

Board of Directors

Mrs. Abhilasha Agarwal (Whole Time Director)
Mr. Mukesh Jain (Director)
Mr. Vishal Bakshi (Director)
Mr. Ravi Kant Joshi (Director)
Mr. Trinadh Kiran Vemuri (Director)
Mr. Mukund Sharan (Director)

Board Committees

A. Audit Committee

Mr. Mukund Sharan, Chairman;
Mr. Vishal Bakshi;
Mr. Ravi Kant Joshi;
Mr. Mukesh Jain;

B. Share Transfer Committee

Mr. Vishal Bakshi, Chairman;
Mr. Ravi Kant Joshi;

C. Shareholders/ Investor Grievances Committee

Mr. Mukesh Jain, Chairman;
Mr. Vishal Bakshi;
Mr. Ravi Kant Joshi;

D. Remuneration Committee

Mr. Vishal Bakshi, Chairman;
Mr. Mukesh Jain;
Mr. Ravi Kant Joshi;
Mr. Mukund Sharan;

Chief Financial Officer

Mr. Praveen Chowdhary
Email id: pc@feindia.net

Company Secretary cum Compliance Officer

Ms. Deepti Dabral
Email id: cs@feindia.net

Auditors

M/s. Nangia & Company.
Chartered Accountants,
Email id: nangia@nangia.com,
nangia@vsnl.com

FE (INDIA) LIMITED

Bankers

Punjab National Bank
State Bank of India

Registered Office:

F-58/1, Okhla Industrial Area,
Phase-1, New Delhi- 110020.
Contact No.s: 91-11-40537610,26811999
Fax: 91-11-40537611
Email id: info@feindia.net ,
cs@feindia.net
Website: www.fegroup.co.in

Registrar & Transfer Agents

Link Intime (India) Pvt. Ltd.
Narang Tower 44, Community Centre,
Naraina Industrial Area, Phase - I,
New Delhi – 110 028
Email Id: delhi@linkintime.co.in

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NOTICE

Notice is hereby given that the Eighteenth Annual General Meeting of the shareholders of FE (India) Limited (Formerly known as Financial Eyes (India) Limited) will be held at 9.00 A.M. on Saturday, December 29, 2012 at Hotel Royal Castle Grand, D-616, Chittaranjan Park, New Delhi-110019 to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended September 30, 2012 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Ravi Kant Joshi, who is liable to retire by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Mr. Trinadh Kiran Vemuri who is liable to retire by rotation and being eligible, offers himself for reappointment.
4. To appoint Auditors and to fix their remuneration and in this connection, to consider and, if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“RESOLVED THAT:

- (a) The resignation of M/s Nangia & Co., Chartered Accounts as auditor of the Company having been received by the Company and the consent of board to such resignation having been received, the Company accepts M/s Nangia & Co.’s resignation; and
- (b) M/s L M S C & Co., Chartered Accountants having consented to their appointment as auditor of the Company, be appointed as auditor of the Company.”

Place: New Delhi
Dated: November 29, 2012

By the Order of the Board
For FE (India) Limited

Sd/-
Deepti Dabral
Company Secretary
M.No. 25110

Note:

- 1. A MEMBER IS ENTITLED TO APPOINT ONE OR MORE PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER, TO MAKE THE PROXY EFFECTIVE PROXY FORM MUST BE SUBMITTED AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. Brief Resume of Directors proposed to be re-appointed including details as stipulated under Clause 49 of the Listing Agreement entered into with the Stock Exchanges, is provided in the Report on Corporate Governance forming part of this Annual Report.
3. Members who hold shares in Dematerialized mode are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
4. Members holding shares in physical mode can avail the nomination facility by filling Form 2B (In duplicate) as prescribed under the Companies (Central Government's) General Rules & Forms either with the Registrar & Transfer Agents or with the Company. The Nomination Form 2B prescribed by the Government can be obtained from the RTA or the Company at its Registered. In case of Demat holding the nomination has to be lodged with members Depository Participants.
5. The Register of Members and the Transfer Books of the Company will be closed from Thursday, December 20, 2012 to Saturday, December 29, 2012, both days inclusive.
6. Shareholders holding shares in physical mode are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agents, Link Intime (India) Private Limited. Shareholders holding shares in electronic form must send the advice about change in address to their respective Depository Participants and not to the Company.
7. All documents referred to in the Notice and a Company Explanatory Statement are open for inspection at the Registered Office of the Company during the business hours on all working days up to the conclusion of Annual General Meeting.
8. **Depository System**
The Company has entered into agreements with NSDL and CDSL. Members, therefore, now have the option of holding and dealing in the shares of the Company in electronic form through NSDL or CDSL.

The Depository System envisages the elimination of several problems involved in the scrip based system such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delay in transfers, mutilation of share certificates, etc. Simultaneously, Depository System offers several advantages like exemption from stamp duty, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc.
9. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the RTA or the Company at its Registered Office quoting reference of their folio numbers or their Client ID with DP ID number, as the case may be.
10. Members may please note that no gifts shall be distributed at the Meeting.

11. Members desirous of having any information as regard to the accounts, are requested to write to the Company at least seven days in advance is to enable the management to keep the information ready.
12. In support of Green Initiative of the Ministry of Corporate Affairs, the Company has also decided to send all future communications including the Annual Report through email to those shareholders, who have registered their email id with their Depository Participant/ Company's Registrar & Share Transfer Agent. In case a Shareholder wish to a printed copy of such communications he/ she may please send a request to the Company, which will send a printed copy of the communication to the Shareholders.

Date: November 29, 2012
Place: New Delhi

By the Order of the Board
For FE (India) Limited

Sd/-
Deepti Dabral
Company Secretary
M.No. 25110

Explanatory Statement

The statement of Material facts pursuant to Section 173(2) of the Companies Act,1956, relating to the business mentioned at Item No. 4 of the accompanying Notice dated November 29, 2012

Item No. 4

M/s Nangia & Co., Chartered Accountants, the existing Auditors of the Company has resigned from the office of Auditor of the Company, therefore creating casual vacancy in the office of Auditors. The Company has received a notice from member along with a letter u/s 224 of the Companies Act, 1956 informing the eligibility signifying his intention to appoint M/s L M S C, Chartered Accountants, to fill the casual vacancy. In terms of the provision of section 225 of the Companies Act, the appointment of Auditors in place of existing Auditors of the Company requires the approval of General Meeting by way of Ordinary resolution.

Therefore, the Board recommend to pass necessary resolution by way of ordinary resolution to appoint M/s L M S C, Chartered Accountants, as the casual Auditors of the Company in place of M/s Nangia & Co., Chartered Accountants to hold office of the Auditors of the Company till the conclusion of the next Annual General Meeting on the remuneration as may be fixed by the Board.

None of the director of the Company is concerned or interested in the proposed resolution.

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their Eighteenth Annual Report together with the Audited Statement of Accounts for the year ended as at September 30, 2012.

FINANCIAL RESULTS

₹ in '000

	Financial Year 2011-12 (12 months)	Financial Period 2010-11 (15 months)
Total Income	854,52,27	650,39,87
₹ Profit before Depreciation & Tax	7,78,80	8,95,43
Less: Depreciation	73,18	79,36
Profit before Tax	7,05,62	8,16,07
Less: Provision for Tax	2,67,53	2,79,18
Profit available for appropriation	4,38,09	5,36,89
Appropriation	-	23,82
Profit(Loss) carried forward	4,38,09	5,13,07

FINANCIAL PERFORMANCE

During the year the Company has recorded a net income of ₹ 854.52 Crores as compare to ₹ 650.40 Crores, thereby resulting in increase of 31.38% growth (Annualized Basis) inspite of various global pressures and inflation witnessed by the Industry coupled with devaluation of Rupee against US Dollar. But the Profit before tax has fallen 11.97% to Rs. 7.06 Lacs (Previous Year Rs. 8.02 Lacs) due to various external factors which have been detailed in the Management Discussion & Analysis forming the part of this Directors Report.

DIVIDEND

In view of ongoing diversification plans, the Company would be in need of additional funding. Hence your Directors has decided to conserve the internal resources in order to use the same for the diversification projects. Accordingly, the Directors do not recommend any dividend for the financial year ended September 30, 2012. The Directors submit that it would enhance the shareholders' value in long term.

FIXED DEPOSITS

During the year under review, your Company has not accepted/renewed any deposits from the public in terms of Section 58A of the Companies Act, 1956 read with Companies (Acceptance of Deposit) Rules, 1975 and Rules amended thereafter.

SUBSIDIARY COMPANIES

The Company has a subsidiary Company in Singapore under the name “F E Singapore PTE Limited.” for carrying on the business of trading in Agriculture Commodities. The Company had made an investment of US \$ 5,10,000 in FE Singapore PTE Limited. The Financial statements made by subsidiary company were placed before and reviewed by the Audit Committee of the Company. Copies of Board Minutes of the subsidiary Company were placed before the Board meetings of the Company as per Clause 49 of the Listing Agreement with Stock Exchanges.

During the Year “F E Agrochem Private Limited” was incorporated as a wholly owned subsidiary of the Company. F E Agrochem Private Limited would commence its operation of extracting gum from guar.

In terms of Section 212 of the Companies Act, 1956, your Company is required to attach the Directors’ Report, Balance Sheet, Profit & Loss Account of its Subsidiary Companies to its Annual Report. However Ministry of Corporate Affairs (MCA), Government of India vide its Circular No. 2/2011 dated February 8, 2011 has granted general exemption to all the Companies for not attaching the above documents of subsidiary companies with the annual report of the holding company, subject to compliance of conditions specified therein. As required under this said circular, your Directors’ in its meeting held on November 29, 2012 has granted its consent for not attaching the Balance Sheet of its subsidiaries as they would be made available to its members at the Company’s website.

In terms of the said circular issued by MCA a summary of the financial information of **each subsidiaries** of your Company is attached as Annexure I to this Report. Any member intends to have a copy of the Balance Sheet and other financial statements of these **subsidiaries**, may sent his request to the Company Secretary. These documents will also be available for inspection during the business hours at the Registered Office of the Company and also the Registered Office of the respective **subsidiary companies** “FE Singapore PTE Limited” and “F E Agrochem Private Limited”.

MANAGEMENT DISCUSSION AND ANALYSIS

A separate report on the Management Discussion & Analysis of the financial position and the results of the operation of the Company for the year under review is annexed to this Report as required under Clause 49 of the Listing Agreement with the Stock Exchanges.

NAME CHANGE

The name of the Company was changed from “Financial Eyes (India) Limited” to “FE (India) Limited” with effect from May 3, 2012 based on the Special Resolution passed at the last Annual General Meeting of the Company.

DIRECTORS

Cessation

During the year Mr. Ashish Todi, Director has expressed his inability to continue as a Director due to his other commitments. The Board of Directors at its meeting held on January 3, 2012 placed on record its appreciation for his valuable guidance and support during his tenure as Director of the Company.

Appointment of Directors by rotation

In accordance with the provisions of the Companies Act, 1956 read with the Articles of Association of the Company Mr. Ravi Kant Joshi and Mr. Trinadh Kiran Vemuri, Directors of your Company, will retire by rotation at the ensuing Annual General Meeting and being eligible, offered themselves for re-appointment, your Board recommends their re-appointments.

POSTAL BALLOT

Shareholders approval through Postal Ballot is under process, under Section 192A of the Companies Act, 1956 for the following items:

(a) **FOR INCREASING THE AUTHORISED CAPITAL**

To increase the Authorized Share Capital of the Company from 10,00,00,000/- (Ten Crores) to 20,00,00,000/- (Twenty Crores) and consequential amendment of the Memorandum & Articles of Association.

(b) **RAISING OF EQUITY CAPITAL**

- To allot of Equity Shares to qualified institutional buyers by way of QIP as per SEBI (ICDR) Regulations, 2009.
- To make Preferential Allotment of Equity Shares/Convertible Securities to the promoter/ non-promoter group.

(c) **PAYMENT OF REMUNERATION TO NON-EXECUTIVE DIRECTOR**

Payment of monthly remuneration to Mr. Mukund Sharan, Non –Executive Director of the Company, up to 1% of Net Profits of the Company, calculated in accordance with the provisions of the Companies Act, 1956 and other applicable laws.

The result of Postal Ballot will be declared on Saturday, 15th December, 2012 at 4 P.M at the Registered Office of the Company.

CORPORATE GOVERNANCE

Committed to good corporate governance practices, your Company fully confirm to standards set out by SEBI and other regulatory authorities and has implemented and complied with all of its major stipulations. Your Directors are committed to conduct the business of the Company with the highest level of integrity and transparency. The commitment of your Company is clearly reflected in the business activities of the Company. As per Clause 49 of Listing Agreement, a report on corporate governance along with Compliance Certificate from the Chartered Accountants form part of the Annual Report.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Board of Directors of your Company state:

- (i) that in the presentation of the annual accounts, the applicable accounting standards have been followed.
- (ii) that the Directors have selected such accounting policies and applied them consistently and made judgments that are estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the year.
- (iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, safeguarding the assets of the Company and for preventing fraud and other irregularities.
- (iv) that the Directors have prepared the annual accounts on a going concern basis.

AUDITORS

Pursuant to Section 224(1B) of the Companies Act 1956, M/s L M S C, Chartered Accountants of Faridabad (Haryana), are appointed as the Auditors of the Company, in place of M/s Nangia & Co., Chartered Accountants, to hold the office of Auditors from the date of this Meeting to the conclusion of the next Annual General Meeting of the Company on such remuneration and out of pocket expenses as may be decided by the Board.

AUDITORS OBSERVATION

The Auditors of the Company have made remarks /observation in their report regarding non-payment of undisputed statutory dues for a period of more than six months from the due date in the following cases:

Name of Statute	Nature of dues	Amount Rs.	Period to which the Amount relates	Due date	Date of Payment
Finance Act, 1994	Service Tax in terms of Section 66A of the Act	9,06,092	FY 2008-09	31/03/2009	Not paid till date
Income Tax Act, 1962	Income Tax in relation to AY 2012-13	1,04,24,431	FY 2011-12	31/03/2012	Not paid till date

FE (INDIA) LIMITED

Based on the expert opinion and as per the notification No s. 8/2004. S.T.,dated 09.07.2004 and 19/2005 S.T., dated 07.06.2005, your Directors' considered that the aforesaid dues are not payable by the Company in respect to the Service Tax amount mentioned in the above table.

Regarding the other payment listed above the payment could not be made due to paucity of funds, the management shall make the payment of the aforesaid amount along with interest as applicable in due course.

CONSERVATION OF ENERGY, TECHNOLOGY, & FOREIGN EXCHANGE

Since the Company is not involved in any manufacturing activity, the particulars regarding conservation of energy and technology absorption are not provided.

Particulars of Foreign Currency earning and outgo, during the year, are annexed as Annexure II

PARTICULARS OF EMPLOYEES

None of the employees was in receipt of remuneration more than the limits prescribed under Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 as amended.

ACKNOWLEDGEMENT

Your Directors take on record their sincere appreciation to the contributions made by the employees through their hard work, dedication, competence, support and co-operation towards the success of your Company. Your Directors wish to place on record their deep appreciation and gratitude for the cooperation and assistance extended to your Company by banks, government agencies, investors and business associates. Your Directors are thankful to the members and investors for their whole hearted support and for providing continuous strength to the Company and its management.

Date: November 29, 2012

Place: New Delhi

By Order of the Board

For FE (India) Limited

**Sd/-
Mukesh Jain
Director)
DIN: 00004881**

**Sd/-
Mukund Sharan
(Director)
DIN: 00059649**

Annexure I

Statement pursuant to Section 212 of the Companies act, 1956 about the financial information of the subsidiary companies.

