



MAGNUM LIMITED

CORPORATE INFORMATION

Board of Directors:

Mr. Madabushi Ramaswamy Rajagopal	:	Chairman (w. e. f. 29.09.2012)
Mr. Santosh Kumar Awasthi	:	Director (w. e. f. 29.09.2012)
Mr. Dilip Kumar Dutta	:	Director (w. e. f. 29.09.2012)
Mr. Alagirisamy Appavoo	:	Director (w. e. f. 10.04.2013)

COMMITTEES OF BOARD:

AUDIT COMMITTEE:

Mr. Madabushi Ramaswamy Rajagopal	:	Chairman
Mr. Santosh Kumar Awasthi	:	Director
Mr. Dilip Kumar Dutta	:	Director

SHAREHOLDERS' GRIEVANCE COMMITTEE:

Mr. Madabushi Ramaswamy Rajagopal	:	Chairman
Mr. Santosh Kumar Awasthi	:	Director
Mr. Dilip Kumar Dutta	:	Director

SHARE TRANSFER AGENT:

M/s Link Intime India Private Limited
Unit No 303, 3rd Floor, Shoppers Plaza V,
Opp. Municipal Market, B/h. Shoppers
Plaza II, Off C. G. Road
Ahmedabad – 380 009
Ph : (0) : 079 – 26465179
E:mail : ahmedabad@linkintime.co.in

BANKER

:	Kotak Mahindra Bank Ashram Road Branch, Ahmedabad
	Bank of India, Navrangpura branch, Ahmedabad

NOTICE OF 21st ANNUAL GENERAL MEETING

Notice is hereby given that the 21st Annual General Meeting of Magnum Limited will be held on Monday, 30th September, 2013 at 10.00 a.m. at the Registered Office of the Company at 306, Sarthik Complex, Nr. Fun Republic, Satellite, Ahmedabad –380 015 to transact the following business :

ORDINARY BUSINESS:

- 01. To receive, consider, approve and adopt the Balance Sheet as at March 31, 2013, Profit & Loss account for the year ended March 31, 2013 and the Directors' and Auditors' Report thereon**

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

"RESOLVED THAT the audited balance sheet as at March 31, 2013 and the profit and loss account of the Company for the year ended on that date, together with the directors' report and the auditors' report thereon as presented to the meeting, be and the same are hereby, approved and adopted."

- 02. To appoint auditors to hold the office from the conclusion of this meeting until the conclusion of the next annual general meeting**

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

"RESOLVED THAT M/s Prakash Patwari & Co., Chartered Accountant, Kolkata be and is hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this annual general meeting until the conclusion of next annual general meeting of the company at such remuneration as shall be fixed by the Board of Directors"

SPECIAL BUSINESS:

- 03. Regularizing the Additional Director – Shri Madabushi Ramaswamy Rajagopal:**

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

"RESOLVED THAT Shri Madabushi Ramaswamy Rajagopal, who was appointed as an Additional Director on the board of the Company w. e. f. 29/09/2012 pursuant to provisions of section 260 of the Companies Act 1956 and whose term of office as an Additional Director expires at this Annual General Meeting and in respect of which the Company has received a notice in writing from such Director under section 257 of the Companies Act 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation."

- 04. Regularizing the Additional Director – Shri Santoshkumar Awasthi:**

To consider and if though fit, to pass the following resolution with or without modification(s), as an Ordinary Resolution.

“RESOLVED THAT **Shri Santoshkumar Awasthi**, who was appointed as the Additional Director on the board of the Company w. e. f. 29/09/2012 pursuant to provisions of section 260 of the Companies Act 1956 and whose term of office as an Additional Director expires at this Annual General Meeting and in respect of which the Company has received a notice in writing from such Director under section 257 of the Companies Act 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.

05. Regularizing the Additional Director – Shri Dilip Kumar Dutta:

To consider and if though fit, to pass the following resolution with or without modification(s), as an Ordinary Resolution.

“RESOLVED THAT **Shri Dilip Kumar Dutta**, who was appointed as an Additional Director on the board of the Company w. e. f. 29/09/2012 pursuant to provisions of section 260 of the Companies Act 1956 and whose term of office as an Additional Director expires at this Annual General Meeting and in respect of which the Company has received a notice in writing from such Director under section 257 of the Companies Act 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

06. Regularizing the Additional Director – Shri Alagirisamy Appavoo:

To consider and if though fit, to pass the following resolution with or without modification(s), as an Ordinary Resolution.

“RESOLVED THAT **Shri Alagirisamy Appavoo**, who was appointed as an Additional Director on the board of the Company w. e. f. 10/04/2013 pursuant to provisions of section 260 of the Companies Act 1956 and whose term of office as an Additional Director expires at this Annual General Meeting and in respect of which the Company has received a notice in writing from such Director under section 257 of the Companies Act 1956 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.

07. Issue of Equity Shares on Preferential Basis:

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

“RESOLVED THAT pursuant to Section 81 (1A) and other applicable provisions, if any, of the Companies Act, 1956 (including any amendment thereto or re-enactment thereof) (“**the Act**”) and in accordance with provision of the Memorandum of Association (“**MOA**”) and Articles of Association (“**AOA**”) of the Company, the Listing Agreements entered into by the Company with the Stock Exchange(s) on which the shares of the Company are listed and the rules / regulations / guidelines, notifications, circulars and clarifications issued by Securities Exchange Board of India (“**SEBI**”), SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“**SEBI ICDR**”) and any other applicable laws and regulations subject to the approval / permission of the appropriate authorities and in accordance with the regulations / guidelines, if any issued by the Government of India (“**GOI**”), the Reserve Bank of India (“**RBI**”) or any other relevant authority from time to time, to the extent applicable and subject to such terms and conditions or modifications as may be prescribed by any of them in granting such approvals, consents, permissions and sanctions which may be agreed to by the Board of Directors of the Company (“**the Board**”) (which term shall be deemed to include any committee which the Board may have constituted or hereafter constitute for the time being exercising the powers conferred on the Board), which the Board be and is hereby authorized to accept if it

thinks fit, in the interest of the company, upon such terms as may be determined by the Board, subject to the terms and conditions if any, prescribed by the appropriate authorities, consent of the members of the Company be and hereby accorded and the Board be and is hereby authorized to offer, issue and allot equity shares, on preferential / private placement basis, up to 26,26,900 number (Twenty Six Lacs Twenty Six Thousand and Nine Hundred Only) of equity shares of face value Rs.10/- each fully paid-up at a premium of Rs. 2/- aggregating to Rs. 3,15,22,800/- (Rupees Three Cores Fifteen Lakhs Twenty Two Thousand Eight Hundred Only) to the following proposed allottees on a preferential basis.

Sl. No.	Name of the proposed allottees	No. of equity shares to be allotted
1.	Sara Bio (Gujarat) Private Limited	16,40,000
2.	Seven H Trading Private Limited	6,50,000
3.	Pavaki Vanijya Private Limited	3,36,900
Total		26,26,900

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted in terms of this resolution shall be subject to lock-in requirements as per the SEBI Regulations for Preferential Allotment contained in Chapter VII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and approve, other terms and conditions of the issue of equity shares as above and also shall be entitled to vary, modify or alter any of the terms and conditions, including the size of the issue, as it may deem expedient.

RESOLVED FURTHER THAT the said equity shares shall be listed on the Stock Exchange(s) on which the existing equity shares of the Company are listed.

RESOLVED FURTHER THAT equity shares so issued shall rank pari-passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT Company does make an application to the Depositories for admission of the new equity shares.

RESOLVED FURTHER THAT for the purpose of giving effect to the above issue of equity shares, the Board be and is hereby authorized to all such acts, deeds, matters, and things as it may, in its absolute discretion, deem necessary or desirable and to settle any questions, difficulty or doubt that may arise in regard to the offer, issue and allotment of the new equity shares.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to accept any modifications in the proposals as may be required by the authorities involved in such issues but subject to such conditions as the SEBI / GOI / RBI or such other appropriate authorities may impose at the time of their approval and as agreed to by the Board.”

PLACE: AHMEDABAD

DATE: AUGUST 30, 2013

BY ORDER OF THE BOARD

FOR MAGNUM LIMITED

DILIP KUMAR DUTTA

DIRECTOR

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her self and the proxy need not be the member of the company. The proxies in order to be effective must be submitted at the registered office of the company not less than 48 hours before the commencement of the meeting.
2. The Register of Members of the company will remain close from September 25, 2013 to September 30, 2013 (both days inclusive) in connection with ensuing Annual General Meeting for Financial Year 2012 - 13.
3. Members are requested to inform the company of any change in their addresses immediately so as to enable the Company for any further communication at their correct addresses.
4. Member holding shares in identical order of names in more than one folio are requested to write to the Company enclosing their share certificates to enable the Company to consolidate their holdings in one folio.
5. Members/Proxies are requested to bring the copy of Annual Report and attendance slip duly filled in along with them to the Annual General Meeting, as extra copies will not be supplied at the meeting.
6. The relevant explanatory statement pursuant to section 173 (2) of the Companies Act 1956, in respect of special business, set out in the notice is herewith annexed.

Explanatory Statement under section 173 (2) of the Companies Act 1956:

In conformity with the provisions of Section 173(2) of the Companies Act 1956, the following Explanatory Statement sets out all material facts relating to Special Businesses mentioned in the accompanying Notice and should be taken as forming part of the Notice:

Item No. 03:

Mr. Madabushi Ramaswamy Rajagopal was appointed as an Additional Director by the Board of Directors at their meeting held on 29/09/2012. He is an Independent and non-executive Director. As per the provisions of section 260 of the Companies Act 1956, he holds office up to the date of this Annual General Meeting. Notice under section 257 of the Companies Act 1956 has been received from a member signifying his intention to propose his appointment as a Director.

