with the limits specified in sub-section (IB) of Section 224 for the Companies Act, 1956. The Audit Committee and your Board recommended their appointment.

AUDITOR'S REPORT

The observations made by the Auditors in their report are appropriately dealt with in the notes forming part of the accounts for the year which are self-explanatory and hence do not require any further explanations.

PARTICULARS OF EMPLOYEES

Information as per Section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 is not given, as there were no employees drawing remuneration prescribed under the said section.

ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation of the assistance and support extended by customers, financial institutions, banks, vendors, Government and other associated with the activities of the Company.

For and on behalf of the Board of Directors

Sd/-
Brijesh Bhagat
Director

Sd/-
Mamta Bhagat
Director

Place : Mumbai

Date : September 2, 2013

ANNEXURE I

Information pursuant to Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the report of the Board of Directors) Rules, 1988 is given below :

A. CONSERVATION OF ENERGY

The Company is taking all possible steps to conserve energy resources. As measures taken in this regard cannot be quantified, its impact on cost of production cannot be stated accurately. The Company is not covered in the list of industries who should furnish information in Form "A" relating to energy consumption and energy consumption per unit of production.

B. TECHNOLOGY ABSORPTION

1. Research & Development: The Company constantly endeavors to improve the quality of its products.
2. Technology absorption, adaptation and innovation: No technology has been imported by the Company during the year under review.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

		Rs.
Foreign Exchange Earnings - at F.O.B. Value	Deemed exports realised in Rupee	NIL
Foreign Exchange Outgo -		NIL

For and on behalf of the Board of Directors

Sd/-
Brijesh Bhagat
Director

Sd/-
Mamta Bhagat
Director

Place: Mumbai
Date: September 2, 2013

MANAGEMENT DISCUSSION AND ANALYSIS

Overview of the Indian Entertainment and Media (E & M) industry and Indian Scenario

The Indian Entertainment and Media (E & M) industry is one of the fastest growing sectors in India. Entertainment and Media industry generally tends to grow faster when the economy is expanding. The Indian economy has been growing at a fast clip over the last few years and the income levels too have been experiencing a high growth rate. Above that, consumer spending is also on the rise, due to a sustained increase in disposable incomes, brought about by reduction in personal income tax over the last decade. All these factors have given an impetus to the E&M industry and are likely to contribute to the growth of this industry in the future.

India's economic growth over the past 10 year has been the fastest growth among major democracies, having grown at over seven per cent in four years in the 1990s. It represents the fourth largest economy in terms of "purchasing power parity". The Indian Entertainment and Media industry is expected to significantly benefit from this fast economic growth, as this industry is a cyclically sensitive industry that grows faster when the economy is expanding. It also grows faster than the nominal gross domestic product growth (GDP) during all phases of economic activity due to income elasticity wherein when incomes rise; proportionately more resources get spent on leisure and entertainment and less on necessities.

The consumption expenditure is rising due to rising disposable incomes on account of sustained growth in income levels and reduction in personal income tax over the last decade. Lifestyle changes brought about by changes in economic activity is also spurring the growth of the Indian Entertainment and Media industry. In urban areas of India, the consumer mindset is changing due to increased exposure to global influences via media and other interactions leading to higher aspirations, which have provided a further fillip to leisure, related spending.

Today, India has probably one of the most liberal investment regimes amongst the emerging economies with a conducive foreign direct investment (FDI) environment. The E&M industry has significantly benefited from this liberal regime and most segments of the E&M industry today allow foreign investment.

Indian advertising spends as a percentage of gross domestic product (GDP) – at 0.34 percent is abysmally low, as opposed to other developed and developing countries. Advertising revenues are vital for the growth of this industry. While today the low ad spends may seem like a challenge before the E&M industry, it also throws open immense potential for growth. This potential can be estimated by the fact that even if India was to reach the global average, the advertising revenues would at least double the current advertising revenues, estimated at about ₹ 132 billion.

Television Industry

The Indian M & E industry grew from INR 728 billion in 2011 to INR 820 billion in 2012-2013, registering an overall growth of 12.5 percent. While the year was a challenging year for the industry, with some improvement likely in the global economy in 2013 and India's real GDP expected to be in the region of 6.1% to 6.7%, the prognosis for the industry looks much better going forward. Given the impetus introduced by digitization, continued growth of regional media, upcoming elections, continued strength in the film sector and fast growing new media businesses, the industry is estimated to achieve a growth of 11.8 percent in 2013 to touch INR 917 billion. Going forward, the sector is projected to grow at a healthy CAGR of 15.2 percent to reach INR 1661 billion by 2017.

Television continues to be the dominant segment; however, the report records strong growth posted by new media sectors, animation/ VFX and a comeback in the Films and Music sectors on the back of strong content and the benefits of digitization.

Total advertising spend across media was INR 327.4 billion in 2012-2013. In light of continued economic slowdown, advertising revenues saw a growth of 9 percent in 2012-2013 as against 13 percent in 2011-2012.

Segment-wise performance - Software Activity

The Company has diversified its area of operations into media and entertainment filed the operations of which is yet to commence and it is still in the pre operative stage. There are no other segment under which Company operates.

Opportunities, Threats, Risks and Concerns

Till recently, the Company was engaged in the business of Information Technology (IT), Hardware, Software and providing IT enabled services, helpdesk support, network maintenance and technical support to its clients. In view of immense competition in the IT Industry and concentration of major business in the hands of few giant players, it was imperative for the Company to think to diversify its area of operations. The Company sees good potential in the Entertainment Industry and its contribution to the overall growth of economy. The business prospects in the Entertainment Industry looks more commercially viable in comparison to the IT Sector.