Name of the Subsidiary: F E Singapore PTE Limited;

(US \$)

Issued and Subscribed Share Capital	10,00,000
Reserves	Nil
Total Assets	23,44,836
Total Liabilities	12,18,103
Investments	Nil
Turnover	4,01,52,278
Profit (Loss) before taxation	9,560
Provision for taxation	Nil
Profit (Loss) after taxation	9,560
Proposed Dividend	Nil
No. of shares held by the Company along with its nominee	5,10,000
% of interest held by in the Company	51%

Name of the Subsidiary: F E Agrochem Private Limited;

(₹)

Issued and Subscribed Share Capital	1,00,000
Reserves	Nil
Total Assets	Nil
Total Liabilities	Nil
Investments	Nil
Turnover	Nil
Profit (Loss) before taxation	Nil
Provision for taxation	Nil
Profit (Loss) after taxation	Nil
Proposed Dividend	Nil
No. of shares held by the Company along with its nominee	10,000
% of interest held by in the Company	100%

Annexure II**Earning and Expenditure in Foreign Currency****(₹)**

Particulars	For the year ended September 30,2012	For the period ended September 30,2011
Earnings		
Export (on FOB basis)	2,60,81,93,331	48,74,70,000
Commision	70,400	-
	2,60,82,63,731	48,74,70,000
Expenditures		
Import (on CIF Basis)	74,17,90,270	9,93,07,000
Foreing Traveling	22,54,782	27,62,000
Brokerage & Commission	21,86,740	-
Overseas Freight	16,14,51,480	-
Total	90,76,83,271	10,20,69,000

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management's view on the Company's performance and outlook are discussed below.

INDUSTRY STRUCTURE AND DEVELOPMENTS

It was quite challenging year for the economies across the globe. Among the emerging economies, GDP growth in China and India came under pressure of tight monetary measures to combat stubbornly high inflation. Indian economy, per se, witnessed many highs and lows during the year. Its GDP growth rate fell year on year to 6.1% during the third quarter of 2011-12 – touching its lowest level in past two years. Compared to 8.5% growth attained in 2010-11, GDP growth is expected to decline to 6.9% during 2011-12. Indian Rupee weakened against US dollar to its historically low level of 55.70. Benchmark interest rates touched the peak of past ten years, affecting industry growth. After hiking key policy rates thirteen times in the past two years, the Reserve Bank of India ("RBI") has cut the cash reserve ratio by 125 basis points and repo rate by 50 basis points in past five months. Still interest rates are at high level and RBI will watch for inflationary trend before announcing further rate cuts to boost the growth.

Despite of all this F E (India) Limited managed to sustain the growth rate in the financial year ended September 30, 2011 also, the Company's gross turnover has shown the growth to ₹ 850.09/- Crores, which is (on annualized basis) more in comparison to the gross turnover of last financial Period of 15 months i.e ₹ 589.79/- Crores. Your Company continued to strengthen its business and has sustained its position in the global market and posted encouraging performance for the year under review.

With a view of diversification and expansion of the Company's business the Company has promoted its Wholly Own Subsidiary (WOS) under the name & style as F E Agrochem Private Limited, to carry on the business of extracting gum from guar fali.

OPPORTUNITIES AND THREATS

The Company is monitoring the global economic and political events and the likely impact of the same to the performance of the Company and has been taking necessary steps to mitigate and/or insulate itself from the same. Our company perceives risks or concerns common to industry such as Global Economic fallout, Regulatory Risks, Foreign Exchange Volatilities, Higher Interest Rates, Rising Raw Material costs and other commercial and business related risks. The rising inflation forced Reserve Bank of India to go for monetary tightening resulted in increase in the interest rates by the banks. The demand for agri inputs is likely to be effected due to erratic monsoon. Company has been trying to establish itself globally as supplier of quality products & striving hard to achieve International Standards for the same. Accordingly, with respect to the competitive scenario, company has taken various steps to meet challenges & to capitalize on budding opportunities available.

OUTLOOK

As significant part of company's earning is realized from exports, outlook depends upon the global economic scenario, global demand & supply and international product prices. Above all, the performance of your company largely depends on the EXIM policy of the Union Government.

RISKS AND CONCERNS

Agro industry has various risks and challenges and its growth depends on good monsoon across the country. Intense competition and cheaper import pose threat to the domestic agro companies. The risks associated with the economy, regulations, competition, foreign exchange, interest rate etc., to which the Company is exposed are monitored and managed effectively.

Risk Management is looked upon as a facet of governance contributing towards greater predictability in performance and value creation. The Risk Management framework of the Company ensures, amongst others, compliance with Clause 49 of the listing agreement. The framework establishes risk management

across all service areas and functions of the Company. These processes are periodically reviewed to ensure that the management of the Company controls risks through a defined framework.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has in place adequate systems of internal control for its business processes across departments to ensure efficient operations, compliance with internal policies, applicable laws and regulations, protection of resources and assets, accurate reporting of financial transactions. The company also has an internal audit system which is conducted by an independent firm so as to cover various operations on continuous basis. Summarized Internal Audit Observations/ Reports are reviewed by the Audit Committee on regular basis. The finance and accounts functions of the Company are well staffed with qualified and experience members.

The Audit Committee met the Company's statutory Auditors to ascertain, inter alia, their views on the adequacy of internal control systems in the Company and keep the Board of Directors informed of their major observations from time to time.

CAUTIONARY STATEMENT

Certain statements made in the "Management Discussion and Analysis Report" describing the Company's objectives estimates and expectations may be 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such estimates and projections etc, whether expressed or implied. Several factors could make a significant difference to the Company's operations. These include economic conditions, Government regulations and Tax Laws, Political situation, natural calamities etc. over which the Company does not have any direct control.

Date: 29/11/2012

Place: New Delhi

By Order of the Board

For FE (India) Limited

**Sd/-
Mukesh Jain
(Director)
IN: 00004881**

**Sd/-
Mukund Sharan
(Director)
DIN: 00059649**

REPORT ON CORPORATE GOVERNANCE

Company's Corporate Governance Philosophy

The Company firmly believes that good Corporate Governance practices should be enshrined in all activities of the Company to ensure efficient conduct of the affairs of the Company, while upholding the core values of transparency, honesty & accountability. The philosophy of Corporate Governance as manifested in the Company's working is to achieve business excellence by enhancing long term shareholders value. Efficient conduct of business of the Company through commitment to transparency and business ethics in discharging its corporate responsibilities are hallmarks of the best practices already followed by the Company.

The Company emphasizes the need for full transparency and accountability in all its transaction, in order to protect the interest of its stakeholders. The Board considers itself as a trustee of its shareholders and acknowledges its responsibilities towards them for creation and safeguarding their wealth.

The Company is in compliance with the requirements of revised guidelines on Corporate Governance stipulated in Clause 49 of the Listing Agreement with the Stock Exchange.

Code of Conduct

In compliance with the Clause 49 of the Listing Agreement with Stock Exchanges, the Company has adopted the Code of Conduct for the Directors and Senior Executives of the Company. A Copy of the said Code of Conduct is available on the Company's website (www.fegroup.co.in).

All Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct as applicable to them for the year under review. A declaration to that effect duly signed by the Chief Executive Officer of the Company is attached at the end of this report.

Board of Directors

(A) COMPOSITION

Your Board of Directors currently comprised of six Directors with a Whole Time Director and five Non-Executive and Independent Directors.

The composition of Directors and the attendance at the Board Meeting(s) during the last reporting financial year and the last Annual General Meeting, including the details of their Directorship and Committee Membership as of September 30, 2012 are given below:

Name and Designation of Director	No. of other Directorship	Committee Membership (in other Companies member/chairman)
Mrs. Abhilasha Agarwal Promoter/ Whole Time Director	2	Nil
Mr. Mukesh Jain Non- Executive/ Independent Director	5	Nil
Mr. Vishal Bakshi Non-Executive /Independent Director	None	Nil
Mr. Ravi Kant Joshi Non-Executive /Independent Director	None	Nil
Mr. Trinadh Kiran Vemuri Non-Executive /Independent Director	8	Nil
Mr. Mukund Sharan Additional Director/Non-Executive /Independent Director	2	Nil
Mr. Ashish Todi, Non-Executive/ Independent Director	4	Nil

(B) DIRECTORS INTEREST IN THE COMPANY AND ATTENDANCE RECORDS

Director	Director identification No.	No. of Board Meeting held	Attended	Last AGM Attended	No. of Equity Shares held
Mrs. Abhilasha Agarwal	01854288	09	09	Yes	1644348
Mr. Mukesh Jain	00059649	09	08	Yes	49600
Mr. Vishal Bakshi	00610253	09	09	Yes	22500
Mr. Ravi Kant Joshi	02781932	09	05	Yes	-
Mr. Trinadh Kiran Vimuri	02750590	09	09	Yes	-
Mr. Mukund Sharan	00004881	09	08	Yes	-
Mr. Ashish Todi*	00029214	09	NIL	No	-

***Mr. AshishTodi resigned from the Board of Directors with effect form January 3, 2012.**

Note: During the year nine Board Meetings were held on 31/10/2011, 17/11/2011, 29/11/2011, 03/01/2012, 18/01/2012, 14/02/2012, 27/03/2012, 15/05/2012, 14/08/2012.

Board Committees

The Board currently has 4 Committees: the Audit Committee, the Share Transfer Committee, the Shareholder’s/Investors Grievance Committee and the Remuneration Committee. The Board is responsible for constituting, assigning and co-opting the members of the various Committees.

(A) AUDIT COMMITTEE

The Audit Committee was constituted by the Board of Directors in accordance with the requirements of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement entered into with Stock Exchanges.

The Audit Committee of the Board presently comprises of Mr. Mukund Sharan, Mr. Vishal Bakshi, Mr. Ravi Kant Joshi and Mr. Mukesh Jain and three of them, are Non- Executive and Independent Directors.

Mr. Mukund Sharan, Non- Executive and Independent Director was appointed as member of Audit Committee in the Board Meeting dated 27thMarch, 2012 and he was also appointed as the Chairman of the Audit Committee in place of Mr. Mukesh Jain.

The Audit Committee met four times during financial year ended September 30, 2012 on 29/11/2011, 14/02/2012, 15/05/2012 and 14/08/2012.

The Composition of Audit Committee and attendance at Committee meetings are follows:

Name of Member	Status	No. of meetings held	No. of meetings attended
Mr. MukundSharan	Chairman	4	2
Mr. Vishal Bakshi	Member	4	4
Mr. Ravi Kant Joshi	Member	4	1
Mr. Mukesh Jain	Member	4	3

Minutes of the Audit Committee Meeting(s) were circulated to the members of the Board in its respective meetings for the purpose of making note of the recommendations of the Audit Committee and also to take effective steps for implementing the same.

(B) SHARE TRANSFER COMMITTEE

The Share Transfer Committee comprises of two Directors and all of them are Non-Executive Directors.

The composition of Transfer Committees as follows:

Name of Member	Status
Mr. Vishal Bakshi	Chairman
Mr. Ravi Kant Joshi	Member
Ms. Deepti Dabral	Company Secretary

(C) SHAREHOLDER'S /INVESTOR GRIEVANCE COMMITTEE

The Committee was constituted pursuant to Clause 49 of Listing Agreement to monitor and redressal of the shareholder's grievances expeditiously.

The Shareholders Grievance Committee comprises of following Director as members. Two of them are Non-Executive and Independent.

Name of Member	Status
Mr. Mukesh Jain	Director
Mr. Vishal Bakshi	Director
Mr. Ravi Kant Joshi	Director

Note:

1. As on date all request involving transfer of shares have been processed and no transfer is pending. In order to expedite the process of share transfer, the Board of Directors has delegated the powers for transfer of shares to the Registrar & Transfer Agents, M/s Link Intime (India) Pvt. Limited. The share transfers, which were received in the physical mode,were processed and the Share Certificates were returned within a reasonable time, subject to the documents being valid and complete in all respects.
2. No Investor grievances are pending for a period exceeding one month against the Company.

(D) REMUNERATION COMMITTEE

The remuneration of the Executive Director was recommended by the Remuneration Committee, based on criteria such as industry benchmark, the Company's performance vis-a- vis the industry and responsibilities shouldered. The Company pays remuneration by way of salary and perquisites to its Executive Director.

During the financial year ended 30th September, 2012, two meetings of the Remuneration Committee were held on 28/11/2011 and 15/05/2012.

Mr. Mukund Sharan, Non- Executive and Independent Director was appointed as member of Remuneration Committee in the Board Meeting dated 27th March, 2012.

The composition of Remuneration Committee and attendance at Committee meetings are as follows:

Name of Member	Status	No. of meetings held	No. of meetings attended
Mr. Vishal Bakshi	Chairman	2	2
Mr. Mukesh Jain	Member	2	1
Mr. Ravi Kant Joshi	Member	2	1
Mr. Mukund Sharan	Member	2	2

GENERAL BODY MEETINGS

Details of Annual General Meetings held during the last four years.

	Year	Date	Time	venue
Annual General Meeting	2010-2011	29.12.2011	9.00 A.M.	Hotel Royal Castle Grand, D-616, Chittaranjan Park, Greater Kailash-I, New Delhi-110019.
Annual General Meeting	2009-10	30.09.2010	9.00 A.M.	Hotel Royal Castle Grand, D-616, Chittaranjan Park, Greater Kailash-I, New Delhi-110019.
Annual General Meeting	2008-09	30.09.2009	9.00A.M.	Hotel Royal Castle Grand, D-616, Chittaranjan Park, Greater Kailash-I, New Delhi-110019.
Annual General Meeting	2007-08	30.09.2008	9.30 A.M.	Hotel Royal Castle Grand, D-616, Chittaranjan Park, Greater Kailash-I, New Delhi-110019.

The following Special Resolutions were passed by the Shareholders in the previous three Annual General Meetings:

Date of AGM	Subject matter of the Resolution
December 29, 2011	<ol style="list-style-type: none"> 1. Approval for commencement of new business specified in Clause 25 of the other objects of the Memorandum of Association regarding mining lease etc. pursuant to Section 149(2A) of the Companies Act, 1956. 2. Approval regarding change of name of the Company, pursuant to Section 21 of the Companies Act, 1956. 3. Approval for raising of capital upto ₹ 25crores(Twenty Five Crores) through issuance of, offering and allotment of any securities by way of Public Issue, Private Placement or Preferential allotment pursuant to Section 81(1A) of the Companies Act, 1956.
September 30, 2010	<ol style="list-style-type: none"> 1. Approval for raising of Paid up Capital upto ₹ 25 Crores (Twenty five crores) through QIPs pursuant to Section 81(1A) of Companies Act, 1956. 2. Approval for allotment upto ₹ 35 Crores convertible warrants through preferential allotment to promoter and non-promoter group pursuant to Section 81(1A) of Companies Act, 1956. 3. Approval for Raising of capital through FII's. 4. Approval for increase in remuneration of Mrs. Abhilasha Agarwal, Whole Time Director of the Company upto a sum of ₹ 2,00,000/- per month (Rs. Two Lacs per month)/ ₹ 24,00,000/- per annum (Rs. Twenty Four Lacs per annum) for the remainder tenure of 5 yrs pursuant to Section 198, 309 & Schedule XIII of the Companies Act, 1956.
September 30,2009	<ol style="list-style-type: none"> 1. Approval for raising of capital upto ₹ 50 crores (Rs. Fifty Crores by issue and allotment of securities by way of Public Issue, Private Placement or Preferential allotment..

Postal Ballot

For the year ended September 30, 2011, Consent of Shareholders was accorded through Postal Ballot for the following businesses:

1. 1. Approval for allotment upto ₹ 35 Crores convertible warrants through preferential allotment to promoter and non-promoter group pursuant to Section 81(1A) of Companies Act, 1956.
2. Approval for increase in remuneration of Mrs. Abhilasha Agarwal, Whole Time Director of the Company upto a sum of ₹ 2,00,000/- per month (Rs. Two Lacs per month)/ ₹ 24,00,000/- per annum (Rs. Twenty Four Lacs per annum) for the remainder tenure of 3 yrs pursuant to Section 198, 309 & Schedule XIII of the Companies Act, 1956.