The Board feels it in the interest of the Company to avail of the valuable experience and guidance of Mr. Madabushi Ramaswamy Rajagopal. Your Directors recommend appointment of Mr. Madabushi Ramaswamy Rajagopal as a Director in a Company.

Item No. 4:

Mr. Santosh Kumar Awasthi was appointed as an Additional Director by the Board of Directors at their meeting held on 29/09/2012. He is a non-executive Director. As per the provisions of section 260 of the Companies Act 1956, he holds office up to the date of this Annual General Meeting. Notice under section 257 of the Companies Act 1956 has been received from a member signifying his intention to propose his appointment as a Director.

The Board feels it in the interest of the Company to avail of the valuable experience and guidance of Mr. Santosh Kumar Awasthi. Your Directors recommend appointment of Mr. Santosh Kumar Awasthi as a Director in a Company.

Item No. 5

Mr. Dilip Kumar Dutta was appointed as an Additional Director by the Board of Directors at their meeting held on 29/09/2012. He is an executive Director. As per the provisions of section 260 of the Companies Act 1956, he holds office up to the date of this Annual General Meeting. Notice under section 257 of the Companies Act 1956 has been received from a member signifying his intention to propose his appointment as a Director.

The Board feels it in the interest of the Company to avail of the valuable experience and guidance of Mr. Dilip Kumar Dutta. Your Directors recommend appointment of Mr. Dilip Kumar Dutta as a Director in a Company.

Item No. 6

Mr. Alagirisamy Appavoo was appointed as an Additional Director by the Board of Directors at their meeting held on 10/04/2013. He is an Independent and non-executive Director. As per the provisions of section 260 of the Companies Act 1956, he holds office up to the date of this Annual General Meeting. Notice under section 257 of the Companies Act 1956 has been received from a member signifying his intention to propose his appointment as a Director.

The Board feels it in the interest of the Company to avail of the valuable experience and guidance of Mr. Alagirisamy Appavoo. Your Directors recommend appointment of Mr. Alagirisamy Appavoo as a Director in a Company.

The Directors themselves are being considered for appointment in the meeting, they are interested to the extent their appointment is concerned.

Item No. 7

1. Objects and background of the Issue

To meet the current as well as future working capital requirement of the Company.

2. Pricing of the Issue

The equity shares will be issued and allotted at a total price of Rs.12/- per equity share, which price is not less than the higher of the following, pursuant to SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009:

- i. The average of the weekly high and low of the closing prices of the related equity shares quoted on the recognised stock exchange during the six months preceding the relevant date; or
- ii. The average of the weekly high and low of the closing prices of the related equity shares quoted on a recognised stock exchange during the two weeks preceding the relevant date.

3. Relevant Date

“Relevant Date” for the purpose of this clause means the date thirty days prior to the date on which the meeting of the general body of the shareholders is held in terms of Section 81 (1A) of the Act to consider the proposed issue, which is 30th August, 2013.

4. Intention of the promoters or their associates and relatives to subscribe to the offer

The present preferential issue of shares, besides other HNIs and corporate, is being made also to the following promoters of your company:

Sr. No.	Name of the proposed allottees	Promoter/ Directors/ their associates / relatives
1.	Pavaki Vanijya Private Limited	Promoter

Except the persons mentioned above, other promoters and their relatives / key management persons are not interested to subscribe to the offer.

5. Identity of the proposed allottees and percentage of pre and post issue shareholding:

Name and address of the proposed allottees	Pre-issue Shareholding		No. of Shares proposed to be allotted	Post Issue Shareholding	
	No. of Equity Shares	Percentage (%)		No. of Equity Shares	Percentage (%)
Sara Bio (Gujarat) Private Limited New No. 9, Kanagasri Nagar, Cathedral Road Chennai - 600 086.	Nil	Nil	16,40,000	16,40,000	23.43%
Seven H Trading Private Limited 50, Margosa Road, Malleswaram Bangalore 560 003.	Nil	Nil	6,50,000	6,50,000	9.29%
Pavaki Vanijya Private Limited IG-6/2, Aswini Nagar, Block-3, Shop No.-3, Kolkata – 700 159	18,68,533	42.73%	3,36,900	22,05,433	31.51%
Total	18,68,533	42.73%	26,26,900	44,95,433	64.23%

6. Shareholding pattern before and after the proposed issue of equity shares

Category code	Category of Shareholder	Pre-issue		Post-issue	
		Number of shares	% of shareholding	Number of shares	% of shareholding
(A)	Promoter & Promoter Group	18,68,533	42.73%	22,05,433	31.51%
(B)	Public Shareholding	25,04,567	57.27%	47,94,567	68.49%
	GRAND TOTAL (A)+(B)+(C)	43,73,100	100%	70,00,000	100%

7. Proposed time within which the allotment shall be completed

The allotment of shares shall be completed within 15 days from the date of passing the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval from any regulatory authority or the Central Government, then the allotment shall be completed by the Company within a period of 15 days from the date on which the company receives all approvals from the concerned authorities and receipt of subscription from the investors.

8. Composition of the Board / Control

There will be no change in the composition of the Board and there will be not any change in control of the company as a result of this issue of equity shares on a preferential basis.

9. Auditors' Certificate

A copy of the Auditors' Certificate certifying that the issue of the equity shares is being made in accordance with the requirements contained in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 shall be placed before the shareholders.

The provisions of the Companies Act, 1956 contemplate consent of the members by way of special resolution in general meeting for further issue of shares to persons on a preferential basis.

Shareholders consent is sought pursuant to Section 81 (1A) of the Companies Act, 1956 and in terms of the Listing Agreement with the Stock Exchanges to the issue of the above shares on preferential basis as set out in the resolution.

None of the other directors are interested in the subject matter of this resolution.
Your directors recommend the proposed resolution for approval.

PLACE: AHMEDABAD
DATE: AUGUST 30, 2013

BY ORDER OF THE BOARD
FOR MAGNUM LIMITED

DILIP KUMAR DUTTA
CHAIRMAN



MAGNUM LIMITED

DIRECTORS' REPORT

To
The Members,
Magnum Limited
Ahmedabad.

Your Directors have pleasure in presenting the 21st Annual Report on the business and operations of the Company together with Audited Accounts for year ended on 31st March, 2013.

FINANCIAL PERFORMANC

(Amount INR)

Particulars	Year ended 31 st March, 2013	Year ended 31 st March, 2012
Sales and Other Income	3,500	2,800
Depreciation and amortization expense	25,060	27,840
Financial Cost	0.00	177
Employee & Other Expenses	0.00	357,911
Loss Before Tax	1,15,724	383,128
Deferred Tax	20,155	23,349
Net Profit / (Loss)	1,35,879	(406,477)
Earning per Equity Share	(0.03)	(0.09)

DIVIDEND

Due to the loss incurred by the Company, your Directors express their inability to recommend any dividend for the year under review.

OPERATIONS

There was no income from operations during the financial year. The Net Loss during the year was Rs. 1,35,879/- compared to Net Loss of Rs. 4,06,477 during the previous year.

DIRECTORS

Pursuant to section 260 of the Companies Act, 1956, Mr. Madabushi Ramaswamy Rajagopal, Mr. Santoshkumar Awasthi and Mr. DilipKumar Dutta were appointed as an Additional Director by the Board of Directors w. e. f. 29/09/2012. Mr. Alagirisamy Appavoo was appointed as an Additional Director by the Board of Directors w. e. f. 10/04/2013. They would hold office up to date of the ensuing Annual General Meeting. The Company has received a notice in writing from a member proposing the candidate for the office of Director.

During the year, Mr. Nagesh Bhanwarlal Bhandari, Mr. Shailesh Bhanwarlal Bhandari, Mr. Ram Singh, and Mr. Dineshkumar R. Sharma, Directors have ceased to be directors w. e. f. from 29/09/2012 due to change in Management of the company. The new Board places on record its appreciation for the services rendered by them during their tenure as directors of the Company.

For perusal of the Shareholders, a brief resume of the Director being appointed / re-appointed is given and forms part of the Notice. Your Directors recommend their appointment / re-appointment.



MAGNUM LIMITED

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to section 217(2AA) of the Companies Act, 1956, the Board of Directors of the Company hereby confirms that:

1. In the preparation of the annual accounts for the financial year ended 31st March, 2013, the applicable accounting standards had been followed along with proper explanations relating to material departures, if any;
2. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year of the Company and of the loss of the Company for that period;
3. The directors have taken proper and sufficient care 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;
4. The Board of Directors had prepared the annual accounts for the financial year ended 31st March, 2013 on a going concern basis.

AUDITORS & AUDITORS REPORT:

M/s Asim Mehta & Associates has shown his unwillingness to continue as a Statutory Auditor of the Company and hence the new auditor M/s Prakash Patwari & Co. is recommended for appointment as statutory Auditors of the Company to hold office from the conclusion of this annual general meeting until the conclusion of next annual general meeting of the company at such remuneration as shall be fixed by the Board of Directors

There is no reservation, qualification or adverse remark in the Auditors' Report which require any clarification / explanation. The Notes to Accounts forming Part of the financial statements are self explanatory and need no further explanation.

DEPOSITS

The Company has neither accepted nor invited any deposits from public, within the meaning of section 58A and 58AA of the Companies Act, 1956 and the Rules made there under.

CORPORATE GOVERNANCE:

Your Company has complied with the mandatory provisions of Clause 49 relating to Corporate Governance of the Listing Agreement with the Stock Exchange. A separate section on Corporate Governance and the certificate from Company's auditors confirming the compliance of conditions on Corporate Governance is annexed and forms part of this Report.