Whilst there are opportunities available for growth, there are also some hurdles on the way. Average revenue per subscriber, both on television remains the biggest challenge. Besides, lack of addressability and digitalization continues to be the bane of television industry. The fact that the sector by itself is largely disorganized and fragmented doesn't help. Lack of integrated production and distribution infrastructure further adds to the woes of the sector. Lastly the prevalent piracy and violation of intellectual properties remains a perpetual threat

Financial Performance

During the year under review, the Company earned a total income of Rs. 15,949/- as compared to Rs. 5,956/- in the previous year. The Company has incurred a Net Loss of Rs. 20,85,104/- (Previous Year Net Loss of Rs. 17,26,794/-).

Internal Control System

The Company has in place adequate system of internal control commensurate with its size and nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorized uses or loss, executing transactions with proper authorization and ensuring compliance of corporate policies.

Human Resources

As on March 31, 2013, the Company had Nil employees on its rolls. There have been very cordial relations between the employees and the management.

Outlook

As a forward looking statement it can be noted that the Company appears to heading better all round performance during the coming years. Towards this, the Company is working on various software packages. The Company looks forward to a favourable year.

Disclaimer

The information and opinion expressed in this section of the Annual Report may contain certain statements, which the management believes are true to the best of its knowledge at the time of its preparation. The Company and the Management shall not be held liable for any loss, which may arise as a result of any action taken on the basis of the information contained herein.

On Behalf of the Board of Directors

**Sd/-
Mamta Bhagat
Director**

Place: Mumbai
Date: May 30, 2013

CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE PHILOSOPHY

The Company's activities are carried out in accordance with good corporate practices and the Company is constantly striving to better them and adopt the best practices. It is firmly believed that good governance practices would ensure efficient conduct of the affairs of the Company and help the Company achieve its goal of maximising value of all its stakeholders. The Company will continue to focus its resources, strengths and strategies to achieve its vision of becoming one of the highly competitive organisation in its field, while upholding the core values of transparency, integrity, honesty and accountability, which is the fundamental of our Organisation.

The Board of Directors believe that excellence in Corporate Governance Practices can be achieved only if the spirit of Corporate Governance is followed right from the top management to the last level employee of the Company.

BOARD OF DIRECTORS

The Board comprises of 4 Directors, all being Non-Executive Directors as on March 31, 2013. All the Directors are well experienced in their respective fields with experience in overall management, finance and law. They bring a wide range of skills and experience to the Board.

Composition

Director	Non-Executive (NE) / Independent
Mr. Brijesh Bhagat	NE & Promoter
Mr. Mamta Bhagat	NE & Promoter
Mr. Rajaram Mane	NE & Independent
Mr. Shekhar Kulkarni	NE & Independent

A Director is considered to be independent if he:

- has no formal pecuniary relationship with the company;
- is not a large client of the company;
- is not a close relative of the promoter and/or any Executive Director;
- is not holding significant stake; and
- is not a nominee of large stakeholders.

Participation and Interest of Directors

Since the commencement of financial year 2012-2013 till March 31, 2013, a total of 6 Board Meetings were held on the following dates viz. May 15, 2012, August 14, 2012, August 31, 2012, September 4, 2012, November 12, 2012 and February 14, 2013. The maximum time gap between two board meetings did not exceed the limits prescribed in Clause 49 of listing agreement. The following table gives details of participation of the directors of the Company in Board Meetings and AGMs of the Company and interests of these directors in other companies:

Director	Participation of Directors		Interest of Directors in Other Companies		
	Board Meetings	Last AGM	Directorship*	Committee Membership#	Committee Chairmanship#
Mr. Brijesh Bhagat	6	Yes	-	-	-
Mrs. Mamta Bhagat	6	Yes	-	-	-
Mr. Rajaram Mane	6	Yes	-	-	-
Mr. Shekhar Kulkarni	6	Yes	-	-	-

- * Excludes alternate directorships and directorships in foreign companies, and private companies which are neither a subsidiary nor a holding company of a public company.
- # Excludes committees other than Audit Committee, Shareholder / Investor Grievance Committee and membership of committees of Companies other than Public Limited Companies.

AUDIT COMMITTEE

The Audit Committee was reconstituted on June 30, 2011. Currently, the committee consists of three directors with an optimum mix of Independent and Non-Independent Directors with majority of Independent Directors, which is in compliance with the amended Clause 49 of Listing Agreement. The Committee is headed by Mr. Shekhar Kulkarni, Non-Executive Independent Director.

All the directors have good knowledge of corporate and project finance, accounts and Company law. The committee held four meetings during the year. The audit committee considered audit reports covering operational, financial and also the quarterly results of the Company. The minutes of the meetings of the audit committee are placed before the Board. The terms of reference of the audit committee are in accordance with all the items listed in Clause 49 (II) (D) and (E) of the Listing Agreement.

Attendance of the Members at the Meetings of Audit Committee held during 2012-2013;

Audit Committee Members	Status	No. of Audit Committee Meetings Attended
Mr. Shekhar Kulkarni	Chairman	5
Mr. Rajaram Mane	Member	5
Mrs. Mamta Bhagat	Member	5

The committee held its meetings on May 15, 2012, August 14, 2012, September 4, 2012, November 12, 2012 and February 14, 2013 and maximum time gap between two meetings are well within the requirements of amended Clause 49 of Listing Agreement with BSE.

REMUNERATION COMMITTEE (NON-MANDATORY REQUIREMENT)

Since the Company has not appointed any executive director, the Company is not required to appoint Remuneration Committee. Accordingly, the Company has not constituted any such Committee.

SHAREHOLDERS' / INVESTORS' GRIEVANCE COMMITTEE

Shareholders' / Investors' Grievance Committee of the Directors was constituted to specifically look into the redressal of complaints of investors relating to transfer of shares, non-receipt of dividend / notices / annual reports etc.