Shareholder's approval through Postal Ballot is under process, under Section 192A of the Companies Act, 1956 for the following items:

(d) FOR INCREASING THE AUTHORISED CAPITAL

To increase the Authorized Share Capital of the Company from 10,00,00,000/- (Ten Crores) to 20,00,00,000/- (Twenty Crores) and consequential amendment of the Memorandum & Articles of Association.

(e) RAISING OF EQUITY CAPITAL

- To allot of Equity Shares to qualified institutional buyers by way of QIP as per SEBI (ICDR) Regulations, 2009.
- To make Preferential Allotment of Equity Shares/Convertible Securities to the promoter/ non-promoter group.

(f) PAYMENT OF REMUNERATION TO NON-EXECUTIVE DIRECTOR

Payment of monthly remuneration to Mr. Mukund Sharan, Non –Executive Director of the Company, up to 1% of Net Profits of the Company, calculated in accordance with the provisions of the Companies Act, 1956 and other applicable laws.

The result of Postal Ballot will be declared on Saturday, 15th December, 2012 at 4 P.M at the Registered Office of the Company.

None of the Resolution proposed at the ensuing Annual General Meeting need to be passed by the Postal Ballot.

CFO AND WTD CERTIFICATION

As required by Clause 49 of the Listing Agreement, the Whole Time Director and Chief Financial Officer certification of the Financial Statements and cash Flow Statements for the year ended September 30, 2012 is enclosed at the end of this report.

DISCLOSURES

1. During the year, there were no transactions of material nature with the directors or management or their relatives etc. that had potential conflict with the interest of Company.
2. There were no instances of non-compliance on any matter related to the capital markets.

MEANS OF COMMUNICATION

Timely disclosure of reliable information and Corporate Financial Performance is the core of good Corporate Governance. Towards this direction the quarterly/ annual results of the Company were announced within the prescribed period and published in daily newspapers like Financial Express /Jansatta/ Pioneer/ Business Standard. The results can also be accessed on the Company's website at www.fegroup.co.in. The results are not send individually to the Shareholders.

MANAGEMENT DISCUSSION & ANALYSIS

A Section on the 'Management Discussion & Analysis' is annexed and forms part of this Annual Report.

GENERAL SHAREHOLDER'S INFORMATION

Registered & Corporate Office	: F/58/1, Okhla Industrial Area, Phase-1, New Delhi-110020.
Annual General Meeting:	
Date, Day	: 29 th December, 2012.
Time	: 9.00 A.M.
Venue	: Hotel Royal Castle Grand, D-616, Chittaranjan Park, New Delhi-110019.
Financial Calendar	
Year ended	: 1 st October 2011 to 30 th September, 2012
Date of Book Closure	: 20 th December to 29 th December, 2012 (Both days inclusive)
Listing on Stock Exchange	: The Stock exchange, Mumbai The Annual Listing Fee as applicable is paid every year
Stock Code	: Trading in BSE and stock code is 530863

Market Price of Equity Share at BSE (Data for the Year)

2011-2012	High	Low
October 2011	73.25	56.55
November 2011	72.25	62.65
December 2011	64.1	54.2
January 2012	68.25	59.7
February 2012	64.9	57.9
March 2012	62.6	30
April 2012	33.95	26.7
May 2012	37.2	29.75
June 2012	36	27.8
July 2012	42.45	28.8
August 2012	35.6	26.35
September 2012	49.35	26.2

Share Transfer System:

The Company's shares are being traded in dematerialized form. In order to expedite transfer in physical mode. M/s Link Intime (India) Limited, is the Registrar and Share Transfer Agent. The shares transfer, which are received in the physical form are processed and share certificates are returned within a reasonable time subject to the documents being valid and complete in all respects.

(a) Distribution of Shareholding as on 30/09/2012

Shareholding of Normal value	No. of Shareholders	% of Total	No. of Shares	Amount in Rs.	% to total
0001-2500	498	63.846	33131	331310	0.40
2501-5000	106	13.590	42946	429460	0.52
5001-10000	59	7.564	48328	483280	0.60
10001-20000	30	3.846	43529	435290	0.53
20001-30000	19	2.436	49079	490790	0.60
30001-40000	6	0.769	20379	203790	0.24
40001-50000	6	0.769	29290	292900	0.36
50001-100000	22	2.821	156547	1565470	1.91
100001-Above	34	4.359	7774841	77748410	94.84
Total	780	100.00	8198070	81980700	100.00

(b) Categories of Shareholders as on 30/09/2012

Category	Total Number of Shares	% share holding
Promoters	4394348	53.60
Foreign Institutional Investors	1563000	19.07
Bodies Corporate	888911	10.84
Individuals	1244353	15.18
Directors & their Relatives	74420	0.91
Non resident Indians	3900	0.05
Clearing Members	6	0.00
Hindu Undivided Family	29132	0.35
Total	8198070	100

Dematerialization of Shares and Liquidity

The Shares of the Company are in compulsory demat segment and are available for trading in the **Depository** Systems of NSDL (National Depository Systems Ltd.) and CDSL (Central Depository Services (India) Ltd.).

As on 30/09/2012, 8085693 equity Shares being 98.63% of Equity Capital of the Company were held in dematerialized form and remaining i.e. 112377 Equity Shares 1.37% of the total Equity Capital) were held in physical form.

Address for Investor's correspondence

Registrar & Transfer Agents:

Link Intime (India) Pvt. Ltd.,

Narang Tower 44, Community Centre,

Naraina Industrial Area, Phase-I,

New Delhi-110028.

Telephone: 011-41410592-93-94

Fax No. : 011-41410591

Email Id : delhi@linktime.co.in

*Mail ID for investors' complaints, queries and grievances is cs@feindia.net.

Date: 29/11/2012

Place: New Delhi

By Order of the Board

For FE (India) Limited

Sd/-

**Mukesh Jain
(Director)**

DIN: 00059649

Sd/-

**Mukund Sharan
(Director)**

DIN: 00004881

ANNEXURE**Brief Resume of Directors proposed to be Re-appointed at the Annual General Meeting**

Name	Mr. Ravi Kant Joshi	Mr. Trinadh Kiran Vemuri
Date of Birth & Age	25 th September 1975 - 37Yrs.	14 th August, 1977- 35 Yrs.
Date of Appointment	30.09.2009	30.09.2010
Qualification	Bachelor in Commerce, Masters degree in International Marketing and Export Import Management.	B.A Psychology (Hons);, Masters in International Business Management
Expertise in specific functional area	He has more than 9 Years of experience in Export Import Documentation and Financial Sector.	He has more than 10 years of experience and have extensive knowledge of Analysis, Retail broking and expertise in E Broking Risk Management and Hedging.
Directorship held in other Public Companies(excluding foreign and private companies)	Nil	8
Membership/ Chairmanships of Committees in public Companies	Nil	Nil
No. of Shares held	Nil	Nil

CERTIFICATE

To,

The Members
F E (India) Limited,
F-58/1, Okhla Industrial Area-I
New Delhi-110020.

Sir,

We have examined the compliance of conditions of Corporate Governance by F E (India) Limited, for the year ended on 30/09/2012, 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 has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Certificate of Corporate Governance as stipulated in the said Clause. 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.

As required by the guidance note issued by the Institute of Chartered Accountants of India, we state that the shareholders Investors Grievance Committee has maintained records to show the investors grievance and certify that as at 30th September 2012 there were no investor grievance remaining unattended / pending for more that 30 days.

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

For Nangia &Company
Chartered Accountants
FRN 002391C
Sd/-
Vikas Gupta
FCA, PARTNER
M. No. 076879

Signed at New Delhi on November 29, 2012

CERTIFICATION BY WHOLE-TIME DIRECTOR AND CHIEF FINANCIAL OFFICER

November 29, 2012

The Board of Directors,
Financial Eyes (India) Limited,
F-58/1, Okhla Industrial Estate,
Phase-I,
New Delhi-110020.

We, Mrs. Abhilasha Agarwal, Whole Time Director and Praveen Chowdhary, Chief Financial Officer of FE (India) Limited certified to the Board in terms of the requirement of Clause 49 (V) of the listing agreement that we have reviewed the financial statement and the cash flow statement of the Company for the financial year ended September 30, 2012.

1. To the best of our knowledge, we certify that:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that are misleading;
 - b) these statements together present a true and fair view of state of affairs of the Company and of the results of operations and cash flows. The Financial Statements have been prepared in conformity, in all material respects, with the existing generally accepted accounting principles including Accounting Standards, applicable laws and regulations; And
 - c) there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Companies code of conduct.
2. For the purpose of financial reporting, we accept the responsibility for establishing and monitoring the Company's internal control system for financial reporting which encompasses the examination and evaluation of adequacy and effectiveness. Internal audit works with all levels of management and statutory auditors, and reports significant issues to Audit committee of the Board. The Auditors and Audit Committee are apprised of any corrective action taken with regard to significant deficiencies and material weaknesses.
3. We further certify that there has been:
 - a) no significant changes in the internal controls over financial reporting during the year;
 - b) no significant changes in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) no instances of fraud of which we are aware during the year.

November 29,2012

Sd/-
Abhilasha Agarwal
Whole time Director
DIN: 01854288

Sd/-
Praveen Chowdhary
Chief Financial Officer

DECLARATION REGARDING COMPLIANCE WITH THE CODE OF CONDUCT

All the Members and Senior Management personnel have affirmed their compliance with "the Code of Conduct for Members of the Board and Senior Management" for the period from October 1, 2011 to September 30, 2012 in terms of the Clause 49(I)(D)(ii) of the Listing Agreement with the Stock Exchange.

Place: Delhi
Date: November 29, 2012

For FE (India) Limited
Sd/-

Abhilasha Agarwal
Whole Time Director
DIN: 01854288

AUDITORS REPORT

- 1 We have audited the attached Balance Sheet of **F E (INDIA) Limited**. Formerly known as **[Financial Eyes (India) Limited]**, New Delhi as at September 30, 2012 and the related Profit and Loss Account and Cash Flow Statement for the year ended on that date annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2 We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates by management, as well as evaluating the overall financial presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3 As required by the Companies (Auditors' Report) (Amendment) Order, 2004, issued by the Central Government in terms of sub-section 4A of section 227 of the Companies Act, 1956, (*hereinafter referred to as the 'Act'*) we give in an annexure, a statement on the matters specified in paragraphs 4 and 5 of the said order, to the extent applicable.
- 4 Further to our comments in the annexure referred to in paragraph (3) above, 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 accounts as required by law have been kept by the Company, so far as appears from our examination of the books;
 - (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the requirements of Accounting Standards referred to in sub-section (3C) of Section 211 of the Act, to the extent applicable.
 - (e) On the basis of written representations received from the Directors of the Company and taken on record by the Board of Directors, none of the Directors is disqualified as on September 30, 2012 from being appointed as a Director of the Company in terms of clause (g) of sub-section (1) of Section 274 of the Act.
 - (f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements read together with '**Significant Accounting Policies & Notes to Accounts**' in Notes '**2 & 3**', 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:

- (i). in the case of the Balance Sheet, of the state of affairs of the Company as at September 30, 2012;
- (ii). in the case of the Profit and Loss Account, of the profit of the Company for the year ended on that date; and
- (iii). In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

Sd/-

Vikas Gupta

Partner, M. No. 076879

For & on behalf of

Nangia & Co.

Chartered Accountants

Firm Registration # 002391C

Signed at New Delhi on November 29, 2012

ANNEXURE REFERRED TO IN PARAGRAPH 3 OF AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON SEPTEMBER 30, 2012

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of audit, we report that: -

1. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As explained to us, all the fixed assets have been physically verified by the management according to a regular program 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 book records and the physical inventory have been noticed on such verification.

(c) In our opinion and according to the information and explanations given to us, the Company has not been disposed off substantial part of fixed assets during the year.
2. (a) As explained to us, the inventory of the Company has been physically verified by the management at regular intervals during the year. In our opinion, the frequency of verification is reasonable.

(b) In our opinion and according to the information and explanations given to us, the procedure of physical verification of the inventory followed by the management is reasonable and adequate in relation to the nature and size of the company and the nature of its business.

(c) On the basis of our examination of the records of inventory, we are of the opinion that the Company is maintaining proper records of inventory. Discrepancies noticed on verification of inventory as compared to book records were not material and these have been properly dealt with in the books of accounts.
3. (a) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the Register maintained under Section 301 of the Companies Act, 1956, hence the provisions of Clause 4(iii) (a); (b); (c) and (d) of the Companies (Auditors' Report) (Amendment) Order, 2004 are not applicable.

(b) In our opinion and according to the information and explanations given to us, the Company has not taken any loans, secured or unsecured, from companies, firms or other parties listed in the Register maintained under Section 301 of the Companies Act, 1956, hence the provisions of Clause 4(iii) (e) and (f) of the Companies (Auditors' Report) (Amendment) Order, 2004 are not applicable.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business for purchase and sale of fixed assets. Further, on the basis of our examination and according to the 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 system of the Company.

5. (a) All the transactions which are required to be entered in register maintained in pursuance of section 301 of the act have been duly entered.
- (b) All the transactions have been made at a price which is reasonable having regard to the nature of transaction and prevailing market price at the time of transaction.
6. In our opinion and according to information given to us, the Company has not accepted deposits from the public within the meaning of Section 58A and 58AA of the Companies Act, 1956 and rules framed there under.
7. In our opinion, the Company has an internal audit system, which is commensurate with the size and nature of its business.
8. To the best of our knowledge and according to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 209(1) (d) of the Companies Act, 1956, for any of the products manufactured by the Company.
9. (a) In our opinion and according to the information and explanations given to us and according to the books and records as produced and examined by us, the Company has generally been regular in depositing undisputed statutory dues including Income-Tax, Wealth Tax, Service Tax, Cess and any other statutory dues as applicable with the appropriate authorities *though there has been slight delay in a few cases*.
- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-Tax, Wealth Tax, Service Tax, Cess and any other statutory dues as applicable, outstanding as at the last day of the financial year concerned for a period of more than six months from the date they became payable except for the following –

Name of Statute	Nature of Dues	Amount `	Period to which the amount relates	Due date	Date of payment
Finance Act, 1994	Service Tax in terms of Section 66A of the Act	906,092	FY 2008-09	31/03/09	Not Paid till date
Income Tax Act, 1961	Income Tax in relation to AY 2012-13	10,424,431	FY 2011-12	30/09/12	Not Paid till date

- (c) According to the records of the Company, there are no dues of Income-tax, Service Tax, Cess and any other statutory dues as applicable to it, which have not been deposited on account of any dispute.
10. The Company does not have accumulated losses as at the end of the financial year. Further the company has not incurred cash losses in the current financial year or in the immediately preceding previous financial year.

11. Based on our audit procedures and according to the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of its dues of any financial institution or bank during the year.
12. Based on our audit procedures and according to the information and explanations given by the management, we are of the opinion that the company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any special statute applicable to chit fund/nidhi/mutual benefit fund/societies are not applicable to the Company.
14. Based on our examination of the records and documents of the Company, and according to the information and explanation given to us, we are of the opinion that the Company is not dealing or trading in shares, securities, debentures and other investments, and therefore Clause 4 (xiv) of the Companies (Auditors' Report) (Amendment) Order, 2004 is not applicable.
15. Based on our examination of the records of the Company and according to the information and explanation given to us, we are of the opinion that the Company has not given guarantee 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 purposes for which these were raised.
17. Based on the information and according to 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 or 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 issued any debentures during the year.
20. The Company has not raised any money by public issue during the year.

FE (INDIA) LIMITED

21. Based upon audit procedures performed and information and explanations given by the management of the Company, we report no fraud on or by the Company has been noticed or reported during the course of our audit.

Sd/-

Vikas Gupta

Partner, M. No. 076879

For & on behalf of

Nangia & Co.

Chartered Accountants

Firm Registration # 002391C

Signed at New Delhi on November 29, 2012

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

BALANCE SHEET AS AT SEPTEMBER 30, 2012

(Amount in Rs.)