COMPLIANCE REPORT

As required under section 383A(1) of the Companies Act, 1956, the Company has obtained the secretarial Compliance Certificate from of M/s J. Akhani & Associates, Company Secretaries, Ahmedabad and the same is annexed herewith.



MAGNUM LIMITED

PARTICULARS OF EMPLOYEES

The particulars required under section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended, is not applicable as there are no employees falling in that category.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The information required under the provisions of the section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 are Nil. There was no foreign exchange earning and outgo by the Company during the financial year.

APPRECIATION AND ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation for the continued guidance and support provided by Bank, Government Authorities, Auditors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the devoted services of the Staff members of the Company.

PLACE: AHMEDABAD
DATE: 30/08/2013

BY ORDER OF THE BOARD
FOR MAGNUM LIMITED

SANTOSK KR AWASTHI
DIRECTOR

DILIP KR DUTTA
DIRECTOR



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

OVERVIEW

Service sector of Indian economy contributes a sizeable part of India's GDP. A comparison of the services performance of the top 15 countries for the 11 year period from 2001 to 2011 shows that the increase in share of services in GDP is the highest for India with 8.1 percentage points. In 2011-12, although the growth of "trade" sub-sector decelerated to 6.5%, its share improved to 16.6%. "Other services" had a share of 7.9% in 2010-11 and 2011-12. It grew at 6.5% in 2011-12.

The Company has not carried out any business activities during the financial year and as such there was no income from operations during the financial year.

OPPORTUNITIES AND THREATS

The Services Sector continues to remain growth engine for Indian Economy in the year 2012-2013 also. This will open up ample opportunities for your company to revive the business activities in future.

The financial and service sector is highly competitive after opening up of the Indian company. However the growth of the same has been badly affected after the collapse of the financial system in US & Europe. There is also a consolidation in the financial and service sector in the recent past. This will help your company to revive the business operations related to service sector in future, however the company is required to make a sizeable investments, which requires a huge cash outflow.

SEGMENT ANALYSIS AND REVIEW

The activity of the Company was to provide service of Share Transfer related activity. Therefore the Company operates in a single business / geographical segment as envisaged in Accounting Standard (AS-17) issued by the ICAI. Hence segment wise performance is not furnished.

FUTURE OUTLOOK

Looking at the opportunities available in the service sector and growth of the service sector post liberalization, there is a good scope for your company to revive the business activities related to software and share transfer related activities apart from venturing into new areas of service sector. Being a historically well managed company, your company has a good outlook for the future in Service sector related business activities.

RISKS & CONCERNS

Our Company like other companies is exposed to various types of risks, such as financial risks, business risks, legal & statutory risks, political risks, management risks, knowledge risks etc. Externally, the Company is exposed to financial risks, strategic risks, operational risks and hazard risks. Internally, it is exposed to liquidity & cash flow risks, risks regarding intellectual capital, accounting controls, information systems etc.

INTERNAL CONTROL AND ADEQUACY

The Internal Control System is designed to ensure that financial and other records are reliable for preparing financial information and other Data and for maintaining accountability of the assets. Our Company has robust internal system and process in place for ensuring the smooth conduct of its operations.

The integrity and reliability of the internal control systems are achieved through clear policies and procedures.



FINANCIAL PERFORMANCE

During the year 2012-2013, the total income of the Company was only Rs. 3500/- due to discontinuation of share transfer related activities. The Net Loss before tax of the Company during the year was Rs. 1,35,879 as against loss Rs. 4,06,477 during the previous year.

CAUTIONARY STATEMENT

Statement in this Management Discussion and Analysis report detailing the Company's objective, projections about the future, estimates, expectations or predictions including, but not limited to, statements about the Company's strategy for growth, products development, market position and expenditures may be "forward – looking statements" within the meaning of applicable securities laws and regulations.

Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand / supply and price conditions in the domestic and overseas markets in which the Company operate, changes in the Government regulations, tax laws and other statues or other incidental factors. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise.



MAGNUM LIMITED

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's Corporate Governance philosophy is based on the principle that better Corporate Governance adds considerable value to the operational performance. As such the Company has implemented a system to ensure transparency, control, accountability, responsibility and fairness in all areas of operations.

The good Corporate Governance practice is imperative for the growth of any enterprise in the long term perspective. Fair and Transparent business practices along with timely disclosure of financial and corporate information is very essential for the confidence and harmonious relationship with all the stakeholders. The Company is in compliance with the Clause 49 of the listing agreement prescribed by the Stock Exchange and SEBI.

I. BOARD OF DIRECTORS

As on 31st March, 2013 the strength of the Board of Directors of the Company has an optimum combination of Executive and Non-executive Directors. The Board of Directors comprises of four Directors, of which two Directors were Non-Executive & Independent Directors. Composition of Board is in conformity with the provisions of the Clause 49 (I)(A) of the Listing Agreement.

Composition of the Board of Directors and other related matters as on 31st March, 2013 along with their attendance at the Board Meeting and last Annual General Meeting are as under:

Details of Directorship given above exclude directorship held in Private Companies, Foreign Companies and Companies registered under section 25 of the Companies Act, 1956. Details of committee membership includes Membership / Chairmanship of Audit Committee and Shareholder's Grievances Committee of the Public Companies.

BOARD MEETING

The Board Meetings are normally held at the registered office of the Company in Ahmedabad and at Kolkata as all the new Directors are residing at Kolkata. The Board meets at least once a quarter with gap between two board meetings not exceeding four months. The Board agenda papers and other explanatory notes are circulated to the Directors.

The Board of Directors met 5(Five) times during the year under review. The dates of which are as under:

30th May, 2012, 16th July, 2012; 29th September 2012, 12th November, 2012 12th January 2013.

II. COMMITTEES OF BOARD

Currently Magnum Limited has two Board level committee viz. Audit Committee and Shareholders' Grievance Committee. Both Committees have combination of Executive, Non-executive and Independent Directors. The Board is responsible for the constitution, co-opting and fixing the terms of reference for the Committee and its members.



MAGNUM LIMITED

Name of Directors	Category	No. of Other Directorship held	No. of Board Committees of which Member / Chairman	No. of Board Meetings during the year 2012-2013		Attendance at last AGM held on 29.09.2012
				Held	Attended	
Dr. Nagesh Bhandari Up to 29.09.2012	Chairman & Non-Executive Director	5	1	3	3	No
Mr. Shailesh Bhandari Up to 29.09.2012	Promoter & Executive Director	11	5	3	3	Yes
Mr. Ram Singh Up to 29.09.2012	Independent & Non-Executive Director	1	2	3	3	Yes
Mr. Dinesh kumar Sharma Up to 29.09.2012	Independent & Non-Executive Director	Nil	Nil	3	3	N. A.
Mr. Madabushi Ramaswamy Rajagopal. w. e. f. 29.09.2012	Independent & Non Executive Director.	2	2	2	2	N. A.
Mr.Santoshkumar Awasthi w. e. f. 29.09.2012	Promoter & Non Executive Director	NIL	2	2	2	N. A.
Mr. DilipKumar Dutta w. e. f. 29.09.2012	Promoter & Executive Director	NIL	2	2	2	N. A.
Mr. Alagirisamy Appavoo w. e. f. 10.04.2013	Independent & Non Executive Director	NIL	2	2	2	N. A.

A. Audit Committee

Term of Reference

The terms of reference and powers of the Audit Committee are in compliance with the provisions of the Corporate Governance – Clause 49 of the Listing Agreement and section 292A of the Companies Act, 1956. Minutes of the Audit Committee are circulated and discussed at the Board meetings.

Composition of the Committee:

The Audit Committee comprises of three members. The Audit Committee was re-constituted w. e. f. 29th September 2012. At present, Mr. Madabushi Ramaswamy Rajagopal, Independent & Non-Executive Director is the Chairman and Mr. Santosh kumar Awasthi and DilipKumar Dutta are the members of the Audit Committee.

The members of the Audit Committee for the year ended on 31st March, 2013 are as under:

- Mr. Ram Singh Chairman (Up to 29.09.2012)



MAGNUM LIMITED

2. Mr. Shailesh Bhandari	Member (Up to 29.09.2012)
3. Mr. Dineshkumar Sharma	Member (Up to 29.09.2012)
4. Mr. Madabushi Ramaswamy Rajagopal	Chairman (w. e. f. 29.09.2012)
5. Mr. Santosh Kumar Awasthi	Member (w. e. f. 29.09.2012)
6. Mr. DilipKumar Dutta	Member (w. e. f. 29.09.2012)

The Committee meets to review and approve the Unaudited / Audited Financial Results of the Company as per Clause 41 of the Listing Agreement.

The following table gives the attendance record of the Members of the Audit Committee.

Name of Member	Designation	No. of Committee meeting attended
Mr. Ram Singh	Chairman	30/05/2012, 16/07/2012
Mr. Shailesh Bhandari	Member	30/05/2012, 16/07/2012
Mr. Dineshkumar Sharma	Member	30/05/2012, 16/07/2012
Mr. Madabushi Ramaswamy Rajagopal	Chairman	12/11/2012, 12/01/2013
Mr. Santoshkumar Awasthi	Member	12/11/2012, 12/01/2013
Mr. DilipKumar Dutta	Member	12/11/2012, 12/01/2013

B. Shareholders' Grievance Committee

The Shareholders' Grievance Committee is in compliance with the requirements of Clause 49 of the Listing Agreement. The Committee comprises of one Non-Executive Director and two Non-Executive Independent Directors to expedite the process of redressal of compliant like non-transfer of shares and non-receipt of annual report etc.