One meeting of the Shareholders' / Investors' Grievance Committee was held during the year on March 31, 2013. The Committee comprises of Mr. Brijesh Bhagat, a Non-Executive Director as Chairman and Mr. Rajaram Mane as a member. The total number of complaints received and replied to the satisfaction of shareholders during the year under review was one. There were no complaints pending as on March 31, 2013.

Name, designation and address of Compliance Officer:

Mr. Brijesh Bhagat
Director
1B, Chandī Ghosh Road,
2nd Floor, Flat 2C,
Ujjala Apartment,
Topplygunjue, Kolkata 700 040

COMPLIANCE WITH OTHER MANDATORY REQUIREMENTS

Management Discussion & Analysis

A Management Discussion and Analysis Report forms part of the Annual report and includes discussions on various matters specified under clause 49(IV)(F) of the Listing Agreement.

Subsidiary Company

During the year under review, the financials of the subsidiary company have not been audited, as it is under the process of strike-off. Hence, the disclosures in relation to the subsidiary company are not made.

Disclosures

As required by revised clause 49, a statement in summary form of transactions with related parties are being periodically placed before the Audit Committee.

Disclosure of Accounting Treatment

In the preparation of financial statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.

Disclosures on Risk Management

The Company has laid down procedures to inform Board members about the risk assessment and minimisation procedures. The Board shall periodically review the same.

Code of Conduct

The Board has formulated a code of conduct for the Board members of the Company. All Board members have affirmed their compliance with the code. A declaration to this effect signed by the Chairman of the Board of Directors of the Company is given elsewhere in the Annual Report.

CEO/CFO Certification

A certificate from Chairman on the financial statements of the Company was placed before the Board.

Review of Directors' Responsibility Statement

The Board in its report have confirmed that the annual accounts for the year ended March 31, 2013 have been prepared as per applicable accounting standards and policies and that sufficient care has been taken for maintaining adequate accounting records.

COMPLIANCE WITH NON-MANDATORY REQUIREMENTS

Tenure of Independent Directors on the Board

The Company has not yet fixed any tenure for the Independent Directors on the Board of the Company.

Shareholder Rights

Half yearly report is not sent to each household of shareholders. However, the results of the Company are published in the newspapers.

Audit Qualifications

Strategic decisions were taken during the year resulting in unqualified financial statements of the Company.

Training of Board Members

The Company has not yet adopted any training programme for the members of the Board.

Whistle Blower Policy

The Company has not adopted any Whistle Blower policy.

GENERAL BODY MEETING

The Annual General Meeting of the Company will be held on Monday, September 30, 2013 at 12.00 noon at B-B1, Rajdarshan, 'B' Wing, Dada Patil Wadi, Adj. to Thane Rly. Stn, Thane, Mumbai 400602. The details of last 3 Annual General Meetings were as under:

Particulars	Date and Time	Venue	Special Resolutions Passed
25 th Annual General Meeting	December 31, 2010 at 3.30 p. m	Mumbai	Nil
26 th Annual General Meeting	September 30, 2011 at 3.30 p.m.	Mumbai	Nil
27 th Annual General Meeting	September 28, 2012 at 3.30 p.m.	Mumbai	Nil

No resolution was passed by postal ballot in the last year. No resolution is proposed to be passed by postal ballot at the ensuing AGM.

Disclosures

1. The Company has entered into related party transaction as set out in the notes to accounts, which are not likely to have a conflict with the Company's interest.
2. There were no material pecuniary relationships or transactions of the Non-Executive Directors vis-à-vis the Company.
3. There were no material transactions of the Company with its promoters, directors, management or their relatives that may have potential conflict with the interest of the Company at large.
4. There were no penalties or strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets at any time during last 3 years.

MEANS OF COMMUNICATIONS

- a) Quarterly / Half yearly financial results of the company are forwarded to Bombay Stock Exchange Limited and published in Free Press Journal and Navshakti. Half yearly report is not sent to each household of shareholders. However, the results of the company are published in the newspapers.
- b) The Company has not made any presentation to any institutional investors or to any analysts during the year.
- c) The Company does not have a website.

GENERAL SHAREHOLDER INFORMATION

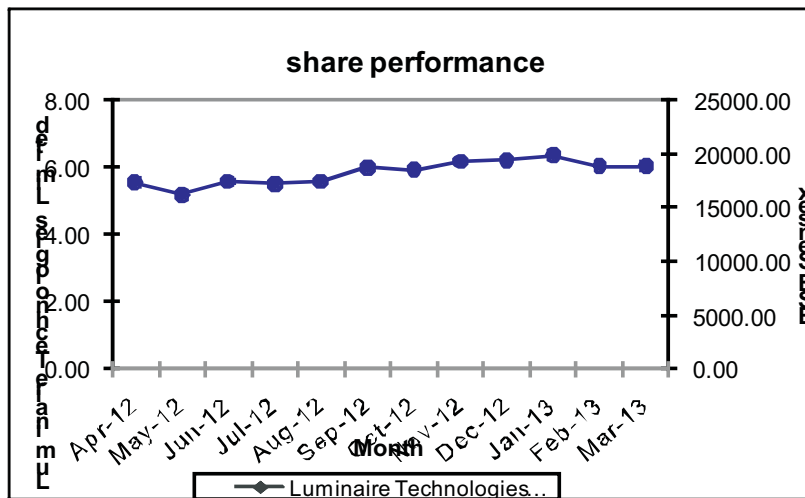
Annual General Meeting (Date, time and venue)	Monday, September 30, 2013 at 12.00 noon. at B-B1, Rajdarshan, 'B' Wing, Dada Patil Wadi, Adj. to Thane Rly. Stn, Thane, Mumbai 400602.
Financial Year	2012-2013
Financial Calendar : 2013-2014	Adoption of Quarterly Results for Quarter ending : in the month of June 2013 : August 2013 September 2013 : November 2013 December 2013 : February 2014 March 2014 : May 2014 (Audited annual results)
Book Closure Date	Thursday, September 26, 2013 to Monday, September 30, 2013 (both days inclusive)
Listing on Stock Exchange	Bombay Stock Exchange Limited (BSE) Listing fees have been paid upto the year ending March 31, 2014.
Stock Code	526045
ISIN	INE682C01013