Particulars	Note #	As at September 30, 2012	As at September 30, 2011
EQUITY AND LIABILITIES	3.1		
Shareholders' funds			
Share capital	3.1.1	8,19,80,700	8,19,80,700
Reserves and surplus	3.1.2	41,29,01,923	36,90,93,060
		49,48,82,623	45,10,73,760
Share application money pending allotment	3.1.3	15,00,00,000	-
Non-current liabilities	3.2		
Long-term borrowings	3.2.1	16,16,256	45,92,296
Deferred tax liabilities (Net)	3.2.2	93,465	10,38,403
Long-term provisions	3.2.3	81,814	28,149
		17,91,535	56,58,848
Current liabilities	3.3		
Short-term borrowings	3.3.1	98,39,49,204	54,61,32,270
Trade payables		70,82,42,073	1,22,71,75,358
Other current liabilities	3.3.2	7,93,31,837	1,22,43,604
Short-term provisions	3.3.3	6,13,56,425	3,62,62,914
		1,83,28,79,539	1,82,18,14,146
Total		2,47,95,53,697	2,27,85,46,754
ASSETS			
Non-current assets	3.4		
Fixed assets	3.4.1		
Tangible assets		5,00,27,848	4,66,72,915
Non-current investments	3.4.2	3,01,92,352	87,22,898
Long-term loans and advances	3.4.3	1,36,77,750	1,25,76,250
		9,38,97,950	6,79,72,063
Current assets	3.5		
Inventories	3.5.1	47,97,09,960	78,96,67,874
Trade receivables	3.5.2	1,30,09,82,375	1,06,35,65,182
Cash and cash equivalents	3.5.3	38,99,96,515	17,76,07,238
Short-term loans and advances	3.5.4	16,94,31,781	12,99,28,647
Other current assets	3.5.5	4,55,35,116	4,98,05,750
		2,38,56,55,747	2,21,05,74,691
Total		2,47,95,53,697	2,27,85,46,754

Significant Accounting Policies and Notes to the Accounts 2&3**Auditor's Report***"As per our separate report of even date"***FOR NANGIA & CO.****CHARTERED ACCOUNTANTS****FRN No. 002391C**

For F E (India) Limited

Sd/-

[Vikas Gupta]

F. C. A. Partner

M. No. 076879

Signed at New Delhi on November 29, 2012

Sd/-

Deepti Dabral

Company Secretary

M. No. 25110

Sd/-

Mukund Sharan

(Director)

DIN: 00004881

Sd/-

Mukesh Jain

(Director)

DIN: 00059649

Sd/-

Praveen Chowdhary

C. F. O.

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON SEPTEMBER 30, 2012**

(Amount in Rs.)

Particulars	Note #	For the year ended September 30, 2012	For the period ended September 30, 2011
Incomes	3.6		
Revenue from operations	3.6.1	8,50,09,67,666	5,89,10,62,051
Other income	3.6.2	4,42,59,027	8,80,21,193
Total Revenue		8,54,52,26,693	5,97,90,83,244
Expenses	3.7		
Purchases of Traded goods		7,47,66,41,110	6,21,63,80,496
Changes in inventories of Finished Goods & Stock-in-Trade		30,99,57,914	(52,49,04,324)
Employee benefits expense	3.7.1	82,40,285	86,52,205
Finance costs	3.7.2	10,75,80,627	8,37,41,938
Depreciation and amortization expense	3.4.1	73,18,208	79,35,949
Other expenses	3.7.3	56,49,26,198	10,56,69,542
Total Expenses		8,47,46,64,342	5,89,74,75,806
Profit before tax		7,05,62,351	8,16,07,438
Tax expense:			
Current tax		2,76,98,426	2,69,30,455
Deferred tax		(9,44,938)	9,87,803
Profit (Loss) for the period		4,38,08,863	5,36,89,180
Earnings per equity share:			
Basic & Diluted		5.34	13.57

Significant Accounting Policies and Notes to the Accounts 2&3**Auditor's Report***"As per our separate report of even date"*

FOR NANGIA & CO.
CHARTERED ACCOUNTANTS
FRN No. 002391C

For F E (India) Limited

Sd/-
[Vikas Gupta]
F. C. A. Partner
M. No. 076879

Sd/-
Deepti Dabral
Company Secretary
M. No. 25110

Sd/-
Mukund Sharan
(Director)
DIN: 00004881

Sd/-
Mukesh Jain
(Director)
DIN: 00059649

Sd/-
Praveen Chowdhary
C. F. O.

Signed at New Delhi on November 29, 2012

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Cash Flow Statement For The year Ended 30 September 2012**

(Amount in Rs.)

Particulars	Note #	For the year ended September 30, 2012	For the period ended September 30, 2011
Cash Flow arising from operations			
Net profit after tax and extraordinary items		4,38,08,863	5,13,07,180
Add:			
-Depreciation		73,18,208	79,35,949
-Proposed Dividend		-	20,49,517
-Dividend Distribution Tax		-	3,32,483
-Loss on sale of fixed assets		4,81,236	2,78,794
-Deferred Tax		(9,44,938)	9,87,803
Operating Profit/(Loss) before working capital changes		5,06,63,369	6,28,91,726
Add:			
-Decrease in Stock In Trade		30,99,57,914	-
-Increase in Trade payables		-	72,32,44,751
-Increase in other current liability		6,70,88,233	-
-Increase in Other Liabilities & Provision		2,51,47,176	-
-Decrease in Other Current Assets		42,70,634	-
-Interest Expenditures & Bank Charges		10,75,80,627	8,37,41,938
		56,47,07,953	86,98,78,415
Less:			
-Increase in Stock in trade		-	(52,49,04,324)
-Increase in Trade Receivable		(23,74,17,193)	(37,78,09,302)
-Decrease in Trade payables		(51,89,33,285)	-
-Increase in Short term loans & advances		(3,95,03,134)	(5,81,41,244)
-Interest Income		(1,66,45,828)	(72,42,049)
-Dividend Income		(2,26,154)	(2,550)
Net Cash inflow/(outflow) in course of operational activities (A)		(24,80,17,641)	(9,82,21,054)
Cash Flow arising from Investment activities			
-Addition to fixed assets		(1,11,79,377)	(1,81,64,427)
-Sale of fixed assets		25,000	-
-Decrease/(Increase) in Non-trade Investments		(2,14,69,454)	-
-Interest Income		1,66,45,828	72,42,049
-Dividend Income		2,26,154	2,550
-Net of Purchase & Sale of Investment		-	(61,42,000)
Net Cash Flow arising from Investing activities (B)		(1,57,51,849)	(1,70,61,828)
Cash Flow arising from financing activities			
-Increase in Long term loans & Advance		(11,01,500)	-
-Interest Expenditures & Bank Charges		(10,75,80,627)	(8,37,41,938)
-Share Capital & Security Premium		-	12,24,00,000
-Increase in Share application		15,00,00,000	-
-Increase in Short term Borrowing		43,78,16,934	-
-Repayment of Long term Borrowing		(29,76,040)	52,70,517
Net Cash Flow arising from financing activities (C)		47,61,58,767	4,39,28,579
Net increase/(decrease) in cash/cash equivalents (A+B+C)		21,23,89,277	(7,13,54,303)
Cash and cash equivalents at the beginning of the period		17,76,07,238	24,89,61,541
Cash and cash equivalents at the end of the period		38,99,96,515	17,76,07,238
Component of cash & Cash Equivalent.			
Particulars		As on 30.09.12	As on 30.09.11
Cash on hand		23,99,326	4,44,008
Cash at bank		23,38,71,992	17,35,30,932
Cheques in hand		15,37,25,197	36,32,298
Total Cash & Cash equivalent		38,99,96,515	17,76,07,238

Notes

1) The above Cash Flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India.

2) Cash and Cash Equivalents at the end of the year consist of Cash, Cheques in Hand, Fixed Deposits and Balances with Banks.

Significant Accounting Policies and Notes to the Accounts in notes 2&3 form an integral part of Accounts.**Auditor's Report***"As per our separate report of even date"*

FOR NANGIA & CO.
CHARTERED ACCOUNTANTS
FRN No. 002391C

For FE (India) Limited

Sd/-
[Vikas Gupta]
F. C. A. Partner
M. No. 076879
Signed at New Delhi on November 29, 2012

Sd/-
Deepti Dabral
Company Secretary
M. No. 25110

Sd/-
Mukund Sharan
(Director)
DIN: 00004881

Sd/-
Mukesh Jain
(Director)
DIN: 00059649

Sd/-
Praveen Chowdhary
C. F. O.

AUDITORS' CERTIFICATE

We have examined the above Cash Flow Statement of F E (India) Limited (Formerly known as Financial Eyes (India) Limited) for the period ended on 30th September, 2012. The statement has been prepared by the Company in accordance with the requirements of Clause 32 of the Listing Agreements with the Stock Exchange and is based on and in agreement with corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report dated 29th November, 2012 to the members of the Company.

For Nangia & Co.
Chartered Accountants
FRN 002391C

Sd/-

Vikas Gupta
FCA, Partner
M. No. 076879

Signed at New Delhi on November 29, 2012

1 Corporate Information

FE (INDIA) Limited formerly known as Financial Eyes (India) Ltd is a company registered under the Companies Act, 1956 listed on Bombay Stock Exchange. Initially the company engaged into the export of food agricommodities and food grains such as maize, Rice (both long rain and parboiled), sorghum etc. Gradually the basket of commodities being dealt by the company has been expanded to include coffee, spices, imports & exports of raw sugar, PVC and other commodities.

2 Significant accounting policies**2.1 Basis of preparation of financial statements**

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements have been consistently applied by the Company and are consistent with those used in the previous year except for changes in accounting policies explained below.

2.2 Changes in Accounting Policies

Presentation and disclosure of financial statements - During the year ended 30 September 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the Company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The Company has also reclassified the previous year's figures in accordance with the requirements applicable in the current year.

2.3 Use of estimates

The preparation of financial statements in conformity with the generally accepted accounting principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, assets and liabilities and disclosures relating to contingent liabilities as of the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in future periods.

2.4 Operating cycle

The operating cycle is the time between the acquisition of assets for processing/ trading and their realization in cash or cash equivalent and the same is considered as a period of 12 months.

2.5 Tangible Fixed Assets And Depreciation

2.5.1 Fixed assets are stated at cost, less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Financing costs relating to acquisition of fixed assets are also included to the extent they relate to the period till such assets are ready to be put to use.

2.5.2 Depreciation on fixed assets is provided on Straight Line Method based at the rates specified in Schedule XIV to the Companies Act, 1956 or the rates determined as per the useful lives of the respective assets, whichever is higher.

2.5.3 Fixed assets individually costing Rs 5,000 or less are fully depreciated in the year of purchase/ installation. Depreciation on additions and disposals during the period is provided on a pro-rata basis.

2.5.4 The cost of leasehold land is amortised over the period of the lease. Leasehold improvements and assets acquired on finance lease are amortised over the lease term or useful life, whichever is lower.

2.6 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The Company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use.

The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern. Such changes are accounted for in accordance with AS 5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Goodwill representing non- compete fee is amortized using the straight-line method over the period of respective agreements for non- compete fee.

Costs relating to software, which are acquired, are capitalized and amortized on a straight line basis over the useful lives of three years.

**2.7 Investments**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of share or other securities, the acquisition cost is the fair value of the securities issued, if an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, which is more clearly evident.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

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

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

2.8 Inventories

Inventories have been valued at lower of cost or net realizable value. Cost is determined on the basis of first-in-first out method.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

2.9 Cash and cash equivalents

Cash and Cash Equivalents for the purpose of cash flow statement comprises cash at bank, cheques in hand (other than stale cheques), cash in hand and short term investments with an original maturity of three months or less.

2.10 Foreign Currency Transactions

2.10.1 *Initial Recognition:* Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

2.10.2 *Conversion:* Foreign currency monetary items are reported using the closing rate. Non-monetary items, which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of transaction.

2.10.3 *Exchange Differences:* Exchange differences arising on the settlement of monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expense in the year in which they arise.

2.11 Tax Expenses

Income tax expense comprises current tax as per Income Tax Act, 1961, fringe benefit tax and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets are recognized only to the extent there is reasonable certainty that the asset can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably / virtually certain, as the case may be, to be realized.

2.12 Revenue Recognition

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

In case of outright sales, the revenue is recognized on dispatch of goods to customers which is incidental to transfer of significant risks and rewards of ownership. Sales are stated net of discounts, rebates and returns.

Export sales are recognized on the basis of bill of lading dates and are accounted for at exchange rates as specified in the bill of lading documents.

Export incentives under Duty Exemption Pass Book (DEPB) Scheme, Duty Drawback Scheme, Vishesh Krishi Gram Upaj Yojna (VKGUY), Focus Product Scheme (FPS) etc., are accounted for on accrual basis, i.e. in the year of export of goods or in the year export benefits are announced by the relevant government authority for earlier years, to the extent the realisation of the same is considered certain by the Company.

Commission is recognized as and when the services are rendered.

Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

2.13 Earnings Per Share

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

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

2.14 Employee Benefits

Pursuant to the requirements of AS 15 (revised 2005) on "Employee Benefits", issued by the Institute of Chartered Accountants of India (the standard), which has become effective from April 1, 2007, the Company provided for employee benefits as per the revised requirements of the standard for the current quarter. In respect of the employee benefits up to September 30, 2012, the actuarial valuation is being carried out by the management for the recognition of gratuity and leave encashment liability.

Gratuity has been provided on the basis of provisions of Gratuity Act, 1972 and actuarial assumption used by the actuary and leave encashment has been provided on the basis of company policy and actuarial assumption used by the actuary in this regard.

2.15 Commodity Futures contract

The Company enters into commodity futures contracts as a hedge against stocks and trading commitments and its various trading exposures. Principal commodities hedged by these contracts are Barley, RM Seed, Sugar, Chana & Maize.

Mark-to-market gains/ losses arising from hedging transactions against physical stocks and trading commitments are accounted for on settlement of contracts. Against open position not backed by physical stocks and trading commitments, mark-to-market loss is recognized in the Statement of profit and loss and gain is not accounted for.

2.16 Lease Rentals

Leases of assets under which all the risk and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease rentals under an operating lease are recognised as an expenses on a straight - line basis over the lease term or on a systematic basis that is representative of the time pattern of the user's benefit.

3 Notes to the financial statements

3.1 Shareholders funds

3.1.1 Share Capital

(Amount in Rs.)

a)	As at September 30, 2012	As at September 30, 2011
Particulars		
Authorized Capital 10,000,000 Equity Shares of ` 10 each (Previous year 10,000,000 Equity Shares of ` 10 each)	10,00,00,000	10,00,00,000
	10,00,00,000	10,00,00,000
Issued, Subscribed and Paid up: 8,198,070 Equity Shares of ` 10 each fully paid up (Previous year 8,198,070 Equity Shares of ` 10 each)	8,19,80,700	8,19,80,700
Total	8,19,80,700	8,19,80,700

b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period is as given below

Particulars	As at September 30, 2012	As at September 30, 2011
Shares outstanding at the beginning of the year	81,98,070	30,00,070
Shares Issued during the year	-	51,98,000
Shares bought back during the year	-	-
Shares outstanding at the end of the year	81,98,070	81,98,070

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012**

- c) Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held is as given below:

Name of Shareholder	As at 30 September 2012		No. of Shares	% Holding
	No. of Shares	% Holding		
Andaz Mercantile Private Limited	27,50,000	33.54	27,50,000	33.54
Abhilasha Agarwal	16,44,348	20.06	16,44,348	20.06
Ipro Funds Ltd.	7,88,000	9.61	7,88,000	9.61
Credo India Thematic Fund Limited	7,75,000	9.45	7,75,000	9.45
Seshadri Bharathan	7,50,000	9.15	7,50,000	9.15

- d) The Company has not allotted any fully paid up equity shares without payment being received in cash and by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date.