The Shareholders' Grievance Committee was re-constituted w. e. f. 29th September 2012. At present, Mr. Madabushi Ramaswamy Rajagopal, Independent & Non-Executive Director is the Chairman and Mr. Santosh kumar Awasthi and DilipKumar Dutta are members of the Shareholders' Grievance Committee.

1. Mr. Ram Singh	Chairman (Up to 29.09.2012)
2. Mr. Shailesh Bhandari	Member (Up to 29.09.2012)
3. Mr. Dineshkumar Sharma	Member (Up to 29.09.2012)
4. Mr. Madabushi Ramaswamy Rajagopal	Chairman (w. e. f. 29.09.2012)
5. Mr. Santosh Kumar Awasthi	Member (w. e. f. 29.09.2012)
6. Mr. DilipKumar Dutta	Member (w. e. f. 29.09.2012)

The Committee met from time to time during the year under review for redressal of the shareholders' grievances. The Shareholders' Grievance Committee is authorised to review the process of share transfer and dematerialization of shares also.

The Company has not received any complaint from the shareholders during the year.

During the financial year 2012-2013, six meetings of the Shareholders' Grievance Committee were held. There was no pending share transfer, which were received more than one month prior to that date.

C. Remuneration of Directors

The Company has not constituted a Remuneration Committee. At present, the Company does not pay any remuneration to Directors of the Company by way of salary, commission or sitting fees.



MAGNUM LIMITED

III. GENERAL BODY MEETINGS

The last three Annual General Meetings of the Company were held within the statutory time period, the details of the same are as under:

AGM	Financial Year	Venue	Date & Time	No. of Special Resolution
20 th	2011-2012	A-1, Skylark Apartment, Satellite Road, Satellite, Ahmedabad	29 th September 2012 At 11.00 A.M	Nil
19 th	2010-2011	S-5, Ahmedabad Management Association, AITRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015	30 th September, 2011 at 11.30 A.M	Nil
18 th	2009-2010	H. T. Parekh Convention Center, Ahmedabad Management Association, AITRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015	24 th September, 2010 at 10.00 A.M.	Nil

No Extra Ordinary General Meeting was held during the financial year 2012-2013. No resolution through postal ballot was passed during the financial year 2012-2013 and no resolution is proposed to be passed through postal ballot at the ensuing Annual General Meeting.

IV. DISCLOSURES

Disclosures on materially significant related party transactions

There are no materially significant related party transaction *i.e.* transaction material in nature, between the Company and its Promoters, Directors or Management or their relatives etc. having any potential conflict with the interest of the Company at large. Transactions with related parties are disclosed in the notes to the accounts in this Annual Report.

Code of Conduct

The Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company.

In Compliance with the Code, Directors of the Company have affirmed compliance with the Code for the year ended on 31st March, 2013. A declaration to this effect signed by the Director forms part of this Annual Report.

Cases of Non-Compliance / Penalties

There is no non-compliance by the Company on any matter related to capital markets during the last three years. Similarly, there are no penalties or strictures imposed on the Company by Stock Exchanges, SEBI or any other statutory authorities on any matter related to capital markets during the last three years.

Compliance with the Corporate Governance

The Company has complied with all the mandatory requirements laid down by the Corporate Governance Code. The Board would review implementation of non-mandatory requirements of the Code in due course of time.



MAGNUM LIMITED

The Company has complied with all the requirements of the Listing Agreements with the Stock Exchange as well as regulations and guidelines issued by SEBI.

V. MEANS OF COMMUNICATION

During the year, quarterly unaudited financial results with the limited review report and annual audited financial result of the Company were submitted to the Stock Exchange on their approval by the Board of Directors. The Company normally publishes the quarterly and yearly financial result in regional newspaper in English and Gujarati editions.

Management Discussion and Analysis Report is a part of the Annual Report.

SEBI Complaints Redress System (SCORES)

The investors complaints are processed in a centralized web based complaints redress system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports (ATRs) by concerned Companies and online viewing by investors of action taken on the compliant and its current status.

VI. GENERAL SHAREHOLDER INFORMATION

Day, Date & Time of 21 st AGM	Monday, 30 th September, 2013 at 10.00 a.m.
Venue of AGM	306, Sarthik Complex, Nr. Fun Republic Cinema, Satellite, Ahmedabad – 380 015
Book Closure Date	25 th September, 2013 to 30 th September, 2013
Financial Year	1 st April to 31 st March
Compliance Officer	Mr. Santoshkumar Awasthi Director
Email for Investor Complaint	magnum_ahd@yahoo.co.in
ISIN with NSDL & CDSL	INE591B01018

A. Financial Year [Tentative]:

First Quarter Ending 30 th June, 2013	:	Last Week of August, 2013
Second Quarter Ending 30 th September, 2013	:	Last Week of November, 2013
Third Quarter Ending 31 st December, 2013	:	Last Week of February, 2014
Fourth Quarter Ending 31 st March, 2014	:	Last Week of May, 2014

B. Listing on Stock Exchange(s):

Your Company's Shares are listed on:

Company Code	Name of Stock Exchange	Address of Stock Exchange
530347	BSE Limited (formerly known as Bombay Stock Exchange Limited)	Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001

Annual Listing fees for the Financial Year 2013-2014 have been duly paid to the BSE Limited (formerly known as Bombay Stock Exchange Limited) and Annual Custodial fees for the Financial Year 2013-2014 have been duly paid to the NSDL and CDSL.



MAGNUM LIMITED

C. Registrar & Share Transfer Agent

Shareholders are requested to send all documents pertaining to share transfer related request and other communication in relation thereto directly to the Registrar at the following address.

M/s Link Intime India Pvt. Ltd.

Unit No 303, 3rd Floor, Shoppers Plaza V,
Opp. Municipal Market, B/h. Shoppers Plaza II,
Off C. G. Road, Ahmedabad – 380 009
Ph. No.: 079-26465179|E-mail Address: ahmedabad@linkintime.co.in

D. Share Transfer System

Powers to approve requests related to share transfers, dematerialization / Rematerialisation have been delegated to the employees / officers of M/s Link Intime India Pvt. Ltd., Registrar & Share Transfer Agent of the Company for expeditious disposal of shareholders' requests and complaints.

E. Categories of Shareholding as on 31st March, 2013.

Category	No. of Shares	% of Share Capital
Indian Promoters	18,68,533	42.73
Mutual Funds	62,800	1.44
Central Government Authority	71,900	1.64
Private Corporate Bodies	4,17,740	9.55
Non Resident Indians	37,922	0.87
Clearing Members	15,047	0.34
Indian Public	18,99,158	43.43
Total	43,73,100	100.00

F. Dematerialization of Shares and Liquidity.

Equity Shares of the Company can be traded in dematerialized form by all the shareholders. The Company has established connectivity with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Demate security (ISIN) code for the equity shares in **INE591B01018**.

As on 31st March, 2013, total 33, 92,285 equity shares representing 77.57% were held in demate form and balance 9,80,815 equity shares representing 22.43% were held in physical form.

G. Distribution of Shareholding as on 31st March, 2013

Category	No. of Shareholders		No. of Shares Allotted	
	Total	% of Shareholders	Total	% of Shares
1 to 500	2565	81.74	466282	10.66
501 to 1000	298	9.50	251497	5.75
1001 to 2000	123	3.92	185774	4.25
2001 to 3000	45	1.43	115054	2.63
3001 to 4000	14	0.45	48779	1.12
4001 to 5000	24	0.76	111754	2.56
5001 to 10000	26	0.83	199045	4.55
10001 and above	43	1.37	2994915	68.48
Total:	3138	100.00	43,73,100	100.00



MAGNUM LIMITED

H. Market Price Data

The monthly movement of equity share price during the year 2012-2013 at Bombay Stock Exchange Limited (BSE) is summarized as below:

Month	Share Price		BSE Sensex		Monthly Volume (No. of Shares)
	High Price	Low Price	High	Low	
April 2012	5.13	4.07	17664.10	17010.16	1,12,742
May 2012	4.26	3.65	17432.33	15809.71	1,93,398
June 2012	5.43	4.00	17448.48	15748.98	9,97,801
July 2012	10.01	5.70	17631.19	16598.48	79,413
August 2012	9.98	7.99	17972.54	17026.97	25,950
September 2012	8.61	7.50	18869.94	17250.80	29,782
October 2012	9.34	7.32	19137.29	18393.42	13,581
November 2012	10.48	8.80	19372.70	18255.69	31,148
December 2012	9.45	8.50	19612.18	19149.03	5,073
January 2013	10.30	8.46	20203.66	19508.93	58,325
February 2013	11.97	9.90	19966.69	18793.97	12,510
March 2013	12.56	4.80	19754.66	18568.43	5,553

I. Outstanding GDRs / ADRs / Warrants and Convertibles Instruments, conversion date and likely impact on the Equity

The Company has not issued any GDRs/ ADRs/ Warrants or any convertible instruments as on 31st March, 2013.