Stock price data at BSE

Stock Price Data at BSE (Month wise)	High	Low
	Rs.	Rs.
April 2012	30.30	25.75
May 2012	34.45	26.65
June 2012	39.95	29.60
July 2012	41.40	35.35
August 2012	40.60	37.00
September 2012	40.75	36.25
October 2012	41.30	37.25
November 2012	43.50	40.05
December 2012	49.45	42.00
January 2013	52.50	49.75
February 2013	53.75	51.00
March 2013	55.00	53.00

Graph

- Share Price / BSE (Monthly Closing)



Registrar & Share Transfer Agents

The Company has appointed Adroit Corporate Services Private Limited ('Adroit') as its Registrar & Share Transfer Agents. Shareholders are advised to approach Adroit Corporate Services Private Limited on the following address for any shares related queries and problems:

Adroit Corporate Services Private Limited
 19/20, Jaferbhoy Industrial Estates,
 1st Floor, Makwana Road,
 Marol Naka, Andheri (E),
 Mumbai 400 059
 Tel.: 022 - 2859 0942 / 2859 6060
 Fax: 022 - 2850 3748

Share Transfer System

Share transfers in physical form are registered and returned within the stipulated time, if documents are clear in all respects. Officers / Directors of the Company have been authorized to approve transfers.

Trading in Equity Shares of the Company is permitted only in dematerialised form. All requests for Dematerialisation of shares are processed and the confirmation is given to the respective depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) within the stipulated time. Upto 31.03.2013, 97.12% equity shares of the Company have been dematerialized.

- With NSDL	7,31,91,862
- With CDSL	21,22,58,888
Total No. of Shares dematerialized upto 31.03.2013	28,54,50,750

Outstanding GDRs / ADRs / Warrants or any convertible instruments

As of date, the Company has not issued these types of securities.

Distribution of Shareholding

The broad shareholding distribution of the Company as on March 31, 2013 with respect to categories of investors was as follows:

Category of Investors	No. of Shareholders	No. of shares held	% of shareholding
Promoters (Bodies Corporate)	1	81849880	27.85
Foreign Company	-	-	-
Non Resident (Individual & Companies)	-	-	-
Foreign Institutional Investors	-	-	-
Financial Institutions	-	-	-
Nationalised banks	-	-	-
Mutual Fund	-	-	-
Resident Individuals	549	70342178	23.94
Other Bodies Corporate	155	140297468	47.73
Others (Clearing Members)	8	1401474	0.48
Total	713	293891000	100.00

The broad shareholding distribution of the Company as on March 31, 2013 with respect to size of holdings was as follows:

Range (No. of Shares)	No. of Shareholders	% of total shareholders	No. of Shares per Category	% of total shares
1 to 500	229	32.12	35517	0.01
501 to 1000	38	5.33	34485	0.01
1001 to 2000	23	3.23	41179	0.01
2001 to 3000	6	0.84	16300	0.01
3001 to 4000	6	0.84	22559	0.01
4001 to 5000	8	1.12	39011	0.01
5001 to 10000	13	1.82	110770	0.04
10001 & Above	390	54.70	293591179	99.90
Total	713	100.00	293891000	100.00

Address for Correspondence

Shareholders are requested to direct all share related correspondence to Adroit Corporate Services Private Limited and only non share related correspondence and complaints regarding Adroit Corporate Services Private Limited to the Compliance Officer at the registered office of the Company.

DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT

It is hereby affirmed that all the directors have complied with the Code of Conduct framed by the Company and a confirmation to that effect has been obtained from the directors.

AUDITOR'S CERTIFICATE

The Auditor's Certificate dated May 30, 2013 issued by M/s CLB & Associates, Chartered Accountants, Statutory Auditors on compliance of the Corporate Governance requirements by the Company is annexed herewith.

On behalf of the Board of Directors

Sd/-
Mamta Bhagat
Director

Place : Mumbai
Date : May 30, 2013

CERTIFICATE BY THE AUDITORS ON CORPORATE GOVERNANCE

We have examined the records concerning the Company's compliance of the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into by the Company with the Stock Exchanges of India for the financial year ended on March 31, 2013.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement of the Stock Exchanges of India.

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

For CLB & Associates.
Chartered Accountants

Sd/-
S. Sarupria
Partner
Membership No. 35783

Place: Mumbai
Date : May 30, 2013

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF LUMINAIRE TECHNOLOGIES LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of LUMINAIRE TECHNOLOGIES LIMITED, 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. 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. 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 loss 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 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 subsection (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.