3.1.2 Reserves and Surplus

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Securities Premium Account		
Opening Balance	20,79,20,000	-
Add : Securities premium credited on Share issue	-	20,79,20,000
Closing Balance	20,79,20,000	20,79,20,000.00
General Reserve		
Opening Balance	76,06,000	76,06,000
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	76,06,000.00	76,06,000.00
Surplus		
Opening balance	15,35,67,060	10,22,59,881
(+) Net Profit/(Net Loss) For the current year	4,38,08,863	5,36,89,180
(-) Dividends Paid	-	20,49,518
(-) Tax on Dividened	-	3,32,483
Closing Balance	19,73,75,923	15,35,67,060
Total	41,29,01,923	36,90,93,060

3.1.3 Share application money pending allotment

- Share Application Money represents amount received against "Fully Convertible Warrants" pending preferential allotment to the promoters of the Company in terms of Board Resolution dated May 15, 2012, subject to the approval of the members / shareholders.

- The Share Application Money has been received by the Company on September 29, 2012 which have been classified as Cheques in Hand - refer note 3.5.3 and 3.21

3.2 Non Current Liabilities**3.2.1 Long Term Borrowings**

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Secured		
Term loans		
- from banks	16,16,256	45,92,296
(Secured against hypothecation of vehicles)		
Total	16,16,256	45,92,296

3.2.2 Deferred Tax Asset / Liability (NET)

As per the requirement of the Accounting Standard 22 on "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the net Deferred Tax Liability charged to Profit during the year is ` 944,938 [Previous Year – Deferred Tax Liability debited ` 987,803]. The year-end position of Deferred Tax Liability and Asset is given below:

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Deferred Tax Assets		
Disallowance u/s 40a(ia)	21,089	17,20,485
Provision Disallowed	3,14,311	3,14,311
Total (a)	3,35,400	20,34,796
Deferred Tax Liability		
Related to Fixed Assets	4,28,865	30,73,199
Disallowance u/s 40a(ia)		-
Total (b)	4,28,865	30,73,199
Net deferred tax asset / (liability) – {(a) – (b)}	(93,465)	(10,38,403)

3.2.3 Long Term Provisions

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Provision for employee benefits		
- Gratuity (unfunded)	78,649	26,318
- Leave Encashment (unfunded)	3,165	1,831
Total	81,814	28,149

Employee Benefits

The following table sets out the disclosure in respect of defined benefit plans as required under AS 15 Employee Benefits:

(Amount in Rs.)

Particulars	Gratuity	Leave Encashment
Reconciliation of opening and closing balances of the present value of the defined benefit obligation:		
Obligations as at Oct 1, 2011	6,91,977	52,815
Service Cost	2,34,920	12,152
Interest cost	58,818	4,489
Benefits settled	-	-
Actuarial (gain)/loss	94,873	(9,872.00)
Obligations As at September 30, 2012	10,80,588	59,584
Costs for the year		
Current service cost	2,34,920	12,152
Interest cost	58,818	4,489
Short/(excess) provision earlier year	(2,27,798)	3,840
Actuarial (gain)/loss	94,873	(9,872)
Net costs	1,60,813	10,609
Assumptions		
Interest rate	8.50%	8.50%
Discount factor	8.50%	8.50%
Estimated rate of return on plan assets	-	-
Salary Increase	6.00%	6.00%
Retirement age	60	60

3.3 Current Liabilities
3.3.1 Short Term Borrowings

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Secured		
Working Capital Loan ⁽¹⁾		
- from banks	84,52,82,694	46,74,79,534
Term Loans ⁽²⁾		
- from banks	49,47,802	1,15,59,382
(Secured against hypothecation of vehicles)		
UnSecured		
Intercompany Deposits	6,43,00,000	6,25,00,000
Kotak Mahindra Prime Ltd	94,75,708	45,93,354
Others	5,99,43,000	-
Total	98,39,49,204	54,61,32,270

Details of Loans

1. Working capital loan comprises of ` 190,277,994 from State Bank of India and ` 655,004,700 from Punjab National Bank in the current year and ` 178,144,307 and ` 289,335,227 in the previous year respectively is secured against Hypothecation of Stocks, Book Debts and Movable Fixed Assets of the Company, both present and future. The loan consists of (i) Packing Credit from bank for a term of six months to year carrying interest Libor plus applicable spread ranging from 1.45% to 3.5% P.a.(ii) Cash credit from bank repayable on demand and carries Interest @ 12% to 15% p.a.

2. Term loan obtained from various financial institutions carrying interest ranging from 8.5% - 16 % is secured against the hypothecation of specific vehicle financed out of the proceed of the loan amount.

3.3.2 Other Current Liabilities

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Advances From Customers	7,58,20,831	96,90,910
Expenses Payable	15,82,253	11,79,417
Statutory Payments	19,28,753	13,73,277
Total	7,93,31,837	1,22,43,604

3.3.3 Short Term Provisions

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Provision for employee benefits		
- Gratuity (unfunded)	10,01,939	8,93,457
- Leave Encashment (unfunded)	56,419	47,144
	10,58,358	9,40,601
Other Provisions		
Provision for Mark to Market	-	3,40,671
Provision for Income Tax	6,00,86,733	3,23,88,307
Provision For Wealth Tax	2,11,334	2,11,334
Proposed Dividend	-	20,49,518
Dividend Distribution Tax	-	3,32,483
Total	6,13,56,425	3,62,62,914

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.4 Non Current Assets****3.4.1 Fixed Assets - Tangible**

PARTICULARS	G R O S S		B L O C K		D E P R E C I A T I O N		N E T B L O C K		
	As at Oct 1, 2011	Additions	Deletions	As at Sept 30, 2012	As at Oct 1, 2011	For the year	Deletions	As at Sept 30, 2012	As at Sept 30, 2011
Tangible Assets									
Computer	17,88,511	10,04,670	-	27,93,181	7,57,005	3,67,005	-	11,24,010	10,31,506
Electric Equipment	2,28,000	-	-	2,28,000	24,625	20,108	-	44,733	2,03,375
Furniture & Fixture	34,54,330	85,15,145	-	1,19,69,475	3,59,595	6,03,139	-	9,62,734	30,94,735
Leasehold Improvement	93,83,314	-	-	93,83,314	66,67,098	22,31,339	-	88,98,437	27,16,216
Office Equipment	36,73,405	-	-	36,73,405	5,44,095	2,60,839	-	8,04,934	31,29,310
Plant And Machinery	1,37,375	-	-	1,37,375	9,296	6,543	-	15,839	1,28,079
Building	49,22,100	6,33,000	-	55,55,100	28,355	81,383	-	1,09,738	48,93,745
Vehicles	4,00,45,871	10,26,562	7,95,146	4,02,77,287	85,69,922	37,47,852	2,88,910	1,20,28,864	3,14,75,949
	6,36,32,906	1,11,79,377	7,95,146	7,40,17,137	1,69,59,991	73,18,208	2,88,910	2,39,89,289	4,66,72,915
TOTAL	6,36,32,906	1,11,79,377	7,95,146	7,40,17,137	1,69,59,991	73,18,208	2,88,910	2,39,89,289	4,66,72,915
Previous year	4,58,97,750	1,82,14,427	4,79,271	6,36,32,906	91,74,519	79,35,949	1,50,477	1,69,59,991	3,67,23,231

(Amount in Rs.)

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.4.2 Non Current Investments**

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Non-trade Investments(valued at cost, unless stated otherwise)		
Investments in Shares (<i>Quoted</i>)	20,80,898	20,80,898
Investments in Mutual Funds (<i>Quoted</i>)	22,11,860	20,00,000
Investments in Hybrid Fund (<i>Unquoted</i>)	1,11,394	1,00,000
Trade Investment		
Investment in FE Singapore Pte. Ltd. (<i>Unquoted</i>)*	2,57,88,200	45,42,000
Total	3,01,92,352	87,22,898

Aggregate amount of quoted investments	42,92,758	20,80,898
Aggregate market value of quoted investments	29,63,870	16,37,059
Aggregate amount of unquoted investments	2,58,99,594	46,42,000

*With reference to approval in board meeting dated November 29, 2011, the company had made further Overseas Direct Investment of 30.42% (i.e. 383,000 equity share) in equity of the company and the transaction resulted in forming a subsidiary company which has been dealt as per the provision of Accounting Standard 21 Consolidated financial statements.

3.4.3 Long Term Loans & Advances

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Unsecured Considered Good		
Security Deposits	1,36,77,750	1,25,76,250
Total	1,36,77,750	1,25,76,250

3.5 Current Assets**3.5.1 Inventories**

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Stock-in-trade	47,97,09,960	78,96,67,874
Total	47,97,09,960	78,96,67,874

Inventories are valued lower of cost or net realizable value. Cost is determined on the basis of first-in-first-out method.

3.5.2 Trade Receivables

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Unsecured- Considered Good		
Debts overdue for a period exceeding six months	1,63,88,793	9,47,05,906
Other debts	1,28,45,93,582	96,88,59,276
Total	1,30,09,82,375	1,06,35,65,182

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.5.3 Cash and Cash Equivalents**

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Balances with banks*	23,38,71,992	17,35,30,932
Cheques, drafts on hand ⁽¹⁾	15,37,25,197	36,32,298
Cash on hand	23,99,326	4,44,008
Total	38,99,96,515	17,76,07,238

* Balances with banks include:

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Punjab National Bank - Current Account	47,220	40,54,669
Punjab National Bank - EEFC Account	2,770	-
Punjab National Bank - Tax Account	47,624	1,76,841
Punjab National Bank - Mumbai	49,016	21,402
State Bank of India - Gandhidham	1,43,752	32,692
State Bank of India - Vizag	13,538	14,088
Punjab National Bank - Escrow Account	-	(50)
State Bank of India	2,01,73,346	39,290
State Bank of India - EEFC Account	6,029	-
Punjab National Bank - Current Account	2,000	-
FDR - Punjab National Bank*	14,29,73,250	16,91,92,000
FDR - State Bank of India	7,04,13,447	-
Total	23,38,71,992	17,35,30,932

⁽¹⁾ Cheques in hand include cheques received during the year and not presented to the Bank. The validity of these instrument is in force as on the date of the balance sheet. Also refer note 3.21

3.5.4 Short Term Loans & Advances

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Unsecured- Considered Good		
Advances To Suppliers	7,75,31,388	7,22,91,394
Advance for Capital Goods*	1,71,78,394	-
Balances With Government Authorities	4,42,28,079	3,10,34,155
Margin Money- Commodity trading	2,90,925	-
Other Advances	2,92,83,669	3,14,24,075
Prepaid Expenses	9,19,326	4,81,797
	16,94,31,781	13,52,31,421
Less: Provision for Doubtful Advances	-	(53,02,774)
Total	16,94,31,781	12,99,28,647

*Advance for Capital goods of ₹ 171,78,394 represent Deposit for acquisition of Movable & Immovable Assets of Prime Chem Oil Ltd. under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act 2002.(Refer note 3.15)

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.5.5 Other Current Assets**

(Amount in Rs.)

Particulars	As at September 30, 2012	As at September 30, 2011
Interest Receivables	2,25,23,730	1,03,96,946
Accrued Incomes	2,30,11,386	3,94,08,804
Total	4,55,35,116	4,98,05,750

3.6 Incomes**3.6.1 Revenue from operations**

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Sale of Products- Traded Goods		
- Domestic Sale	5,70,27,46,980	5,37,09,57,552
- Exports Sale	2,79,82,20,686	52,01,04,499
Total	8,50,09,67,666	5,89,10,62,051

3.6.2 Other Income

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Interest Income	1,66,45,828	72,42,049
Exchange Gain	-	4,39,73,794
Other Income	2,76,13,199	2,99,59,960
Profit on Commodity Futures	-	68,45,390
Total	4,42,59,027	8,80,21,193

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.7 Expenses****3.7.1 Employee Benefits Expense**

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Salaries and incentives	52,66,540	43,27,816
Directors Remuneration	24,57,760	28,55,787
Gratuity fund contributions	1,60,813	5,81,303
Leave Encashments	10,609	7,254
Staff welfare expenses	3,44,563	8,80,045
Total	82,40,285	86,52,205

3.7.2 Finance Costs

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Interest expense	10,75,80,627	8,37,41,938
Total	10,75,80,627	8,37,41,938

3.7.3 Other Expenses

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Auditor's Remuneration	7,00,000	6,59,205
Clearing & Forwarding	38,36,63,324	6,37,92,651
Exchange Gain & Loss	2,74,26,769	-
Direct Expenses	7,35,89,443	62,69,505
Insurance	48,66,727	14,98,523
Legal & Professional Charges	45,26,613	57,87,985
Loss on Commodity Futures (net)	2,15,01,667	-
Miscellaneous Expenses	1,92,28,268	1,19,66,025
Power & Fuel	22,82,382	11,22,704
Rent	1,31,57,397	61,51,567
Repair & Maintenance	26,99,854	13,94,774
Rebate & Discount	51,33,829	23,48,787
Travel & Conveyance	61,49,925	46,77,816
Total	56,49,26,198	10,56,69,542

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.8 Quantitative details**

(Amount in Rs.)

Particulars	For the year ended September 30, 2012		For the period ended September 30, 2011	
	Quantity	Amount	Quantity	Amount
Opening Stock	37153.82 Mts. 12624 Kgs	78,30,05,000 66,62,000	5805.55Mts -	26,47,63,000 -
Purchases	388317.20 Mts. 14080 Kgs. 1339231 Nos.	7,45,94,64,224 46,42,570 1,25,34,144	189170.70Mts 90203.52 Kg -	6,18,12,40,000 3,08,71,000 -
Sales	400469.924 Mts. 26704 Kgs. 731985 Nos.	8,47,60,98,866 1,29,00,815 1,19,68,259	157822.43Mts 77579.52 Kg -	5,86,05,92,000 2,78,65,000 -
Adjustments	183704.00 Nos	-	-	-
Closing Stock	25001.091 Mts. 423542.00 Nos	47,35,77,721 61,32,239	37153.82 Mts 12624 Kg	78,30,05,000 66,62,000

3.9 Contingent Liabilities and Provisions

The Company creates a provision when there is present obligation as a result of a 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 a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When 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.

3.10 Value of imports on CIF basis

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Import	74,17,90,270	9,93,07,000
Total	74,17,90,270	9,93,07,000

3.11 Earning & Expenditure in Foreign Currency

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Earnings		
Export (on FOB basis)	2,60,81,93,331	48,74,70,000
Commission	70,400	-
	2,60,82,63,731	48,74,70,000
Expenditures		
Import (on CIF Basis)	74,17,90,270	9,93,07,000
Foreign Travelling	22,54,782	27,62,000
Brokerage & Commission	21,86,740	-
Overseas freight	16,14,51,480	-
Total	90,76,83,271	10,20,69,000

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.12 Earning Per Share**

The computation of earnings per share is set out below:

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Profit after tax and extraordinary items as reported	4,38,08,863	5,36,89,180
Exceptional item:	-	-
Loss on insurance claim (net of tax)	-	-
Profit before exceptional items	4,38,08,863	5,36,89,180
Shares:		
Weighted average number of equity shares outstanding during the year	81,98,070	39,57,596
Earnings per share (before exceptional items (net of tax))	5.34	13.57
Earnings per share (after exceptional items (net of tax))	5.34	13.57
At the beginning of the year	No. of Shares 81,98,070	No. of Shares 30,00,070
Shares issued during the year	-	51,98,000
Bonus shares issued during the year	-	-
Weighted average number of equity shares at end of the year	81,98,070	39,57,596

3.13 Amount Paid / Payable to Auditors

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Audit Fees	5,00,000	4,00,000
Taxation matters	2,00,000	1,10,300
Other Matters	-	1,48,905
Total	7,00,000	6,59,205

3.14 Managerial Remuneration

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Salary	48,53,510	28,55,787
Total	48,53,510	28,55,787

3.15 Capital and Other commitments

(Amount in Rs.)