J. Registered Office & Address for correspondence

Magnum Limited
306, Sarthik Complex,
Nr. Fun Republic Cinema,
Satellite, Ahmedabad – 380 015
Ph. No. : 079-26768844, Fax No. : 079-26768855
Email : magnum_ahd@yahoo.co.in

COMPLIANCE CERTIFICATE

To,
The Members,
Magnum Limited
Ahmedabad

We have examined the registers, records, books and papers of **MAGNUM LIMITED** (“the Company”) as required to be maintained under the Companies Act, 1956 (“the Act”) and the Rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on **31st March, 2013** (“financial year”). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in **Annexure ‘A’** to this certificate, as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
2. The Company has filed the forms and returns as stated in **Annexure ‘B’** to this certificate, with the Registrar of Companies. However, the Company was not required to file any forms and returns to Regional Director, Company Law Board, Central Government or such other authorities.
3. The Company being Public Limited Company, no comments are required.
4. The Board of Directors duly met 5 (Five) times on 30/05/2012, 16/07/2012, 29/09/2012, 12/11/2012 and 12/01/2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose. The Company did not pass any circular resolution during the financial year.
5. The Company closed its Register of Members from 25th September, 2012 to 29th September, 2012 (both days inclusive) for necessary compliance with section 154 of the Act.
6. The Annual General Meeting for the financial year ended on 31st March, 2012 was held on Saturday, 29th September, 2012 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra-Ordinary General Meeting was held during the financial year.
8. The Company has not advanced any loans to its directors and / or persons or firms or companies referred in section 295 of the Act during the year under review.
9. The Company has not entered into any contracts to which the provisions of section 297 of the Act applies.
10. The Company has made necessary entries in the register maintained under section 301 of the Act for disclosure of interest by the Directors under section 299 of the Act.
11. As there were no instances falling within the purview of section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government.
12. The Company has not issued any duplicate share certificate during the financial year.

13. The Company has:
 - (i) delivered all the share certificates on lodgment thereof for transfer/transmission in accordance with the provisions of the Act. There was no allotment of securities during the financial year.
 - (ii) not declared any dividend during the financial year under review.
 - (iii) was not required to post warrants for dividends to any members of the Company, as no dividend was declared during the financial year.
 - (iv) was not required to transfer any amount to Investor Education and Protection Fund during the financial year being unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years.
 - (v) duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the Company is duly constituted and appointment of Director, Additional Director has been duly made.
15. The Company has not appointed any Managing Director/ Whole Time -Director/ Manager during the financial year.
16. The Company has not appointed any sole-selling agent during the financial year.
17. The Company was not required to obtain any approvals from the Central Government, Company Law Board, Regional Director, Registrar of Companies or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
18. The directors have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares/ debentures / other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company has not redeemed any preference shares or debentures during the financial year.
22. There were no transactions necessitating the Company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited or accepted any deposit from public falling within the purview of section 58A and 58AA read with Companies (Acceptance of Deposit) Rules, 1975.
24. As confirmed, the amount borrowed by the Company from directors, members, public, financial institutions, banks and others during the financial year is within the borrowing limits of Company under section 293(1)(d).
25. The Company has given loans and advances and has invested in other bodies corporate and hence necessary entries in the Register kept for the purpose have been made.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from the one state to another during the year under scrutiny.

27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under scrutiny.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. There was no prosecution initiated against or shows cause notices received by the Company and no fines and penalties or any other punishment imposed on the Company during the financial year for alleged offences under the Act.
32. The Company has not received any money from its employees as security deposit pursuant to section 417(1) of the Act during the financial year.
33. The Company has not constituted any trust for its employees and hence provisions of section 418 of the Act are not applicable.

Place : Ahmedabad
Date : 30th August, 2012

**For J. AKHANI & ASSOCIATES
COMPANY SECRETARIES**

**JAGDISH AKHANI
PROPRIETOR
C.P.No. : 9179, Membership No. 9564**

Annexure A

Registers as maintained by the Company

1. Register & Index of Members u/s 150 of the Companies Act, 1956
2. Register of Director etc. u/s 303 of the Companies Act, 1956
3. Register of Directors' Shareholdings u/s 307 of the Companies Act, 1956
4. Register of Companies and firms in which Directors of the Companies are interested as required under the Provisions of sec. 299 & 301 of the Companies Act, 1956
5. Register of Charges u/s 143 of the Companies Act, 1956
6. Register of Loans and Investments u/s 372A of the Companies Act, 1956
7. Minutes Book of the Board Meeting u/s 193(1) of the Companies Act, 1956
8. Minutes Book of the proceedings of General Meeting u/s 193(1) of the Companies Act, 1956
9. Books of Accounts u/s. 209(1)(a) to (c)
10. Register of Share Transfer / Transmissions
11. Attendance Register of Directors
12. Attendance Register of Members at General Meeting of the Company

Annexure B

Forms and Returns as filed by the Company with Registrar of Companies, Gujarat / Ministry of Corporate Affairs, Company Law Board, Regional Director, Central Government or other authorities during the financial year ended on **31st March, 2013.**

➤ **With Registrar of Companies :-**

Sr. No.	E - Forms	Filed under section	Purpose
1.	32	303(2)	Appointment of Directors dated 29 th September 2012 filed vide Challan No. B60020682 dated 19/10/2012
2	32	303(2)	Resignation of Directors dated 29 th September 2012 filed vide Challan No. B60923539 dated 31/10/2012
3	66	383A	Compliance Certificate for the year 2011-112 filed vide Challan No. P94854601 Dated 07.11.2012

- With Company Law Board :- Nil
- With Regional Director :- Nil
- With Central Government & Other Authorities :- Nil

**For J. AKHANI & ASSOCIATES
COMPANY SECRETARIES**

Place : Ahmedabad
Date : 30th August, 2012

**JAGDISH AKHANI
PROPRIETOR
C.P.No. : 9179, Memberhip No. 9564**



MAGNUM LIMITED

DECLARATION OF CODE OF CONDUCT

In accordance with Clause 49(ID) of the Listing Agreement with the Stock Exchange, I Dilip Kumar Dutta, Director of the Company, hereby declare that the Board of Directors have laid down a Code of Conduct for the Board Members and Senior Management of the Company and the Board Members have affirmed compliance with the said Code of Conduct for the year ended on 31st March, 2013.

Place: Ahmedabad

Date: 30/08/2013

DILIP KUMAR DUTTA
DIRECTOR

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
Magnum Limited
Ahmedabad

We have examined the compliance of conditions of Corporate Governance by **Magnum Limited** for the year ended on 31st March 2013 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of 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, and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned Listing Agreement.

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 ASIM MEHTA & ASSOCIATES
Chartered Accountants
Firm Registration No. 114050W

Place : Ahmedabad

Date : 30th August, 2013

Asim C. Mehta

Proprietor
Membership No. - 35039

Auditor's Report

To,
The Members of
MAGNUM LIMITED.
Ahmedabad

We have audited the accompanying financial statements of **MAGNUM LIMITED** (“the Company”), which comprises the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

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.

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 Statement of Profit and Loss, of the loss of the company for the year ended on that date

REPORT ON OTHER LEGAL AND REGULATORY MATTERS

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 Companies Act, 1956, This report includes a statement on the matters specified in paragraph 4 of the Companies (Auditor' Report) Order, 2003, issued by the Companies Act, 1956, is annexed to this report.
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 and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
 - d) in our opinion, the Balance Sheet and Statement of Profit and Loss 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.
 - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For, **ASIM MEHTA & ASSOCIATES**
Chartered Accountants

Date: 14 /08 /2013
Place: Ahmedabad

Proprietor
M. No: 035039
FRN: 114050W

Annexure to the Auditors' Report:

(REFERRED TO IN PARAGRAPH [1] OF OUR REPORT ON OTHER LEGAL & REGULATORY MATTERS)

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 Companies Act, 1956, and on the basis of such checks of book & records of Company as we considered appropriate & according to the information and explanation given to us, during the course of our Audit, we report that in our opinion.

- 1)
 - (a) The Company has maintained records showing full particulars including quantitative details and situation of fixed Asset.
 - (b) All the fixed assets have not been verified by the management during the year but, according to the information and explanations given to us, there is a regular Programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies between the book records and the physical inventory have been noticed in respect of the assets physically verified.
 - (c) During the year, in our opinion, a substantial part of fixed assets has not been disposed off by the Company, which would affect the going concern of the Company.
- 2) The company has no stock of Inventory
- 3)
 - (a) The company has neither granted nor taken any loans, secured or unsecured to/from companies, firms or other parties covered in the register maintained under section 301 of the Act during the financial year under the audit.
 - (b) Repayment of interest free loans from associates has been made during the year.
- 4) In our opinion and according to the information and explanations given to us, and subject to notes of accounts, having regard to the explanations that there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for the purchase of fixed assets and for the sale of services. Further, on the basis of our examination and according to the information and explanations given to us, we have neither come across nor have we been informed of any instance of major weaknesses in the aforesaid internal control procedures.

- 5)
- (a) In our opinion and according to the information and explanations given to us, during the year, no transactions that need to be entered into the Register maintained under Section 301 of the Companies Act, 1956 have been found.
 - (b) In our opinion and according to the information and explanations given to us, there are no such transactions exceeding Rs. five lakhs each which have been made at prices, which are not reasonable having regard to the prevailing market prices, for such goods, materials or services at the relevant time.
- 6) As per explanation given to us, the Company has not accepted any deposits from public to which the provisions of section 58A and 58AA of the Companies Act, 1956 and the Companies (Acceptance of Deposits) Rules, 1975 would apply. Therefore, the provisions of clause 4 (vi) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- 7) The Company is conducting Internal Audit Departmentally.
- 8) The Central Government has not prescribed the maintenance of the cost record u/s 209(1) (d) of the Companies Act, 1956 and hence the provisions of clause 4 (viii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- 9)
- (a) In our opinion and according to the information and explanation given to us, the company is regular in depositing with appropriate authorities undisputed statutory dues including the investor education and protection fund, provident fund, income tax, sales tax, wealth tax, custom duty, excise duty, cess and other material statutory dues applicable to it.
 - (b) In our opinion and according to the explanation given to us, and the records examined by us there are no dues to be deposited on account of dispute.
- 10) The company has accumulated losses as at 31st March, 2013 amounted to Rs.40,48,352/- and has incurred cash loss of Rs. 90,664/- during the financial year ended on that date.
- 11) Based on our audit procedures and on the information and explanations given by the management, the company has not obtained any loans from any financial Institution or bank.
- 12) The company has not granted any loans and advances on the basis of security by way of pledge of shares, and other securities.