For CLB & Associates,
Chartered Accountants
F.R.N. 124305W

Place: Mumbai
Date: 30.05.2013

S. Sarupria
Partner
M.No.035783

ANNEXURE TO THE AUDITORS' REPORT

Referred to in paragraph 1 under the heading of "Report of Other Legal and Regulatory Requirements" of our report of even date

1. Fixed Assets
 - i) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - ii) As explained to us, all the fixed assets have been physically verified by the management in phase periodical manner, which is in our opinion reasonable. No material discrepancies were noticed on such verification.
 - iii) In our opinion the none of fixed assets has been disposed off by the company however according to the information and explanation given to us the going concern status of the Company is not affected.
2. Since the company do not have any inventory during the year, clause 4(ii) (a),(b) and (c) is not applicable.
3.
 - i) The company has not granted any loans, Secured or Unsecured to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act 1956. Therefore, the provisions of sub-clauses (b), (c) & (d) of clause 4 (iii) are not applicable to the company.
 - ii) The Company has taken loans one party covered in the register maintained under section 301 of the Companies Act, 1956, aggregating to Rs.15 lacs, the maximum amount outstanding during the year and year end balance was Rs115 lacs.
 - iii) In our opinion and according to the explanation given to us the terms and conditions of the loan taken is not prima-facie prejudicial to the interest of the company.
 - iv) In respect of the said loans, the said loans are repayable on demand and hence the question of overdue amounts does not arise.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and the nature of its business, for the purchase of shares and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.
5. In respect of contracts or arrangements entered in the Register maintained in pursuance of Section 301 of the Companies Act, 1956, to the best of our knowledge and belief and according to the information and explanations given to us:
 - a) The particulars of contracts or arrangements referred to Section 301 that needed to be entered in the Register maintained under the said Section have been so entered.
 - b) During the year, no transactions in pursuance of contracts or arrangement and exceeding the value of Rupees Five Lakhs in respect of any party have been made.
6. According to the information and explanation given to us the Company has not accepted any deposits from the public during the year and, consequently the directives issued by the Reserve Bank of India and the provision of Section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under are not applicable.
7. In our opinion, the company has an internal audit system commensurate with the size and nature of its business.
8. According to the information given to us by the management, Maintenance of cost records under section 209(1) (d) of the companies Act, 1956 are not applicable to the company.
9. Taxes and Duties :
 - a) According to the books and records as examined by us and according to the information and explanation given to us, in our opinion, the Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employee's State Insurance, Income-tax, Sales-tax, Wealth-tax, Custom duty, Excise duty, Cess and other statutory dues applicable to it.
 - b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax wealth tax, sales tax, customs duty, and excise duty were outstanding, at the year end for a period of more than six months from the date they became payable.
 - c) According to the information and explanations given to us, there are no undisputed dues in respect of Sales Tax,

Income Tax, Wealth Tax, Custom Duty, Excise Duty and Cess.

10. The company has accumulated losses Rs.235.38 lacs as at the end of the financial year which is not more than 50% of paid up capital and free reserves. The company has incurred cash losses during the current year and the immediately previous year.
11. Based on the audit procedures and according to the records of the Company examined by us and the information and explanations given to us, the company has not taken any loan from bank or financial institution, hence commenting upon default in repayment of dues to financial institution and bank does not arise.
12. Based on our examination of records and information and explanation 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. Therefore, the provision of the clause 4 (xii) of the Order are not applicable to the company.
13. The Company is not a chit fund / Nidhi / Mutual benefit fund/ Society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable to the Company.
14. The Company is not dealing/ trading in shares and securities during the year under report.
15. As per the information and explanations given to us, in our opinion the company has not given any corporate guarantee / counter guarantee for loans taken by others from banks or financial institutions the terms and condition whereof are prima facie not prejudicial to the interest of the company.
16. The Company has not obtained any term loans during the year.
17. In our opinion and according to information and explanations given to us and on overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have, prima facie, been used during the year for long-term investment.
18. According to information and explanations given to us, the Company has not made any preferential allotment of shares to the parties or companies covered in the register maintained under Section 301 of the Companies Act, 1956.
19. According to information and explanations given to us, the Company has not issued any debentures during the year and there are no debentures outstanding at the year end, therefore the question of creation of securities do not arise.
20. The Company has not raised any money through a public issue during the year.

To the best of knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the company has been noticed or reported during the year.

For CLB & Associates,
Chartered Accountants
F.R.N. 124305W

S. Sarupria
Partner
M.No.035783

Place: Mumbai
Date: 30.05.2013

Balance Sheet As At March 31, 2013

Particulars	Note Nos.	(Amount in Rs.)	
		As at March 31, 2013	As at March 31, 2012
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	293,891,000	24,000,000
Share Capital Suspense		-	269,891,000
Reserves and Surplus	3	(23,537,628)	(21,452,524)
		270,353,372	272,438,476
Non-current liabilities			
Long term Borrowings	4	11,500,000	10,000,000
		11,500,000	10,000,000
Current liabilities			
Trade Payables	5	176,795	151,938
Other Current Liabilities	6	8,832	28,869
		185,627	180,807
		282,038,999	282,619,283
ASSETS			
Non-current Assets			
Fixed Assets	7		
- Tangible assets		3,821,417	3,821,417
- Intangible assets		155,937	155,937
- Non- Other Current assets	8	271,173,688	267,381,996
		275,151,042	271,359,350
Non-Current Investments	9	5,696,897	5,696,897
		5,696,897	5,696,897
Current Assets			
Cash and cash equivalents	10	1,185,060	1,497,196
Other Current assets	11	6,000	4,065,840
		1,191,060	5,563,036
		282,038,999	282,619,283