Particulars	For the year ended September 30, 2012	For the period ended September 30, 2011
Estimated amount of contracts remaining to be executed on capital account not provided for.	4,43,00,000	-
Less: Capital Advances	1,71,78,394	-
Net Capital commitment for acquisition of capital asset	2,71,21,606	-

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.16 Disclosure of Open Contracts:**

As at year end, the net open position of commodity futures contracts is as follows:

As at September 30, 2012				(Amount in Rs.)
Commodity	Buy Contracts (Qty. in Lots)	Sell Contracts (Qty. in Lots)	Net Open Position-Long/(short) (Qty. in Lots)	MTM (Gain)/Loss
RmSeed	50	-	50	(1,41,250)
Total	50	-	50	(1,41,250)

As at September 30, 2011				(Amount in Rs.)
Commodity	Buy Contracts (Qty. in Lots)	Sell Contracts (Qty. in Lots)	Net Open Position-Long/(short) (Qty. in Lots)	MTM (Gain)/Loss
Channa	-	20	(20)	3,49,371
Soya	4	-	4	(8,700)
Total	4	20	(16)	3,40,671

The amount of Mark to Market (MTM) profit of ` 1,41,250 (previous year loss of ` 340,671) has been recognised as income and expense respectively.

3.17 Related Party Disclosures

As per accounting standard 18 on "Related party Disclosure" issued by the Institute of Chartered Accountants of India the disclosure of disclosure of transaction with related party is as follows:

a) Related Party where control exists:

FE (Singapore) Pte. Limited- Subsidiary Company

b) Person having Substantial Interest in the company

Andaz Mercantile Pvt. Ltd- Associate Company

c) Key Managerial Personnel

Ms Abhilasha Agarwal – Whole Time Director

Mr Ravi Kant Joshi – Director

Mr Praveen Chowdhary – Chief Financial Officer

Mr Raja Ram Chandghotia – Chief Executive (Operations)

Mr K. C. Mathur – Chief Executive Officer

d) Transactions with related party

Amount in Rs.

Nature of Transaction	For the year ended September 30, 2012	For the period ended September 30, 2011
Income:		
Export sale		
FE (Singapore) Pte. Limited	2,32,76,67,258	32,83,60,000
Expenses:		
Managerial Remunerataion	48,53,510	28,55,787
Share Capital:		
Andaz Mercantile Pvt. Ltd:		
-Allotment of Shares (35 lakhs shares of 10 each at the premium of of ` 40 each)	-	13,75,00,000
Other transactions:		
Loan Taken		
Andaz Mercantile Pvt. Ltd	1,00,00,000	-
Balance Receivable/(Payable):		
FE (Singapore) Pte. Limited	2,12,40,925	3,32,10,670
Andaz Mercantile Pvt. Ltd	(1,25,00,000)	(1,25,00,000)

3.18 Information pursuant to the provisions of Section 22 of Micro, Small and Medium Enterprises Development Act, 2006

During the year company has not paid any interest in terms of the section 18 of the above mentioned act.

No principal amount or interest amount are due at the end of this accounting year which is payable to any Micro, Small or Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006.

3.19 Segment Reporting

Company is operating in a single segment environment; there is no separate reportable segment which contributes more than 10% in commercial/economic activities of the company(i.e. assets, liabilities, revenue, losses etc.), than its main business activities i.e. trading in agriculture product. Hence reporting under Accounting standard-17 "Segment Reporting" is not applicable.

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.



Significant accounting policies and notes to the accounts for the year ended on September 30, 2012

- 3.20** The accounts of certain Sundry Debtors and Creditors, Advances for supplies and are subject to confirmation / reconciliation and adjustment, if any. The Management does not expect any material difference affecting the current year's financial statements.
- 3.21** Cheques in hand include cheques received against issue of 'Fully Convertible Warrants' pending preferential allotment to the promoters of the Company in terms of meeting of the board of Directors held on May 15, 2012. The said allotment is however subject to the approval of shareholders in a General Meeting.
- 3.22 Leases**
The company is a lessee under various operating leases. Rental expenses for the operating leases for the years ended September 30, 2012 and September 30, 2011 are Rs. 13,157,397 and Rs. 61,51,567 respectively.

Particulars	Rs.
Within one year of the balance sheet date	53,66,300
Due in a period between one year and five years	4,57,960

- 3.23** Till the year ended 30 September 2011, the Company was using pre-revised Schedule VI to the Companies Act 1956, for preparation and presentation of its financial statements. During the year ended 30 September 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the Company. The Company has reclassified previous year figures to conform to this year's classification. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it significantly impacts presentation and disclosures made in the financial statements, particularly presentation of balance sheet.
- 3.24** The Current Year refers to the period October 01, 2011 to September 30, 2012. (Previous year refers to July 01, 2010 to September 30, 2011)

FOR NANGIA & CO.
CHARTERED ACCOUNTANTS
FRN No. 002391C

For F E (India) Limited

Sd/-
[Vikas Gupta]
F. C. A. Partner
M. No. 076879

Sd/-
Deepti Dabral
Company Secretary
M. No. 25110

Sd/-
Mukund Sharan
(Director)
DIN: 00004881

Sd/-
Mukesh Jain
(Director)
DIN: 00059649

Sd/-
Praveen Chowdhary
C. F. O.

Signed at New Delhi on November 29, 2012

AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

We have audited the attached Consolidated Balance Sheet of **FE (INDIA) Limited**, Formerly known as (**Financial Eyes (India) Limited**), New Delhi as at September 30, 2012 and the related Consolidated Profit and Loss Account and Consolidated Cash Flow Statement for the period ended on that date annexed thereto. These financial statements are the responsibility of FE (INDIA) Limited management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates by management, as well as evaluating the overall financial presentation. We believe that our audit provides a reasonable basis for our opinion.

We did not audit the financial statements of subsidiary FE Singapore Pte. Ltd, whose financial statements reflect Total Assets of \$ 22.73 lacs (i.e. Rs. 1198 lacs) as at September 30, 2012 and Total Revenue of \$ 258 lacs (i.e. Rs. 13581 lacs) for the year then ended. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion is solely based on the report of other auditors.

Based on our audit and on consideration of reports of other auditors on separate financial statements and on other financial information of the component, and to the best of our information and according to the explanations given to us, we are of opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i). in the case of the Consolidated Balance Sheet, of the state of affairs of the Company as at September 30, 2012;
- (ii). in the case of the Consolidated statement Profit and Loss, of the profit of the Company for the period December 08, 2011 to September 30, 2012; and
- (iii). In the case of Consolidated Cash Flow Statement, of the cash flows for the period ended on that date.

Sd/-

Vikas Gupta

Partner, M. No. 076879

For & on behalf of

Nangia & Co.

Chartered Accountants

Firm Registration # 002391C

Signed at New Delhi on November 29, 2012

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**CONSOLIDATED BALANCE SHEET AS AT SEPTEMBER 30, 2012**

(Amount in Rs.)

Particulars	Note #	As at September 30, 2012
EQUITY AND LIABILITIES		
Shareholders' funds	3.1	
Share capital	3.1.1	8,19,80,700
Reserves and surplus	3.1.2	41,46,58,195
Minority Interest	3.1.3	2,64,64,292
		52,31,03,187
Share application money pending allotment	3.1.4	15,00,00,000
Non-current liabilities	3.2	
Long-term borrowings	3.2.1	94,72,501
Deferred tax liabilities (Net)	3.2.2	93,465
Long-term provisions	3.2.3	81,814
		96,47,780
Current liabilities	3.3	
Short-term borrowings	3.3.1	98,39,49,204
Trade payables		76,45,23,644
Other current liabilities	3.3.2	8,09,81,956
Short-term provisions	3.3.3	6,13,56,425
		1,89,08,11,229
Total		2,57,35,62,196
ASSETS		
Non-current assets	3.4	
Fixed assets	3.4.1	
Tangible assets		5,83,63,324
Non-current investments	3.4.2	44,04,152
Long-term loans and advances	3.4.3	1,42,73,471
		7,70,40,947
Current assets	3.5	
Inventories	3.5.1	47,97,09,960
Trade receivables	3.5.2	1,36,36,40,150
Cash and cash equivalents	3.5.3	39,53,19,337
Short-term loans and advances	3.5.4	21,10,59,616
Other current assets	3.5.5	4,67,92,186
		2,49,65,21,249
Total		2,57,35,62,196

Significant Accounting Policies and Notes to the Accounts**2&3**

-

Auditor's Report*"As per our separate report of even date"***FOR NANGIA & CO.**

For F E (India) Limited

CHARTERED ACCOUNTANTS

FRN No. 002391C

Sd/-

Sd/-

Sd/-

Sd/-

Sd/-

[Vikas Gupta]

Deepti Dabral

Mukund Sharan

Mukesh Jain

Praveen Chowdhary

F. C. A. Partner

Company Secretary

(Director)

(Director)

C. F. O.

M. No. 076879

M. No. 25110

DIN: 00004881

DIN: 00059649

Signed at New Delhi on November 29, 2012

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***CONSOLIDATED PROFIT & LOSS ACCOUNT FOR THE PERIOD DECEMBER 08, 2011 TO SEPTEMBER 30, 2012**

(Amount in Rs.)

Particulars	Note #	For the year ended September 30, 2012
Incomes	3.6	
Revenue from operations	3.6.1	9,06,26,43,539
Other income	3.6.2	5,27,04,510
Total Revenue		9,11,53,48,049
Expenses	3.7	
Purchases of Traded goods		8,03,48,77,093
Changes in inventories of finished goods work-in-progress and Stock-in-Trade		30,99,57,914
Employee benefits expense	3.7.1	1,28,98,387
Finance costs	3.7.2	10,77,77,239
Depreciation and amortization expense	3.4.1	73,18,208
Other expenses	3.7.3	57,16,23,928
Total Expenses		9,04,44,52,769
Profit before tax		7,08,95,280.00
Tax expense:		
Current tax		2,76,98,429
Deferred tax		(9,44,938)
Profit (Loss) for the period		4,41,41,789
Earnings per equity share:		
Basic & Diluted		5.38

Significant Accounting Policies and Notes to the Accounts**2&3****Auditor's Report***"As per our separate report of even date"***FOR NANGIA & CO.****For F E (India) Limited****CHARTERED ACCOUNTANTS****FRN No. 002391C****Sd/-****[Vikas Gupta]****F. C. A. Partner****M. No. 076879****Signed at New Delhi on November 29, 2012****Sd/-****Deepti Dabral****Company Secretary****M. No. 25110****Sd/-****Mukund Sharan****(Director)****DIN: 00004881****Sd/-****Mukesh Jain****(Director)****DIN: 00059649****Sd/-****Praveen Chowdhary****C. F. O.**

FE (INDIA) LIMITED.

Formerly Knowns as Financial Eyes India (India) Ltd.

**Consolidated Cash Flow Statement For The Year Ended 30 September 2012**

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Cash Flow arising from operations	
Net profit after tax and extraordinary items	4,41,41,797
Add:	
-Depreciation	73,18,208
-Loss on sale of fixed assets	4,81,236
-Deferred Tax	(9,44,938)
Operating Profit/(Loss) before working capital charges	5,09,96,303
Add:	
-Decrease in Stock In Trade	30,99,57,914
-Increase in other current liability	6,87,38,352
-Increase in Other Liabilities & Provision	2,51,47,176
-Decrease in Other Current Assets	30,13,564
-Interest Expenditures & Bank Charges	10,77,77,239
	56,56,30,548
Less:	
-Increase in Stock in trade	(30,00,74,968)
-Increase in Trade Receivable	(46,26,51,714)
-Decrease in Trade payables	(8,11,30,969)
-Increase in Short term loans & advances	(1,66,45,828)
-Interest Income	(2,26,154)
-Dividend Income	
Net Cash inflow/(outflow) in course of operational activities (A)	(29,50,99,085)
Cash Flow arising from Investment activities	
-Addition to fixed assets	(1,95,14,853)
-Sale of fixed assets	25,000
-Effect of consolidation on cash flow*	3,22,06,376
-Interest Income	1,66,45,828
-Dividend Income	2,26,154
Net Cash Flow arising from Investing activities (B)	2,95,88,505
Cash Flow arising from financing activities	
-Increase in Long term loans & Advance	(16,97,221)
-Interest Expenditures & Bank Charges	(10,77,77,239)
-Increase in Share application	15,00,00,000
-Increase in Short term Borrowing	43,78,16,934
-Increase in Long term Borrowing	48,80,205
Net Cash Flow arising from financing activities (C)	48,32,22,679
Net increase/(decrease) in cash/cash equivalents (A+B+C)	21,77,12,099
Cash and cash equivalents at the beginning of the period	17,76,07,238
Cash and cash equivalents at the end of the period	39,53,19,337
Component of cash & Cash Equivalent.	
Particulars	As on 30.09.12
Cash on hand	24,40,101
Cash at bank	23,91,54,039
Cheques in hand	15,37,25,197
Total Cash & Cash equivalent	39,53,19,337

Notes

- The above Cash Flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statements issued by the Institute of Chartered Accountants of India.
- Cash and Cash Equivalents at the end of the year consist of Cash, Cheques in Hand, Fixed Deposits and Balances with Banks.

* Cash inflow due to consolidation of financial statements includes increase in Minority Interest, Capital Reserve and Decrease in Investment in subsidiary. Hence in net resulted in inflow and are considered accordingly

Significant Accounting Policies And Notes to the Accounts in Notes 2 & 3 form an integral part of Accounts.**Auditor's Report**

"As per our separate report of even date"

FOR NANGIA & CO.
CHARTERED ACCOUNTANTS
FRN No. 002391C

For FE (India) Limited

Sd/-
[Vikas Gupta]
F. C. A. Partner
M. No. 076879

Sd/-
Deepti Dabral
Company Secretary
M. No. 25110

Sd/-
Mukund Sharan
(Director)
DIN: 00004881

Sd/-
Mukesh Jain
(Director)
DIN: 00059649

Sd/-
Praveen Chowdhary
C. F. O.

Signed at New Delhi on November 29, 2012

FE (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.



Significant accounting policies and notes to the accounts for the year ended on September 30, 2012

1 Corporate Information

FE (INDIA) Limited formerly known as Financial Eyes (India) Ltd is a company registered under the Companies Act, 1956 listed on Bombay Stock Exchange. Initially the company engaged into the export of food agric commodities and food grains such as maize, Rice (both long rain and parboiled), sorghum etc. Gradually the basket of commodities being dealt by the company has been expanded to include coffee, spices, imports & exports of raw sugar, PVC and other commodities.

2 Significant accounting policies

2.1 Basis of preparation of financial statements

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements have been consistently applied by the Company and are consistent with those used in the previous year except for changes in accounting policies explained below.

2.2 Changes in Accounting Policies

Presentation and disclosure of financial statements- During the year ended 30 September 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the Company, for preparation and presentation of its financial statements. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it has significant impact on presentation and disclosures made in the financial statements. The Company has also reclassified the previous year's figures in accordance with the requirements applicable in the current year.

2.3 Principles of Consolidation

The Consolidated Financial Statements of FE (INDIA) Limited. Formerly known as Financial Eyes India Ltd. have been accounted for in accordance with Accounting Standard 21- Consolidated Financial Statements of the Companies Accounting Standard (Rules), 2006 (as amended). The Consolidated Financial Statements are prepared on the following basis-

- i) Subsidiary company had been consolidated on a line-by-line basis by adding together the book values of the like items of assets, liabilities, income and expenses after eliminating all significant inter-Co. balances and inter-Co. transactions and also unrealized profits or losses, except where cost cannot be recovered.
- ii) The difference between the cost of Investment in subsidiary and the proportionate share in the equity of the investee company as at the date of stake is recognised in the consolidated financial statements as Goodwill or Capital Reserve.
- iii) Minorities' Interest in consolidated net profits is identified and adjusted against the income in order to arrive at the net income attributable to the shareholders of the company. Their share of net assets is identified and presented in the Consolidated Balance Sheet separately. Where accumulated losses attributable to the minorities are in excess of their equity, in the absence of the contractual obligation on the minorities, the same is accounted for by the holding company.
- iv) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the company's standalone financial statements. Difference in accounting policies are disclosed separately.
- v) The financial statements of the subsidiary used for the purpose of consolidation are drawn up to the same reporting date as of the company i.e. Year ended September, 2012.
- vi) The financial statements of the subsidiary has been converted into Indian Rupees (INR) applying the conversion rate as on balance sheet date.
- vii) As per Accounting standard 21 notified by Companies (Accounting Standard) Rules, 2006 (as amended) Consolidated Financial Statements, only the notes involving items which are material need to be disclosed. Materiality for this purpose is assessed in relation to the information contained in the consolidated financial statements. Further, additional statutory information disclosed in separate financial statements of the subsidiary and/or a parent having no bearing on the true and fair view of the consolidated financial statements need not be disclosed in the consolidated financial statements.
- viii) **Transitional Provision-** on the first occasion of Consolidation financial statement presentation, comparative figures for the previous period need not to be presented and in all subsequent years full comparative for the previous period should be presented in the consolidated financial statements. As the company is in transitional phase previous period comparatives are not disclosed.