- 13) In our opinion, the company is not a chit fund or a nidhi/mutual benefit fund/society. Therefore, the provisions of clause 4 (xiii) of the companies (Auditor's Report) Order, 2003 are not applicable to the company.
- 14) In our opinion and according to the information and explanations given to us, the company is not a dealer or trader in securities.
- 15) The company has not given any guarantees for loans taken by others from banks or financial institutions.
- 16) The company has not obtained any term loans that were not applied for the purpose for which these were raised.
- 17) Based on the information and explanations given to us and on an overall examination of the balance sheet of the Company, in our opinion, there are no funds raised on a short term basis which have been used for long term investment, and vice versa.
- 18) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Companies Act, 1956 during the year.
- 19) The Company has not raised any money by public issue during the year.
- 20) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For ASIM MEHTA & ASSOCIATES

Chartered Accountants

ASIM C. MEHTA
Proprietor
Membership No.35039
FRN:114050W

Place: Ahmedabad

Date:14/08/2013

MAGNUM LIMITED

BALANCE SHEET AS AT 31.03.2013

(In Rupees)

Particulars	Note	Year ended 31.03.2013	Year Ended 31.03.2012
<u>EQUITY AND LIABILITIES</u>			
<u>SHAREHOLDER'S FUNDS</u>			
Share Capital	2.01	4 37 31 000	4 37 31 000
Reserves and Surplus	2.02	50 61 248	51 97 127
Share Application Money pending allotment	-	-	-
<u>NON-CURRENT LIABILITIES</u>			
Long-term Borrowings	2.03	39 00 000	36 25 000
Deferred Tax Liabilities (Net)	2.04	9 98 892	9 78 737
Other Long-term Liabilities	2.05	8 90 783	8 90 783
Long-term Provisions	2.06	51 624	51 624
<u>CURRENT LIABILITIES</u>			
Short-term Borrowings	2.07	-	1 00 000
Trade Payables	2.08	15 000	34 506
Other Current Liabilities	-	-	-
Short-term Provisions	2.09	2 07 389	2 07 389
TOTAL :		5 48 55 936	5 48 16 166
<u>ASSETS</u>			
<u>NON-CURRENT ASSETS</u>			
<u>Fixed Assets</u>			
Tangible Assets	2.10	7 66 696	7 91 756
Intangible Assets	-	-	-
Capital Work-in-Progress	-	-	-
Intangible Assets under development	-	-	-
Non-Current Investments	2.11	1 35 67 109	1 35 67 109
Deferred Tax Assets (Net)	-	-	-
Long-term Loans and Advances	2.12	1 01 30 427	1 01 30 427
Other Non-current Assets	2.13	40 23 428	40 23 428
<u>CURRENT ASSETS</u>			
Current Investments	-	-	-
Inventories	-	-	-
Trade Receivables	2.14	2 62 56 079	2 62 56 079
Cash and Cash Equivalents	2.15	1 12 197	47 367
Short-term Loans and Advances	-	-	-
Other Current-assets	-	-	-
TOTAL :		5 48 55 936	5 48 16 166
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	1 & 2		

The Notes referred to above form an integral part of the financial statements.

This is the Balance Sheet referred to in our report of even date.

For and in behalf of the Board

For Asim Mehta & Associates
Chartered accountants

Santosh Kr. Awasthi
Director

Dilip Kr. Dutta
Director

Asim C. Mehta
Proprietor

Place : Ahmedabad
Date : 14th August, 2013

Membership No. : 35039
Firm Registration No. : 114050W

MAGNUM LIMITED

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31.03.2013

(In Rupees)

Particulars		Note	Year Ended 31.03.2013	Year Ended 31.03.2012
I.	Revenue from Operations	-	-	
II.	Other Income	2.16	3 500	2 800
III.	TOTAL REVENUE (I+II)		3 500	2 800
IV.	EXPENSES			
	Employee Benefits Expense	2.17	-	1 37 403
	Financial Costs		-	-
	Depreciation and Amortization Expense	2.10	25 060	27 840
	Other Expenses	2.18	94 164	2 20 685
	TOTAL EXPENSES		1 19 224	3 85 928
V.	PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III-IV)		(1 15 724)	(3 83 128)
VI.	Exceptional Items		-	-
VII.	PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (V-VI)		(1 15 724)	(3 83 128)
VIII.	Extraordinary Items		-	-
IX.	PROFIT BEFORE TAX (VII-VIII)		(1 15 724)	(3 83 128)
X.	<u>Tax Expense :</u>			
	Current Tax		-	-
	Deferred Tax		20 155	23 349
XI.	PROFIT / (LOSS) FOR THE PERIOD (IX-X)		(1 35 879)	(4 06 477)
XII.	EARNINGS PER EQUITY SHARE			
	Earning Per Share (Basic & Diluted)		(0.03)	(0.09)
	Weighted Average no. of shares used for calculation		43 73 100	43 73 100
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS		1 & 2		

This is the Statement of Profit & Loss referred to in our report of even date.

For and on behalf of the Board

For Asim Mehta & Associates
Chartered accountants

Santosh Kr. Awasthi
Director

Dilip Kr. Dutta
Director

Asim C. Mehta
Proprietor

Place : Ahmedabad
Date : 14th August, 2013

Membership No. : 35039
Firm Registration No. : 114050W

MAGNUM LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2013

(In Rupees)

	Year Ended 31.03.2013	Year Ended 31.03.2012
A CASH FLOW FROM OPERATING ACTIVITIES :		
Profit / (Loss) before Taxation	(1 15 724)	(3 83 128)
Adjustments for Non-Cash Items :		
Depreciation / Amortisation	25 060	27 840
Operating Profit / (Loss) before Working Capital Changes	(90 664)	(3 55 288)
Adjustments for movements in Working Capital :		
Decrease / (Increase) in Long-term Loans & Advances	-	-
Decrease / (Increase) in Other Non-Current Assets	-	1 50 000
Increase / (Decrease) in Long-term Liabilities	-	-
Increase / (Decrease) in Long-term Provisions	-	(765)
Increase / (Decrease) in Trade Payables	(19 506)	19 134
Increase / (Decrease) in Other Current Liabilities	-	-
Increase / (Decrease) in Short-term Provisions	-	(21 500)
Cash generated / (used) from / (in) Operations	(1 10 170)	(2 08 419)
Direct Taxes Paid (Net)	-	-
Net Cash Flow from / (used in) Operating Activities.....(A)	(1 10 170)	(2 08 419)
B CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Long-term Investments	-	-
Net Cash Flow from / (used in) Investing Activities.....(B)	-	-
C CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from / (Repayment of) Long-term Borrowings	2 75 000	4 75 000
Proceeds from / (Repayment of) Short-term Borrowings	(1 00 000)	(2 75 500)
Net Cash Flow from / (used in) Financing Activities.....(C)	1 75 000	1 99 500
Net Increase / (Decrease) in Cash and Cash Equivalents.....(A+B+C)	64 830	(8 919)
Cash and Cash Equivalents at the beginning of the year	47 367	56 286
Cash and Cash Equivalents at the end of the year	1 12 197	47 367
Cash and Cash Equivalents as per Balance Sheet (Note : 2.15)	1 12 197	47 367
<u>Components of Cash and Cash Equivalents</u>		
Cash in Hand	5 596	5 596
Balances with Scheduled Banks in Current Accounts	1 06 601	41 771
Cash and Cash Equivalents as per Balance Sheet (Note : 2.15)	1 12 197	47 367
NOTE :		
i) Figures in brackets represent outflows		
ii) Previous year figures have been regrouped or reclassified wherever necessary		

This is the Cash Flow Statement referred to in our report of even date.

For and on behalf of the Board

For Asim Mehta & Associates
Chartered accountants

Santosh Kr. Awasthi
Director

Dilip Kr. Dutta
Director

Asim C. Mehta
Proprietor

Place : Ahmedabad

Date : 14th August, 2013

Membership No. : 35039

Firm Registration No. : 114050W

MAGNUM LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

2.01 SHARE CAPITAL

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
<u>Authorised</u>		
70,00,000 Equity Shares of Rs.10/- each	7 00 00 000	7 00 00 000
(Previous Year 70,00,000 Equity Shares of Rs.10/- each)		
<u>Issued, Subscribed & Fully Paid-up</u>		
43,73,100 Equity Shares of Rs.10/- each	4 37 31 000	4 37 31 000
(Previous Year 43,73,100 Equity Shares of Rs.10/- each)	4 37 31 000	4 37 31 000

- a) The Company has only one class of Shares referred to as Equity Shares having a par value of Rs.10/- . Each holder of oen Equity Share is entitled to one vote per share.
- b) In the event of liquidation of the Company, the holders of Shares shall be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The amount distributed will be in proportion to the number of Equity Shares held by the shareholders.
- c) **Reconciliation of number of Shares Outstanding**

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Number of Shares outstanding at the beginning of the year	43 73 100	43 73 100
Add : Number of Shares issued during the year	-	-
Number of Shares outstanding at the end of the year	43 73 100	43 73 100

- d) The details of the shareholders holding more than 5% of the Equity Shares is set out below:

Particulars	Year Ended 31.03.2013		Year Ended 31.03.2012	
	No of Shares held	%age Held	No of Shares held	%age Held
Pavaki Vanijya Private Limited	18 68 533	42.73%	-	-
Mukesh Bhandari	-	-	5 03 500	11.51%
Sailesh Bhandari	-	-	4 87 200	11.14%
Avinash Prakashchandra Bhandari	-	-	4 20 000	9.60%
Madhvi Bhandari	-	-	3 00 583	6.87%
Mankumari Prakashchandra Bhandari	-	-	2 25 750	5.16%

MAGNUM LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

2.02 RESERVES & SURPLUS

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
<u>Balance in General Reserve</u>		
Balance at the beginning of the year	10 00 000	10 00 000
Add : Transfer during the year	-	-
Balance at the end of the year	10 00 000	10 00 000
<u>Balance in Share Premium Account</u>		
Balance at the beginning of the year	64 50 000	64 50 000
Add : Transfer during the year	-	-
Balance at the end of the year	64 50 000	64 50 000
<u>Balance in State Subsidy Account</u>		
Balance at the beginning of the year	16 59 600	16 59 600
Add : Transfer during the year	-	-
Balance at the end of the year	16 59 600	16 59 600
<u>Balance in Statement of Profit & Loss</u>		
Balance at the beginning of the year	(39 12 473)	(35 05 996)
Add : Profit during the year	(1 35 879)	(4 06 477)
Balance at the end of the year	(40 48 352)	(39 12 473)
Total	50 61 248	51 97 127

2.03 LONG TERM BORROWINGS

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Unsecured Loans from Related Parties	1 00 000	1 25 000
Unsecured Loans from others	38 00 000	35 00 000
Total	39 00 000	36 25 000

2.04 DEFERRED TAX LIABILITY (NET)

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
<u>Deferred Tax Liability :</u>		
Arising out of Timing Difference in depreciable assets	9 98 892	9 78 737
Total	9 98 892	9 78 737

MAGNUM LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

2.05 OTHER LONG-TERM LIABILITIES

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Trade Payables	8 90 783	8 90 783
Total	8 90 783	8 90 783

2.06 LONG-TERM PROVISIONS

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Provision for Employee Benefits	51 624	51 624
Total	51 624	51 624

2.07 SHORT-TERM BORROWINGS

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Unsecured Loans from Related Parties	-	1 00 000
Total	-	1 00 000

2.08 TRADE PAYABLES

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Dues to Micro, Small and Medium Enterprises *	-	-
Trade Payable for Goods & Services	15 000	34 506
Trade Payable against purchase of Capital Goods	-	-
Total	15 000	34 506

* Based on the information available with the management, there are no amounts due to Micro, Small and Medium Enterprises, which has been relied upon by the auditors.

2.09 SHORT TERM PROVISIONS

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Provision for Taxes	-	-
Provision for Employee Benefits	2 07 389	2 07 389
Total	2 07 389	2 07 389

MAGNUM LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

2.11 NON CURRENT INVESTMENTS

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Trade Investments (Refer details below)		
Investment in Equity Shares	1 35 67 109	1 35 67 109
Total	1 35 67 109	1 35 67 109

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
a) Aggregate amount of quoted investments (Market Value of Rs.4,34,408/- (Previous Year - Rs.5,40,288/-)	1 34 67 109	1 34 67 109
b) Aggregate amount of unquoted investments (Previous Year - Rs.1,00,000/-)	1 00 000	1 00 000
Total	1 35 67 109	1 35 67 109

Details of Trade Investments

(In Rupees)

Sr. No.	Particulars	Face Value of each Equity Share	Year Ended 31.03.2013		Year Ended 31.03.2012	
			No. of Shares	Value	No. of Shares	Value
QUOTED						
1	Arcadia Mercantile Capital Limited	Rs.10/-	22 100	2 21 000	22 100	2 21 000
2	Bubna Major Bio-tech Limited	Rs.10/-	1 500	15 000	1 500	15 000
3	HDFC Bank Limited	Rs.2/-	340	30 084	340	30 084
4	Crest Paper Mills limited	Rs.10/-	700	7 000	700	7 000
5	Canbay Polyfilms Limited	Rs.10/-	1 400	14 000	1 400	14 000
6	Dharnendra Agro Food India Limited	Rs.10/-	2 02 400	50 53 005	2 02 400	50 53 005
7	Dharnendra Industries Limited	Rs.10/-	85 000	15 00 000	85 000	15 00 000
8	ETP Corporation Limited	Rs.10/-	2 000	89 302	2 000	89 302
9	Ganesh Housing Corporation Limited	Rs.10/-	1 540	1 54 036	1 540	1 54 036
10	Hitwardhak Cotton Industries Limited	Rs.10/-	1 00 000	10 00 000	1 00 000	10 00 000
11	Iota Chemicals Limited	Rs.10/-	5 000	85 475	5 000	85 475
12	J. K. Pharma Chem Limited	Rs.10/-	800	16 000	800	16 000
13	Linaks Micro Electronics Limited	Rs.10/-	2 000	29 928	2 000	29 928
14	Lakhanpal Foods Limited	Rs.10/-	2 500	27 275	2 500	27 275
15	Merry Share Fin Limited	Rs.10/-	1 13 100	11 85 317	1 13 100	11 85 317
16	Mrug Pharmaceuticals Limited	Rs.10/-	2 89 200	28 92 000	2 89 200	28 92 000
17	Pharmed Chemicals Limited	Rs.10/-	1 100	11 000	1 100	11 000
18	Rajinder Pipes Limited	Rs.10/-	800	32 000	800	32 000
19	Rose Mount Pharma Limited	Rs.10/-	8 100	2 26 337	8 100	2 26 337
20	Rank Aqua Estates Limited	Rs.10/-	1 200	47 394	1 200	47 394
21	Stellar Drugs Limited	Rs.10/-	5 000	85 600	5 000	85 600
22	Time Shipping Limited	Rs.10/-	42 100	4 58 574	42 100	4 58 574
23	Varun Cements Limited	Rs.10/-	800	20 000	800	20 000
24	Valley Abrasives Limited	Rs.10/-	11 600	1 16 000	11 600	1 16 000
25	Vintek R. F. Limited	Rs.10/-	5 000	1 32 782	5 000	1 32 782

MAGNUM LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

26	Arch Commerz Limited	Rs.10/-	90	18 000	90	18 000
	SUB-TOTAL : (I)			1 34 67 109		1 34 67 109
UNQUOTED						
1	Apollo Industries & Finance Limited	Rs.10/-	10 000	1 00 000	10 000	1 00 000
2	Crescent Finstock Limited		500	-	500	-
	SUB-TOTAL : (II)			1 00 000		1 00 000
GRAND TOTAL (I + II)				1 35 67 109		1 35 67 109

Note: Investments are classified into long term investments. Long term investments are carried at cost after deducting provision made if any for diminution in value of investment other than temporary determined separately for each Investment.

Management is of the view that diminution in value is of temporary nature.

2.12 LONG-TERM LOANS & ADVANCES

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Advances recoverable in cash or kind or for value to be received	1 01 30 427	1 01 30 427
Total	1 01 30 427	1 01 30 427

2.13 OTHER NON CURRENT ASSETS

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Security Deposits	40 22 665	40 22 665
TDS Receivable	763	763
Total	40 23 428	40 23 428

2.14 TRADE RECEIVABLES

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
<u>Unsecured & considered good</u>		
- Receivables for more than six months	2 62 56 079	2 62 56 079
- Other Receivables	-	-
Total	2 62 56 079	2 62 56 079

2.15 CASH AND CASH EQUIVALENTS

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Cash in Hand	5 596	5 596
<u>Balances with Banks</u>		
- In Current Accounts	1 06 601	41 771
Total	1 12 197	47 367

MAGNUM LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

2.16 OTHER INCOME

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Dividend Income	3 500	2 800
Profit on Sale of Investments	-	-
Liabilities no longer required - Written back	-	-
Total	3 500	2 800

2.17 EMPLOYEE BENEFIT EXPENSES

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Salary & Wages	-	1 04 000
Contribution to E.S.I.	-	33 403
Total	-	1 37 403

2.18 OTHER EXPENSES

(In Rupees)

Particulars	Year Ended 31.03.2013	Year Ended 31.03.2012
Advertising Expenses	18 810	27 180
<u>Auditor's Remuneration</u>		
Statutory Audit Fees	17 500	27 500
Bank Charges	365	197
Filing Fees	-	7 000
Insurance Expenses	2 809	2 758
Stock Exchange Listing Expenses	31 550	31 193
Printing, Stationery & Postage Expenses	6 245	5 744
Professional and Legal Charges	16 857	33 093
Rent	-	-
Other Expenses	28	86 020
Total	94 164	2 20 685

As per our Report of even date

For and on behalf of the Board

For Asim Mehta & Associates
Chartered accountants

Santosh Kr. Awasthi
Director

Dilip Kr. Dutta
Director

Asim C. Mehta
Proprietor

Place : Ahmedabad
Date : 14th August, 2013

Membership No. : 35039
Firm Registration No. : 114050W

MAGNUM LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

2.10 TANGIBLE ASSETS

(In Rupees)

Description	Gross Block - At Cost			Depreciation / Amortisation		Net Block		
	As at April 1, 2012	Additions	As at March 31, 2013	Upto April 1, 2012	For the year	Upto March 31, 2013	As at March 31, 2013	As at March 31, 2012
Plant & Machinery	90 58 151	-	90 58 151	86 05 243	-	86 05 243	4 52 908	4 52 908
Electrical Installations	13 21 910	-	13 21 910	12 55 814	-	12 55 814	66 096	66 096
Office Equipments	43 10 653	-	43 10 653	40 37 901	25 060	40 62 961	2 47 692	2 72 752
Total	1 46 90 713	-	1 46 90 713	1 38 98 958	25 060	1 39 24 018	7 66 696	7 91 756
Previous year	1 46 90 713	-	1 46 90 713	1 38 71 117	27 840	1 38 98 957	7 91 756	

MAGNUM LIMITED

SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31 MARCH 2013

1.00 GENERAL INFORMATION

- a) The revised Schedule VI has been notified under the Companies Act 1956 and has become applicable to the company with effect from the year ended March 31, 2012 for preparation and presentation of the financial statements. Accordingly, the financial statements have been prepared and presented as per the revised Schedule VI.
- b) All amounts in the financial statements are presented in Rupees except per share data and as otherwise stated. The figures of previous year also have been re-classified and regrouped wherever considered necessary to confirm with the figures in accordance with the requirements applicable for the current year.