See accompanying notes to the financial statements 1

In terms of our report of even date

For CLB & ASSOCIATES

Chartered Accountants

Firm Reg No. 124305W

For and on behalf of the Board of Directors of
Luminaire Technologies Limited

CA S. SARUPRIA

Partner

Mem No. 35783

Place: Mumbai

Date: 30th May , 2013

Sd/-
Brijesh Bhagat
Director

Sd/-
Mamta Bhagat
Director

Place: Mumbai

Date: 30th May . 2013

Statement of Profit and Loss For the Year Ended March 2013

Particulars	Note Nos.	(Amount in Rs.)	
		Year ended March 31, 2013	Year ended March 31, 2012
Other income	12	15,949	5,956
		15,949	5,956
Expenses:			
Employee benefits expense	13	77,919	27,735
Finance costs	14	-	168,323
Other expenses	15	1,010,843	1,607,328
Provisions & Write Offs	16	1,012,291	169,532
Depreciation and amortisation expenses		-	-
		2,101,053	1,972,918
Profit before prior period items and tax		(2,085,104)	(1,966,962)
Add/(Less) :			
Prior Period Income / (Expenses)		-	-
Profit before tax		(2,085,104)	(1,966,962)
Tax Expenses:			
Current Tax		-	-
Deferred Tax		-	(240,168)
Short/ (Excess) Provision of Tax		-	-
Profit/(Loss) for the year		(2,085,104)	(1,726,794)
Earnings per equity share:	17		
(Nominal value of Rs. 1/- each)			
- Basic		(0.01)	(0.01)
- Diluted		(0.01)	(0.01)

See accompanying notes to the financial statements

In terms of our report of even date

For CLB & ASSOCIATES

Chartered Accountants

Firm Registration No. 124305W

For and on behalf of the Board of Directors

Luminaire Technologies Limited

CA S. SARUPRIA

Partner

Mem No. 35783

Sd/-
Brijesh Bhagat
Director

Sd/-
Mamta Bhagat
Director

Place: Mumbai

Date: 30th May , 2013

Place: Mumbai

Date: 30th May . 2013

LUMINAIRE TECHONLOGIES LIMITED

Accompanying notes to the financial statements for the year ended March 2013

Note 1 : Significant Accounting Policies:

A Basis of Accounting:

The financial statements are prepared under the historical cost convention, on going concern concept and in compliance with the Accounting Standards issued by the Companies (Accounting standard), Rules, 2006.

B Use of Estimates:

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual and estimated results are recognized in the period in which the results are materialized.

C Recognition of income and expenditure

The Company follows the accrual method of accounting for its income & expenditure.

D Revenue Recognition

In respect of other heads of income, the Company follows the practice of accounting on accrual basis.

E Fixed Assets:

Fixed Assets are stated at actual cost less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

F Depreciation:

Depreciation on Fixed Assets is being provided on 'Written Down Value Method' in the manner and at the rates prescribed in Schedule XIV of the Companies Act, 1956. However during the year no depreciation had been provided on Fixed assets as the same to discarded and not to put use.

G Investments:

Long term investments are stated at cost. Provision for diminution in the value of investment is made only if such decline is other than temporary in the opinion of the management.

H Foreign Currency Transactions :

- i) The transactions in foreign currencies are stated at the rate of exchange prevailing on the date of transactions.
- ii) The difference on account of fluctuation in the rate of exchange prevailing on the date of transaction and the date of realization is charged to the Profit and Loss Account.
- iii) Differences on translations of Current Assets and Current Liabilities remaining unsettled at the year-end are recognized in the Profit and Loss Account.

I Accounting for Taxes of Income:-

Current Taxes

Provision for current income-tax is recognized in accordance with the provisions of Indian Income- tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions

J Deferred Taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax Assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. Deferred Tax Assets are reviewed as at each Balance Sheet date.

K Employee Benefits :

- i) Short-term employee benefit are recognized as an expense at the undiscounted amount in the Profit and Loss Account of the year in which the related service is rendered.
- ii) The Company make contributions towards Provident Fund to defined contribution retirement benefit plan for qualifying employee. The provident fund plan is operated by the Regional Provident fund Commissioner. Under the scheme the company is required to contribute a specified percentage of payroll cost to reirement benefit scheme to fund the benefits.

L Provisions and Contingent Liabilities:

- i) Provisions are recognized in terms of Accounting Standard 29- “Provisions, Contingent Liabilities and Contingent Assets issued by The Institute of Chartered Accountants of India (ICAI), when there is a present legal or statutory obligation as a result of past events where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.
- ii) Contingent Liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or where reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

Note 2 : Share Capital**a. Details of authorised, issued and subscribed share capital**

Particulars	As at March 31, 2013	As at March 31, 2012
Authorised Capital		
420000000 (P. Y. 150000000) Equity Shares of Rs 1/- each	420,000,000	150,000,000
NIL (P. Y. 27,00,00,00) Equity Shares of Rs 10/- each	-	270,000,000
	420,000,000	420,000,000
Issued, Subscribed and Fully Paid Up		
293891000 (P. Y. 2,40,00,000) Equity Shares of Rs 1/- each	293,891,000	24,000,000
	293,891,000	24,000,000
Share Capital Suspense		
NIL (P. Y. 269891000) Equity Shares of Rs 1/- each to be issued as fully paid up for consideration other than cash pursuant to a scheme of Amalgamation. (Refer Note No. 1M(ii))	-	269,891,000
	-	269,891,000

b. Terms & Conditions

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.

c. Shareholders having more than 5 % shareholding

Name of Shareholder	As at March 31, 2013				As at March 31, 2012	
	No of Equity shares held			Percentage	No of Equity shares held	Percentage
Vandana Cloth Center Pvt. Ltd	11,849,880			4.03%	11,828,030	49.28%

d. Reconciliation of number of shares

Particulars	Equity Shares	
	Number	Rs.
Shares outstanding at the beginning of the year	24,000,000	24,000,000
Shares Issued during the year	269,891,000	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	293,891,000	24,000,000

Note 3 : Reserves and Surplus

Particulars	As at March 31, 2013	As at March 31, 2012
Profit & Loss account	(21,452,524)	(19,725,730)
Add: During The Year	(2,085,104)	(1,726,794)
Closing Balance	(23,537,628)	(21,452,524)