2.4 Use of estimates

The preparation of financial statements in conformity with the generally accepted accounting principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, assets and liabilities and disclosures relating to contingent liabilities as of the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in future periods.

2.5 Operating cycle

The operating cycle is the time between the acquisition of assets for processing/ trading and their realization in cash or cash equivalent and the same is considered as a period of 12 months.

2.6 Tangible Fixed Assets And Depreciation

2.6.1 Fixed assets are stated at cost, less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Financing costs relating to acquisition of fixed assets are also included to the extent they relate to the period till such assets are ready to be put to use.

2.6.2 Depreciation on fixed assets is provided on Straight Line Method based at the rates specified in Schedule XIV to the Companies Act, 1956 or the rates determined as per the useful lives of the respective assets, whichever is higher.

2.6.3 Fixed assets individually costing Rs 5,000 or less are fully depreciated in the year of purchase/ installation. Depreciation on additions and disposals during the period is provided on a pro-rata basis.

2.6.4 The cost of leasehold land is amortised over the period of the lease. Leasehold improvements and assets acquired on finance lease are amortised over the lease term or useful life, whichever is lower.

2.7 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred.

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The Company uses a rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use.

The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern. Such changes are accounted for in accordance with AS 5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Goodwill representing non - compete fee is amortized using the straight-line method over the period of respective agreements for non-compete fee.

Costs relating to software, which are acquired, are capitalized and amortized on a straight line basis over the useful lives of three years.

2.8 Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of share or other securities, the acquisition cost is the fair value of the securities issued, if an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, which is more clearly evident.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

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

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the

2.9 Inventories

Inventories have been valued at lower of cost or net realizable value. Cost is determined on the basis of first-in-first out method. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.



Significant accounting policies and notes to the accounts for the year ended on September 30, 2012

2.10 Cash and cash equivalents

Cash and Cash Equivalents for the purpose of cash flow statement comprises cash at bank, cheques in hand (other than stale cheques), cash in hand and short term investments with an original maturity of three months or less.

2.11 Foreign Currency Transactions

2.11.1 *Initial Recognition:* Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

2.11.2 *Conversion:* Foreign currency monetary items are reported using the closing rate. Non-monetary items, which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of transaction.

2.11.3 *Exchange Differences:* Exchange differences arising on the settlement of monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expense in the year in which they arise.

2.12 Tax Expenses

Income tax expense comprises current tax as per Income Tax Act, 1961, fringe benefit tax and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets are recognized only to the extent there is reasonable certainty that the asset can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably / virtually certain, as the case may be, to be realized.

2.13 Revenue Recognition

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

In case of outright sales, the revenue is recognized on dispatch of goods to customers which is incidental to transfer of significant risks and rewards of ownership. Sales are stated net of discounts, rebates and returns.

Export sales are recognized on the basis of bill of lading dates and are accounted for at exchange rates as specified in the bill of lading documents.

Export incentives under Duty Exemption Pass Book (DEPB) Scheme, Duty Drawback Scheme, Vishesh Krishi Gram Upaj Yojna (VKGUY), Focus Product Scheme (FPS) etc., are accounted for on accrual basis, i.e. in the year of export of goods or in the year export benefits are announced by the relevant government authority for earlier years, to the extent the realisation of the same is considered certain by the Company.

Commission Income:

Commission is recognized as and when the services are rendered.

Interest Income:

Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

2.14 Earnings Per Share

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

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

2.15 Employee Benefits

Pursuant to the requirements of AS 15 (revised 2005) on "Employee Benefits", issued by the Institute of Chartered Accountants of India (the standard), which has become effective from April 1, 2007, the Company provided for employee benefits as per the revised requirements of the standard for the current quarter. In respect of the employee benefits up to September 30, 2012, the actuarial valuation is being carried out by the management for the recognition of gratuity and leave encashment liability.

Gratuity has been provided on the basis of provisions of gratuity act 1972 and actuarial assumption used by the actuary and leave encashment has been provided on the basis of company policy and actuarial assumption used by the actuary in this regard.

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****2.16 Commodity Futures contract**

The Company enters into commodity futures contracts as a hedge against stocks and trading commitments and its various trading exposures. Principal commodities hedged by these contracts are Barley, RM Seed, Sugar, Chana & Maize.

Mark-to-market gains/ losses arising from hedging transactions against physical stocks and trading commitments are accounted for on settlement of contracts. Against open position not backed by physical stocks and trading commitments, mark-to-market loss is recognized in the Statement of profit and loss and gain is not accounted for.

2.17 Lease Rentals

Leases of assets under which all the risk and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease rentals under an operating lease are recognised as an expenses on a straight - line basis over the lease term or on a systematic basis that is representative of the time pattern of the user's benefit.

3 Notes to the financial statements**3.1 Shareholders funds****3.1.1 Share Capital**

(Amount in Rs.)

a) Particulars	As at September 30, 2012
Authorized Capital 10,000,000 Equity Shares of ` . 10 each	10,00,00,000
	10,00,00,000
Issued, Subscribed and Paid up: 81,98,070 Equity Shares of ` .10 each fully paid up	8,19,80,700
Total	8,19,80,700

b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period is as given below

Particulars	As at September 30, 2012
Shares outstanding at the beginning of the year	81,98,070
Shares Issued during the year	-
Shares bought back during the year	-
Shares outstanding at the end of the year	81,98,070

c) Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held is as given below:

Name of Shareholder	As at 30 September 2012	
	No. of Shares	% Holding
Andaz Mercantile Private Limited	27,50,000	33.54
Abhilasha Agarwal	16,44,348	20.06
Ipro Funds Ltd.	7,88,000	9.61
Credo India Thematic Fund Limited	7,75,000	9.45
Seshadri Bharathan	7,50,000	9.15

d) The Company has not allotted any fully paid up equity shares without payment being received in cash and by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date.

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.1.2 Reserves and Surplus**

(Amount in Rs.)

Particulars	As at September 30, 2012
Securities Premium Account	
Opening Balance	20,79,20,000
Add : Securities premium credited on Share issue	-
Closing Balance	20,79,20,000
General Reserve	
Opening Balance	76,06,000
(+) Current Year Transfer	-
(-) Written Back in Current Year	-
Closing Balance	76,06,000
Capital Reserve	
Opening Balance	-
(+) Current Year Transfer due to consolidation	14,23,346
(-) Written Back in Current Year	-
Closing Balance	14,23,346
Surplus	
Opening balance	15,35,67,060
(+) Net Profit/(Net Loss) For the current year	4,41,41,789
Closing Balance	19,77,08,849
Total	41,46,58,195

3.1.3 Minority Interest

(Amount in Rs.)

Name of Subsidiary	Balance on the date of Acquisition of 51% Shareholding (i.e. December 8, 2011)	Share in Profit/(loss) for the Period (Dec 9, 2011- Sept 30, 2012)	Balance as on September, 30, 2012
FE (Singapore) Pte. Ltd.	2,61,44,427	3,19,865	2,64,64,292

3.1.4 Share application money pending allotment

- Share Application Money represents amount received against "Fully Convertible Warrants" pending preferential allotment to the promoters of the Company in terms of Board Resolution dated May 15, 2012, subject to the approval of the members /
- The Share Application Money has been received by the Company on September 29, 2012 which have been classified as Cheques in Hand - refer note 3.5.3 and 3.22

3.2 Non Current Liabilities**3.2.1 Long Term Borrowings**

(Amount in Rs.)

Particulars	As at September 30, 2012
Secured	
Term loans	
- from banks	16,16,256
(Secured against hypothecation of vehicles)	
- from others	78,56,245
	94,72,501

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.2.2 Deferred Tax Asset / Liability (NET)**

As per the requirement of the Accounting Standard 22 on "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the net deferred tax liability charged to Profit during the year is ₹. 9,44,938 /-. The year-end position of Deferred Tax Liability and Asset is given below:

(Amount in Rs.)

Particulars	As at September 30, 2012
Deferred Tax Assets	
Disallowance u/s 40a(ia)	21,089
Provision Disallowed	3,14,311
Total (a)	3,35,400
Deferred Tax Liability	
Related to Fixed Assets	4,28,865
Total (b)	4,28,865
Net deferred tax asset / (liability) – {(a) – (b)}	(93,465)

3.2.3 Long Term Provisions

(Amount in Rs.)

Particulars	As at September 30, 2012
Provision for employee benefits	
- Gratuity (unfunded)	78,649
- Leave Encashment (unfunded)	3,165
Total	81,814

Employee Benefits

The following table sets out the disclosure in respect of defined benefit plans as required under AS 15 Employee Benefits:

(Amount in Rs.)

Particulars	Gratuity	Leave Encashment
Reconciliation of opening and closing balances of the present value of the defined benefit obligation:		
Obligations as at Oct 1, 2011	6,91,977	52,815
Service Cost	2,34,920	12,152
Interest cost	58,818	4,489
Benefits settled	-	-
Actuarial (gain)/loss	94,873	(9,872.00)
Obligations As at September 30, 2012	10,80,588	59,584
Costs for the year		
Current service cost	2,34,920	12,152
Interest cost	58,818	4,489
Short/(excess) provision earlier year	(2,27,798)	3,840
Actuarial (gain)/loss	94,873	(9,872)
Net costs	1,60,813	10,609
Assumptions		
Interest rate	8.50%	8.50%
Discount factor	8.50%	8.50%
Estimated rate of return on plan assets	-	-
Salary Increase	6.00%	6.00%
Retirement age	60	60

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.3 Current Liabilities****3.3.1 Short Term Borrowings**

(Amount in Rs.)

Particulars	As at September 30, 2012
Secured	
Working Capital Loan ⁽¹⁾	
- from banks	84,52,82,694
Term Loans ⁽²⁾	
- from banks	49,47,802
(Secured against hypothecation of vehicles)	
UnSecured	
Intercompany Deposits	6,43,00,000
Kotak Mahindra Prime Ltd	94,75,708
Others	5,99,43,000
	98,39,49,204

Details of Loans

1. Working capital loan comprises of ` . 190,277,994 from State Bank of India and ` . 655,004,700 from Punjab National Bank is secured against Hypothecation of Stocks, Book Debts and Movable Fixed Assets of the Company, both present and future. The loan consists of (i) Packing Credit from bank for a term of six months to year carrying interest Libor plus applicable spread ranging from 1.45% to 3.5% P.a.(ii) Cash credit from bank repayable on demand and carries Interest @ 12% to 15% p.a.

2.Term loan obtained from various financial institutions carrying interest ranging from 8.5% - 16 % is secured against the hypothecation of specific vehicle financed out of the proceed of the loan amount.

3.3.2 Other Current Liabilities

(Amount in Rs.)

Particulars	As at September 30, 2012
Advances From Customers	7,58,20,831
Expenses Payable	32,32,372
Statutory Payments	19,28,753
	8,09,81,956

3.3.3 Short Term Provisions

(Amount in Rs.)

Particulars	As at September 30, 2012
Provision for employee benefits	
- Gratuity (unfunded)	10,01,939
- Leave Encashment (unfunded)	56,419
	10,58,358
Other Provisions	
Provision for Income Tax	6,00,86,733
Provision For Wealth Tax	2,11,334
Total	6,13,56,425

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

Significant accounting policies and notes to the accounts for the year ended on September 30, 2012



3.4 Non Current Assets

3.4.1 Fixed Assets - Tangible

PARTICULARS	G R O S S		B L O C K		D E P R E C I A T I O N		N E T B L O C K			
	As at Oct 1, 2011	Additions	Deletions	As at Sept 30, 2012	As at Oct 1, 2011	For the year	Deletions	As at Sept 30, 2012	As at Sept 30, 2012	As at Sept 30, 2011
Tangible Assets										
Computer*	21,63,073	10,04,670	-	31,67,743	11,31,567	3,67,005	-	14,98,572	16,69,171	10,31,506
Electric Equipment	2,28,000	-	-	2,28,000	24,625	20,108	-	44,733	1,83,267	2,03,375
Furniture & Fixture*	40,75,882	85,15,145	-	1,25,91,027	5,66,779	6,03,139	-	11,69,918	1,14,21,109	35,09,103
Leasehold Improvement	93,83,314	-	-	93,83,314	66,67,098	22,31,339	-	88,98,437	4,84,877	27,16,216
Office Equipment**	39,17,522	-	-	39,17,522	6,25,467	2,60,839	-	8,86,306	30,31,216	32,92,055
Plant And Machinery	1,37,375	-	-	1,37,375	9,296	6,543	-	15,839	1,21,536	1,28,079
Building	49,22,100	6,33,000	-	55,55,100	28,355	81,383	-	1,09,738	54,45,362	48,93,745
Vehicles*	4,93,55,907	10,26,562	7,95,146	4,95,87,323	1,01,21,595	37,47,852	2,88,910	1,35,80,537	3,60,06,786	3,92,34,312
	7,41,83,173	1,11,79,377	7,95,146	8,45,67,404	1,91,74,782	73,18,208	2,88,910	2,62,04,080	5,83,63,324	5,50,08,391
TOTAL	7,41,83,173	1,11,79,377	7,95,146	8,45,67,404	1,91,74,782	73,18,208	2,88,910	2,62,04,080	5,83,63,324	5,50,08,391
Previous year	4,58,97,750	1,82,14,427	4,79,271	6,36,32,906	91,74,519	79,35,949	1,50,477	1,91,74,782	5,50,08,391	3,67,23,231

*Includes Assets of subsidiary company accounted on consolidation basis.

F E (INDIA) LIMITED.

Formerly Known as Financial Eyes (India) Ltd.

Significant accounting policies and notes to the accounts for the year ended on September 30, 2012**3.4.2 Non Current Investments**

(Amount in Rs.)

Particulars	As at September 30, 2012
Non-trade Investments(valued at cost, unless stated otherwise)	
Investments in Shares (<i>Quoted</i>)	20,80,898
Investments in Mutual Funds (<i>Quoted</i>)	22,11,860
Investments in Hybrid Fund (<i>Unquoted</i>)	1,11,394
Total	44,04,152
Aggregate amount of quoted investments	42,92,758
Aggregate market value of quoted investments	29,63,870
Aggregate amount of unquoted investments	1,11,394

3.4.3 Long Term Loans & Advances

(Amount in Rs.)

Particulars	As at September 30, 2012
Unsecured Considered Good	
Security Deposits	1,42,73,471
Total	1,42,73,471

3.5 Current Assets**3.5.1 Inventories**

(Amount in Rs.)

Particulars	As at September 30, 2012
Stock-in-trade	47,97,09,960
Total	47,97,09,960

Inventories are valued lower of cost or net realizable value. Cost is determined on the basis of first-in-first-out method.

3.5.2 Trade Receivables

(Amount in Rs.)

Particulars	As at September 30, 2012
Unsecured - Considered Good	
Debts overdue for a period exceeding six months	1,63,88,793
Other debts	1,28,45,93,582
Total	1,30,09,82,375

3.5.3 Cash and Cash Equivalents

(Amount in Rs.)