1.01 SIGNIFICANT ACCOUNTING POLICIES

a) Basis of preparation of Financial Statement

The financial statements are prepared in accordance with Generally Accepted Accounting Principles ("GAAP") applicable in India. GAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2009 and the provisions of the Companies Act, 1956. Accounting policies have been consistently applied. The management evaluates all recently issued or revised accounting standards on an ongoing basis.

b) Use of Estimates

The preparation of the financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities as at the date of the financial statements and reported amounts of revenue and expenses for the year. The difference between the actual result and estimates are recognised in the period in which results are known / materialised.

c) Fixed Assets and Depreciation

Fixed assets are stated at acquisition cost less accumulated depreciation and impairment losses, if any. Cost of acquisition is inclusive of duties, taxes, freight and other directly attributable costs incurred to bring the assets to its working condition for intended use and are net of cenvat credits as applicable.

Cost of fixed assets not ready for their intended use before such date is disclosed as capital work-in-progress.

Depreciation on fixed assets is calculated on written down method at the applicable rates specified in Schedule XIV to the Companies Act, 1956. Depreciation for assets purchased / sold during a period is proportionately charged. All assets costing individually Rs 5,000 or below are fully depreciated in the year of acquisition.

MAGNUM LIMITED

SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31 MARCH 2013

d) Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

e) Employee Benefits

The Company has applied the revised Accounting Standard (AS) 15 – Employees Benefits notified under the Companies Rule, 2006. There is no present obligation of any past employment benefits including payment of Gratuity and /or Leave Encashment during the Year. Therefore no actuarial gains or losses arose during the year.

f) Income Tax

Provision for tax for the year comprises current income tax and deferred tax. Provision for current income tax is made based on the estimated tax liability in accordance with the relevant tax rates and tax laws.

Income Tax

Current tax is payable on taxable profits, which differ from profit or loss in the financial statements. Current tax is computed based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax

Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Unrecognized deferred tax assets of earlier years are re-assessed and recognized to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternative Tax (MAT) Credit

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the Guidance Note issued by The Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Profit & Loss Account and shown as MAT Credit Entitlement. The Company reviews the same in each Balance Sheet Date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

g) Borrowing Cost

Borrowing costs are recognised in the financial statements in accordance with the Accounting Standard -16 of Companies (Accounting Standards) Rules, 2006. Borrowing Costs that are attributable to the acquisition and constructions of qualifying assets are capitalised as a part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Other borrowing costs of the year are charged to revenue in the period in which they are incurred.

MAGNUM LIMITED

SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31 MARCH 2013

h) Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. Recoverable amount is the higher of the asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the profit and loss account. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

i) Earnings per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares). For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. In determining Earnings Per Share, the Company considers the net profit after tax and includes the post-tax effect of any extra-ordinary / exceptional item. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

j) Provisions and Contingent Liabilities

The Company creates a provision when there is present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognized nor disclosed in the financial statements.

MAGNUM LIMITED

SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31 MARCH 2013

1.02 Supplementary Statutory Information

Particulars	Year ended 31 st March, 2013	Year ended 31 st March, 2012
Directors' Remuneration	Nil	Nil
<u>Audit Fees</u>		
Statutory Audit Fees	Rs.17,500/-	Rs.15,000/-
Company law Matters	Nil	Rs.7,500/-
Taxation Matters	Nil	Rs.5,000/-
Total :	Rs.17,500/-	Rs.27,500/-
Expenditure in Foreign Currency	Nil	Nil
Value of Imports	Nil	Nil
Earnings in Foreign Exchange	Nil	Nil
Contingent Liabilities	Nil	Nil

1.03 Earning per Share

The following is the calculation of Earning per Share as required by AS-20

	Year ended 31 st March, 2013	Year ended 31 st March, 2012
Net Profit / (-) Loss after Taxes	(-)Rs. 1,35,879/-	(-)Rs. 4,06,477/-
Nominal Value Per Share (Rs.)	Rs. 10/-	Rs. 10/-
Weighted Average Number of Equity Shares	43,73,100	43,73,100
Earnings per Share - Basic and Diluted	(-)Rs. 0.03	(-)Rs .0.09

1.04 Segment Reporting

The Company has only one reporting segment as per Accounting Standard 17 on "Segment Reporting". The Company is operating only in India which is considered as a single geographical segment.

1.05 Related Party Disclosure

Description of Related parties :

Sr. No.	Relationship	Name
1.	Promoters	Pavaki Vanijya Private Limited
2.	Associates (For Year ended 31.03.2012 only)	a) Liberty Finance & Leasing Company Private Limited. b) S. N. Advisory Private Limited.
3.	Key Managerial Personnel (KMP) (For Year ended 31.03.2012 only)	Mr. Sailesh Bhandari
4.	Relatives of KMP (For the year ended 31.03.2012 only)	Mr. Mukesh Bhandari

MAGNUM LIMITED

SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31 MARCH 2013

Transactions with Related Parties

Description	Promoters / Associates (For 31.03.2012)		Key managerial Persons		Relatives of Key Managerial Persons	
	2012-13	2011-12	2012-13	2011-12	2012-13	2011-12
<u>Transactions</u>						
Borrowings	Rs.1,00,000/-	Rs.1,00,000/-	-	Rs.7,250/-	-	-
Loan Repayment	-	Rs.4,50,000/-	-	Rs.11,07,750/-	-	Rs.50,000/-
<u>Balance outstanding at the year end</u>						
Borrowings	Rs.1,00,000/-	Rs.2,25,000/-	-	-	-	-

AUDITORS' CERTIFICATE ON CASH FLOW STATEMENT

We have examined the annexed Cash Flow Statement of "Magnum Limited for the year ended **31st March, 2013**. The Statement has been prepared by the Company in accordance with the requirements of Clause 32 of the listing agreement with Bombay Stock Exchange and is based on and in agreement with the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of Dt.14/08/2013 to the members of the Company.

For Asim Mehta & Associates
Chartered Accountant

Asim C. Mehta
Proprietor
Membership No. 35039
Firm Registration No: 114050W



MAGNUM LIMITED

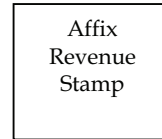
PROXY FORM

DP ID	
Client ID	

Folio No.	
No. of Shares	

I / We _____ of _____ being a member / members of **MAGNUM LIMITED** hereby appoint _____ of _____ or failing him _____ of _____ as my/our Proxy to attend and vote for me/us and or on my / our behalf at the _____ 21st Annual General Meeting of the Company to be held on Monday, 30th September, 2013 at 10.00 a.m. at the Registered Office of the Company at 306, Sarthik Complex, Nr. Fun Republic Cinema, Satellite, Ahmedabad – 380 015 or at any adjournment thereof.

Signed this _____ day of _____, 2013



Signature

NOTE :

1. The Proxy Form signed across revenue stamp should reach at the Company's Registered Office at 306, Sarthik Complex, Nr. Fun Republic Cinema, Satellite, Ahmedabad – 380 015 at least 48 hours before the scheduled time of the meeting.
2. The Proxy need not be a member of the Company.
3. Please fill in full particulars.
4. Company reserves the right to ask for identification of the proxy.



MAGNUM LIMITED

ATTENDANCE SLIP

Please complete the Attendances Slip and hand it over at the entrance of the Meeting hall.

I / We hereby record my presence at the 21st Annual General Meeting of the Company held on Monday, 30th September, 2013 at 10.00 a.m. at the Registered Office of the Company at 306, Sarthik Complex, Nr. Fun Republic Cinema, Satellite, Ahmedabad – 380 015

DP ID	
Client ID	

Folio No.	
No. of Shares	

Name of the Shareholder (In Block Letters)	
Signature of Shareholder	
Name of the Proxy (In Block Letters)	
Signature of the Proxy	

NOTE:

This attendance is valid only in case shares are held on the date of this Annual General Meeting.

FORM A

(Pursuant to Clause 31(a) of Listing Agreement)

No	Particulars	Detail
1	Name of The Company	Magnum Limited
2	Annual standalone financial statement for the year ended	31 st March 2013
3	Type of Audit observation	Un – qualified
4	Frequency of observation	Not applicable
5	<p>To be Signed by:</p> <p>1. Director</p> <p>2. Audit Committee Chairman</p> <p>3. Auditor of the Company</p>	<p><i>[Signature]</i> Mr. Santosh Kumar Awasthi</p> <p><i>[Signature]</i> Mr. Madabushi Ramaswamy Rajagopal</p> <p>Refer our Audit Report dated 14th August 2013 On the standalone financial statements of the Company For MAGNUM LIMITED</p> <p><i>[Signature]</i> CHARTERED ACCOUNTANTS (FIRM REG. No.: 114050W)</p> <p>For, ASIM MEHTA & ASSOCIATES</p> <p>MEMBERSHIP No.: 035039</p> <p>Ahmedabad: 30th September 2013</p> 