Note 4 : Long term Borrowings

Particulars	As at March 31, 2013	As at March 31, 2012
UN-SECURED		
Inter Corporate Deposits	11,500,000	10,000,000
TOTAL	11,500,000	10,000,000

Note 5 : Trade Payables

Particulars	As at March 31, 2013	As at March 31, 2012
Due to Micro and Small Enterprises*	-	-
Other than Micro and Small Enterprises	176,795	151,938
	176,795	151,938

Note 6 : Other Current Liabilities

Particulars	As at March 31, 2013	As at March 31, 2012
Duties & Taxes Payable	8,832	28,869
Total	8,832	28,869

Note 7 : Fixed Assets

PARTICULARS	Gross Block			Accumulated Depreciation			Net Block	
	As at April 1, 2012	Additions during the Year	As at Dec. 31, 2012	As at April 1, 2012	Depreciatio n charge for the year	As at Dec. 31, 2012	As at March 31, 2013	As at March 31, 2012
Tangible Assets								
Office Equipment	3,404,417	-	3,404,417	2,222,009	-	2,222,009	1,182,408	1,182,408
Computer System	5,122,618	-	5,122,618	4,388,439	-	4,388,439	734,179	734,179
Furniture & Fixtures	1,788,323	-	1,788,323	716,270	-	716,270	1,072,053	1,072,053
Plant & Machinery	1,019,385	-	1,019,385	379,642	-	379,642	639,743	639,743
Air Conditioner	346,090	-	346,090	153,056	-	153,056	193,034	193,034
	11,680,833		11,680,833	7,859,416		7,859,416	3,821,417	3,821,417
Intangible Assets								
Goodwill		155,937	155,937				155,937	
Total	-	155,937	155,937	-	-	-	155,937	-
Previous Year	9,104,058	519,346	12,655,225	4,240,669	-	6,130,850	6,524,375	4,863,389

Note: Goodwill Is on account of merger of assets and liabilities of Paridhit Properties Ltd. pursuant to schem approved by the Honble High Court, Bombay Vide order dated 27th July 2012.

Note 8 : - Non- Other Current assets

Particulars	As at March 31, 2013	As at March 31, 2012
Project Advance	267,000,000	267,000,000
Deposit	125,000	200,000
Other Current Assets	-	181,996
Miscellence Expenditure	4,048,688	-
	271,173,688	267,381,996

Note 9 : Non-Current Investments

(Long Term, Non Trade)

Other Investments

Particulars	As at March 31, 2013	As at March 31, 2012
(a) Non Trade, Unquoted		
1) Investments in Subsidiaries		
IndiaNivesh TV Networks Pte Ltd	5,696,897	5696897
200000 (P. Y. 200000) : Equity Shares of Face Value of S\$. 1/- each fully paid up)		
	5,696,897	5,696,897

Particulars	As at March 31, 2013	As at March 31, 2012
Aggregate market value of quoted investments	-	-
Aggregate book value of quoted investments	-	-
Aggregate value of unquoted investments	5,696,897	5,696,897

Note 10 : Cash and cash equivalents

Particulars	As at March 31, 2013	As at March 31, 2012
Cash & Cash Equivalents		
Balances with banks*	378,043	499,170
- Current Account		
Cash on hand	807,017	998,026
	1,185,060	1,497,196

Note 11 : Other Current assets

Unsecured Considered Good

Particulars	As at March 31, 2013	As at March 31, 2012
Other Current Assets	6,000	-
Miscellaneous Expenditure	-	4,065,840
	6,000	4,065,840

Note 12 : Other income

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Miscellaneous Income	15,949	5,956
	15,949	5,956

Note 13 : Employee benefits expense

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Salary & Other Benefits	67,340	24,500
Staff welfare expenses	5,947	1,760
Employers Contribution to PF	4,236	1,393
PF Administration Charges	396	82
	77,919	27,735

Note 14 : Finance costs

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Interest expense	-	168,323
	-	168,323

Note 15 : Other expenses

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Rent	351,831	507,375
Travelling & Conveyance	1,166	103,923
Printing & Stationery	750	33,907
Legal and Professional	131,300	175,534
Fuel & Power Expenses	16,243	20,507
Listing Fees	73,034	16,545
General and Office Expenses	37,067	8,138
Loss on Exchange Difference	-	429,858
Auditors' Remuneration	67,416	57,182
Membership Fees	171,137	90,446
Miscellaneous Expenses	160,899	163,913
	1,010,843	1,607,328

Auditors Remuneration :

Particulars	Year Ended March 31, 2013	Year ended March 31, 2012
Audit Fees	50,562	50,562
Taxation & other Matter	16,854	6,620
TOTAL	67,416	57,182

Note 16 : Provisions & Write Offs

Particulars	Year Ended March 31, 2013	Year Ended 31.03.2012
Advances written off	1,012,291	169,532
	1,012,291	169,532

Note 17 : Earnings per equity share:

Particulars	Year Ended March 31, 2013	Year Ended March 31, 2012
Basic Earnings per Share		
Profit/(Loss) attributable to Equity shareholders	(2,085,104)	(1,726,794)
Weighted average number of equity shares	293,891,000	269,891,000
Basic Earnings Per Share	(0.01)	(0.01)
Face value per Share	1.00	1.00
Dilutive Earnings per Share		
Profit after adjusting interest on potential equity shares	(2,085,104)	(1,726,794)
Weighted average number of equity share after considering potential equity shares	293,891,000	226,418,250
Dilutive Earnings per Share	(0.01)	(0.01)

Note 18 :Related Party Disclosures

a. List of Related Parties

Name of the Party	Relationship
Vandana Cloth Center Pvt. Ltd	Promoter
Mr. Shekhar Kulkarni	Director

b. Transaction during the year with related Parties

Particulars	As at 31.03.2013	As at 31.03.2012
Nature of Transaction		
Loans Taken	1500000	10000000
Rent Paid	40000	-
Rent Deposit Paid	125000	-

c. Outstanding Balance as on 31-03-2013

Payable	11500000	10000000
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Note 19 : In the opinion of the Board, the Current Assets, Loans & Advances are approximately of the value stated and are realizable in the ordinary course of business. The provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

Note 20 : Some of the sundry debtors, sundry creditors, Loans and advances are subject to confirmation and reconciliation. Consequential adjustment thereof, if any, will be given effect into the books of accounts in the year of such adjustment.