Particulars	As at September 30, 2012
Balances with banks*	23,91,54,039
Cheques, drafts on hand ⁽¹⁾	15,37,25,197
Cash on hand	24,40,101
Total	39,53,19,337

F E (INDIA) LIMITED.

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**Significant accounting policies and notes to the accounts for the year ended on September 30, 2012**

* Balances with banks include:

(Amount in Rs.)

Particulars	As at September 30, 2012
Punjab National Bank - Current Account	47,220
Punjab National Bank - EEFC Account	2,770
Punjab National Bank - Tax Account	47,624
Punjab National Bank - Mumbai	49,016
State Bank of India - Gandhidham	1,43,752
State Bank of India - Vizag	13,538
State Bank of India	2,01,73,346
State Bank of India - EEFC Account	6,029
Punjab National Bank - Current Account	2,000
FDR - Punjab National Bank	14,29,73,250
FDR - State Bank of India	7,04,13,447
Bank Accounts of Subsidiary	52,82,047
Total	23,91,54,039

⁽¹⁾ Cheques in hand include cheques received during the year and not presented to Bank. The validity of this instrument is in force. For details refer note 3.22

3.5.4 Short Term Loans & Advances

(Amount in Rs.)

Particulars	As at September 30, 2012
Unsecured- Good	
Advances To Suppliers	7,75,31,388
Advance for Capital Goods*	1,71,78,394
Balances With Government Authorities	4,42,28,079
Margin Money- Commodity trading	2,90,925
Other Advances	7,09,11,504
Prepaid Expenses	9,19,326
Total	21,10,59,616

*Advance for Capital goods of ₹ 171,78,394/- being Deposit for acquisition of Movable & Immovable Assets of Prime Chem Oil Ltd. under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act 2002.(Refer note 3.15)

3.5.5 Other Current Assets

(Amount in Rs.)

Particulars	As at September 30, 2012
Interest Receivables	2,37,80,800
Accrued Incomes	2,30,11,386
Total	4,67,92,186

3.6 Incomes**3.6.1 Revenue from operations**

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Sale of Products- Traded Goods	
- Domestic Sale	5,70,27,46,979
- Exports Sale	3,35,98,96,560
Total	9,06,26,43,539

3.6.2 Other Income

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Interest Income	1,66,45,828
Other Income	2,76,13,199
Total	4,42,59,027

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.7 Expenses****3.7.1 Employee Benefits Expense**

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Salaries and incentives	9,787,273
Directors Remuneration	2,457,760
Gratuity fund contributions	160,813
Leave Encashments	10,609
Staff welfare expenses	481,932
Total	12,898,387

3.7.2 Finance Costs

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Interest expense	107,777,239
Total	107,777,239

3.7.3 Other Expenses

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Auditor's Remuneration	700,000
Clearing & Forwarding	383,663,324
Exchange Gain & Loss	27,425,316
Direct Expenses	77,361,589
Insurance	4,950,884
Legal & Professional Charges	4,730,393
Loss on Commodity Futures (net)	21,501,667
Miscellaneous Expenses	21,105,634
Power & Fuel	2,292,556
Rent	13,693,312
Repair & Maintenance	2,699,854
Rebate & Discount	5,133,829
Travel & Conveyance	6,365,570
Total	571,623,928

3.8 Quantitative details

Particulars	For the year ended September 30, 2012	
	Quantity	Amount
Opening Stock	37153.82 Mts. 12624 Kgs	783,005,000 6,662,000
Purchases	388317.20 Mts. 14080 Kgs. 1339231 Nos.	7,459,464,224 4,642,570 12,534,144
Sales	400469.924 Mts. 26704 Kgs. 731985 Nos.	8,476,098,866 12,900,815 11,968,259
Adjustments	183704.00 Nos	-
Closing Stock	25001.091 Mts. 423542.00 Nos	473,577,721 6,132,239

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.9 Contingent Liabilities and Provisions**

The Company creates a provision when there is present obligation as a result of a 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 a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When 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.

3.10 Value of imports on CIF basis

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Import	741,790,270
Total	741,790,270

3.11 Earning & Expenditure in Foreign Currency

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Earnings	
Export (on FOB basis)	2,608,193,331
Commission	70,400
Total	2,608,193,331
Expenditures	
Import (on CIF Basis)	741,790,270
Foreign Travelling	2,254,782
Brokerage & Commission	2,186,740
Overseas freight	161,451,480
Total	907,683,271

3.12 Earning Per Share

The computation of earnings per share is set out below:

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Profit after tax and extraordinary items as reported	44,141,789
Exceptional item:	
Loss on insurance claim (net of tax)	44,141,789
Profit before exceptional items	44,141,789
Shares:	
Weighted average number of equity shares outstanding during the year	8,198,070
Earnings per share (before exceptional items (net of tax))	5.38
Earnings per share (after exceptional items (net of tax))	5.38
At the beginning of the year	8,198,070
Shares issued during the year	-
Bonus shares issued during the year	-
Weighted average number of equity shares at end of the year	8,198,070

3.13 Amount Paid / Payable to Auditors

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Audit Fees	500,000
Taxation matters	200,000
Total	700,000

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.14 Managerial Remuneration**

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
Salary	4,853,510
	4,853,510

3.15 Capital and Other commitments

(Amount in Rs.)

Particulars	For the year ended September 30, 2012
	44,300,000
Estimated amount of contracts remaining to be executed on capital account not provided for Less: Capital Advances	17,178,394
Net Capital commitment for acquisition of capital asset	27,121,606

3.16 Disclosure of Open Contracts:

As at year end, the net open position of commodity futures contracts is as follows:

As at September 30, 2012				(Amount in Rs.)	
Commodity	Buy Contracts (Qty. in Lots)	Sell Contracts (Qty. in Lots)	Open Position-Long/(shd) (Qty. in Lots)		MTM (Gain)/Loss
RmSeed	50	-	50		(141,250)
Total	50	-	50		(141,250)

The amount of Mark to Market (MTM) profit of ₹. 141,250 has been recognised as income.

3.17 Related Party Disclosures

As per accounting standard 18 on "Related party Disclosure" issued by the Institute of Chartered Accountants of India the disclosure of transactions with the related party for the year ended on September, 30 2012 is as under:

a) Related Party where control exists:

FE (Singapore) Pte. Limited- Subsidiary Company

b) Person having Substantial Interest in the company

Andaz Mercantile Pvt. Ltd- Associate Company

c) Key Managerial Personnel

Ms Abhilasha Agarwal – Whole Time Director

Mr Ravi Kant Joshi – Director

Mr Praveen Chowdhary – Chief Financial Officer

Mr Raja Ram Chandghotia – Chief Executive (Operations)

Mr K. C. Mathur – Chief Executive Officer

d) Transactions with related party

(Amount in Rs.)

Nature of Transaction	For the year ended September 30, 2012
Income:	-
Expenses:	
Managerial Remunerataion	4,853,510
Other transactions:	
Loan Taken Andaz Mercantile Pvt. Ltd	10,000,000
Balance Receivable / (Payable) :	
Andaz Mercantile Pvt. Ltd	(12,500,000)

3.18 Information pursuant to the provisions of Section 22 of Micro, Small and Medium Enterprises Development Act, 2006

During the year company has not paid any interest in terms of the section 18 of the above mentioned act.

No principal amount or interest amount are due at the end of this accounting year which is payable to any Micro, Small or Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006.

F E (INDIA) LIMITED.*Formerly Known as Financial Eyes (India) Ltd.***Significant accounting policies and notes to the accounts for the year ended on September 30, 2012****3.19 Segment Reporting**

Company is operating in a single segment environment; there is no separate reportable segment which contributes more than 10% in commercial/economic activities of the company(i.e. assets, liabilities, revenue, losses etc.), than its main business activities i.e. trading in agriculture product. Hence reporting under Accounting standard-17 "Segment Reporting" is not applicable.

3.20 The FE(INDIA) LTD. Comprise of the following entity.Subsidiary-

Name of the Company	Country of Incorporation	Proportion of ownership as at September 30, 2012	Proportion of ownership as at September 30, 2011
FE (Singapore) Pte. Limited	Singapore	51	20.58

3.21 The accounts of certain Sundry Debtors and Creditors, Advances for supplies and are subject to confirmation / reconciliation and adjustment, if any. The Management does not expect any material difference affecting the current year's financial statements.

In the opinion of the management, the current assets, loans and advances are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provision for all known liabilities have been adequately made in the books of accounts.

3.22 Cheques in hand include cheques received against issue of 'Fully Convertible Warrants' pending preferential allotment to the promoters of the Company in terms of meeting of the board of Directors held on May 15, 2012. The said allotment is however subject to the approval of shareholders in a General Meeting.**3.23 Leases**

The company is a lessee under various operating leases. Rental expenses for the operating leases for the period ended September 30, 2012 Rs. 136,93,312.

Lease obligation Payable

Particulars	
Within one year of the balance sheet date	5,366,300
Due in a period between one year and five years	457,960

3.24 Till the year ended 30 September 2011, the Company was using pre-revised Schedule VI to the Companies Act 1956, for preparation and presentation of its financial statements. During the year ended 30 September 2012, the revised Schedule VI notified under the Companies Act 1956, has become applicable to the Company. The Company has reclassified previous year figures to conform to this year's classification. The adoption of revised Schedule VI does not impact recognition and measurement principles followed for preparation of financial statements. However, it significantly impacts presentation and disclosures made in the financial statements, particularly presentation of balance sheet.**3.25** The Current Year refers to the period December 08 (date of acquisition of control), 2011 to September 30, 2012.

The previous year figures have been regrouped, rearranged and reclassified wherever necessary to conform to this year's classification.

FOR NANGIA & CO.
CHARTERED ACCOUNTANTS
 FRN No. 002391C

For F E (India) Limited

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
[Vikas Gupta]	Deepti Dabral	Mukund Sharan	Mukesh Jain	Praveen Chowdhary
F. C. A. Partner	Company Secretary	(Director)	(Director)	C. F. O.
M. No. 076879	M. No. 25110	DIN: 00004881	DIN: 00059649	

Signed at New Delhi on November 29, 2012

F E (INDIA) LIMITED

Registered Office: F-58/1, Okhla Industrial Area, Phase-1, New Delhi-20

PROXY

I/We _____ of

being member/ members of F E (India) Limited, hereby appoint _____

of _____

_____ or failing him
of _____

as my/ our proxy to attend and vote for me/ us on my/ our behalf at the Eighteenth Annual General Meeting of the Company to be held on Saturday , 29th December, 2012 at 9.00 a.m. at Hotel Royal Castle Grand, D-616, Chittaranjan Park, New Delhi-19 and at any adjournment(s) thereof.

As witness my/ our hand(s) this _____ day of _____ 2012.

DP ID No.* _____
Client ID No.* _____
Folio No. _____
No. of shares held _____

Affix a
Revenue
Stamp

*Applicable for shares held in electronic form.

Signature

Note: The proxy must reach the Registered Office of the Company not later than Forty Eight Hours before the time for holding the aforesaid meeting.

F E (INDIA) LIMITED

Registered Office: F-58/1, Okhla Industrial Area, Phase-1, New Delhi-20

ATTENDANCE SLIP

I hereby record my presence at the Eighteenth Annual General Meeting of the Company to be held on Saturday, 29th December, 2012 at 9.00 a.m. at Hotel Royal Castle Grand, D-616, Chittaranjan Park, New Delhi-19 and at any adjournment(s) thereof.

Full name of Shareholder/ Proxy _____
(in block letters)

DP ID No.* _____
Client ID No.* _____
Folio No. _____
No. of shares held _____

*Applicable for shares held in electronic form.

Signature of the Shareholder/ Proxy

FORM 2B

(See rules 4 CCC and 5 D)

NOMINATION FORM

(To be filled in by individual applying singly or jointly)

I/We, _____ the holder (s) of Shares / Debentures / Deposits bearing

Folio / Receipt Number _____ and accruals thereon of _____

(Name of the Company)

wish to make a nomination and do hereby nominate the following person in whom all rights of transfer and /or amount payable in respect of shares / debentures / deposits shall vest in the event of my / our death.

Name and Address of Nominee

Name : _____

Address : _____

_____ Pincode : _____

*Date of Birth : _____

(to be furnished in case
the nominee is minor)

**Signature of Nominee
(Optional)**

*The nominee is a minor whose Guardian is -

Name and Address of Guardian _____

Signature (s) of Holder (s)

Signature : _____
(Ist Holder)

Signature : _____
(Ist Holder, if any)

Name : _____

Name : _____

Address : _____

Address : _____

Date : _____

Date : _____

Signature of Two Witnesses

Name and Address Signature with Date

1

2

Instructions:

1. The Nomination can be made only by individuals applying / holding shares / debentures / deposits on their own behalf singly. Non-individuals including society, trust, body corporate, partnership firm, Karta of Hindu Undivided Family, holder of Power of attorney cannot nominate. If the securities are held jointly, all joint holders will sign the Nomination Form.
2. A minor can be nominated by holder (s) of shares / debentures /deposits and in that event the name and address of the Guardian shall be given by the holder(s).
3. The nominee shall not be a Trust , Society, Body Corporate, Partnership Firm, Karta of Hindu Undivided Family or a Power of Attorney holder. A Non-resident Indian can be a nominee on repatriable basis provided RBI approval granted to the nominee is registered with the Company.
4. Nomination shall stand rescinded upon transfer of shares / debentures.
5. Transfer of shares /debentures in favour of a nominee and repayment of amount of deposit to nominee shall be valid discharge by a Company against the legal heir.

FOR OFFICE USE ONLY

Nomination Regn. No : _____

Checked by : _____

Date of Registration : _____

Signature of _____

Employee : _____

GUIDELINES FOR NOMINATION**1. Nomination per Folio -**

Nomination for only one folio can be made on this Form. In case you have many folios, then you may take a photocopy of this form and nominate separately.

2. Signatures -

The sole / joint holders should sign as per the specimen signature recorded with the Company, else the Form is liable to be rejected.

3. Registration of Nomination -

Upon receipt of a duly executed Nomination Form, Tata Share Registry Limited will register the nomination and allot a Registration number. This number will be furnished to the holder. All the subsequent correspondence regarding the nomination may please be done quoting the Registration number.

4. Change of Nomination -

The holder (s) can override (delete or change) an earlier nomination by executing a fresh Nomination Form for which a fresh registration number will be allotted. The earlier nomination will automatically stand cancelled.

5. Change in composition of the Account -

Nomination stands rescinded upon transfer of shares / debentures. Whenever the shares / debentures in the given folio are transferred/transposed/transmitted/dematerialised/amalgamated with some other folio, then this nomination stands void. A new Nomination Form will have to be filled by the person (s) in whose name(s) the shares / debentures have been transferred/transposed/transmitted/amalgamated.

6. Electronic Holding -

The nomination given in the Form would be considered for the physical holding only. In case securities are held in electronic form, then the holder (s) have to approach the Depository Participant for

registering their nomination.

7. Accruals and Acquisitions -

Once a nomination is registered by a Company for a given folio, the same is valid for all future accruals and acquisitions made by the holder (s) in that folio unless notified to the contrary by the holder (s). The accruals could be in the form of Rights, Bonus, Purchases from open market under the same folio, etc.

8. Validity of Nomination -

The nomination made through Form 2B will be considered valid and recognised by the Company if the nomination made by the holder (s) of the shares / debentures / deposits is registered with the Company before the death of the holder (s) of the shares / debentures / deposits.

9. Entitlement of Nominee-

The nominee will be entitled to all the rights in the shares / debentures / deposits of the Company only in the event of the death of the Sole / all holders in the account. The nominee will be required to approach the Company for transmitting the securities in his / her name and will be required to produce the death certificate of the holder (s), the share / debenture / deposit certificates & proof of identity as required by the Board of Directors of the Company. The Registration number under which the nomination was registered should also be provided to the Company.

10. Date of Execution

Kindly note that nomination being a legal document should be dated by the nominator and the witnesses certifying that the Form has been signed by the nominator in their presence. Furthermore the date of execution on the Nomination Form should match with the date of witnesses, witnessing the document.