Note 21 : Previous figures have been regrouped/rearranged wherever necessary.

Note 22 : Other Additional information required as per revised Schedule VI Part II as either nil or not applicable to the company during the year.

In terms of our report of even date

For CLB & ASSOCIATES

Chartered Accountants

Firm Reg No. 124305W

For and on behalf of the Board of Directors of

LUMINAIRE TECHNOLOGIES LTD

CA S. SARUPRIA

Partner

Mem No. 35783

Place: Mumbai

Date: 30th May , 2013

Sd/-
Brijesh Bhagat
Director

Sd/-
Mamta Bhagat
Director

Place: Mumbai

Date: 30th May . 2013

Cash Flow Statement For the Year Ended March 2013

(Amount in Rs.)

Particulars	Year ended March 31, 2013	Year ended March 31, 2012
A. Cash Flow from Operating Activities		
Net Profit before taxation	(2,085,104)	(1,966,962)
Adjustments for:		
Depreciation on fixed assets	-	-
Miscellaneous Exp	-	(3,011,870)
Operating Profit before Working Capital changes	(2,085,104)	(4,978,832)
Adjustments for :		
(Increase) / Decrease in other current assets	268,148	(265,321,844)
Increase/(Decrease) in trade payable	24,857	(2,252,710)
Increase/(Decrease) in other current liabilities	(20,037)	26,599
CASH GENERATED FROM OPERATIONS	(1,812,136)	(272,526,787)
Income tax Paid	-	-
Net Cash inflow from/ (outflow) from Operating activities	(1,812,136)	(272,526,787)
B. Cash Flow from Investing Activities		
Goodwill on account of Merger (Refer Note No. 21)	-	(155,937)
Losses on Sale Of Investment	-	-
Net Cash inflow from/ (outflow) from Investing activities	-	(155,937)
C. Cash Flow from Financing Activities		
Long term Borrowings	1,500,000	10,000,000
Share Capital Suspense	-	269,891,000
Short term Borrowings	-	(6,421,866)
Share Application Money	-	-
Net Cash inflow from/ (outflow) from Financing activities	1,500,000	273,469,134
Net increase / (decrease) in cash and cash equivalents	(312,136)	786,410
Opening Cash and Cash Equivalents		
Cash in hand	998,026	575,189
Bank balances	499,170	135,597
	1,497,196	710,786
Closing Cash and Cash Equivalents		
Cash in hand	807,017	998,026
Bank balances	378,043	499,170
	1,185,060	1,497,196

In terms of our report of even date

For CLB & Associates*Chartered Accountants***Firm Registration No. 124305W****CA S. SARUPRIA***Partner***Mem No. 35783**

Place: Mumbai

Date: 30th May , 2013

For and on behalf of the Board of Directors

Luminaire Technologies Ltd

Sd/-
Brijesh Bhagat
DirectorSd/-
Mamta Bhagat
Director

Place: Mumbai

Date: 30th May . 2013

LUMINAIRE TECHNOLOGIES LIMITED

Regd. Office: B-B1, Rajdarshan 'B' Wing, Dada Patil Wadi, Adj. to Thane Rly. Stn., Thane - 400602

PROXY FORM

Regd. Folio No. / DPID – Client ID No. _____

I/We _____ of _____ in the district of _____ being a member / members of Luminaire Technologies Limited hereby appoint _____ of _____ in the district of _____ or failing him/her _____ of _____ in the district of _____ as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Monday, the September 30, 2013 at 12.00 Noon. at B-B1, Rajdarshan 'B' Wing, Dada Patil Wadi, Adj. to Thane Rly. Stn., Thane - 400602

Signed this _____ day of _____ 2013.

Affix
1 Rupee
Revenue
Stamp

Signature of Shareholder/s

Note: The Proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the Company.

LUMINAIRE TECHNOLOGIES LIMITED

Regd. Office: at **B-B1, Rajdarshan 'B' Wing, Dada Patil Wadi, Adj. to Thane Rly. Stn., Thane - 400602**
(To be handed over at entrance of the Meeting Venue)

ATTENDANCE SLIP

Regd. Folio No. / DPID – Client ID No. _____

SHAREHOLDER'S NAME: _____
(in Block Capitals)

In case of Proxy
NAME OF PROXY: _____
(in Block Capitals)

No. of Shares held _____

I certify that I am a registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the Annual General Meeting of the Company to be held on Monday, the September 30, 2013 at 12.00 Noon at B-B1, Rajdarshan 'B' Wing, Dada Patil Wadi, Adj. to Thane Rly. Stn., Thane - 400602.

Signature of Shareholder/s / Proxy

NOTE: PLEASE BRING THIS ATTENDANCE SLIP WHILE COMING TO THE MEETING.

Book Post

If Undelivered please return to:
Luminaire Technologies Limited
Regd. Off.: B-B1, Rajdarshan 'B' Wing,
Dada Patil Wadi, Adj. to Thane Rly. Stn.,
Thane - 400602