

B. L. Jain

B.Com., (Hons.) F.C.A.

R. B. Golecha B.Com., (Hons.) F.C.A.

S. B. Dudhawat B.Com., (Hons.) F.C.A.

S. B. Rakhecha B.Com., F.C.A.

Parag Jain B.Com., F.C.A., D.I.S.A.

'Anuj Golecha B.Com., A.C.A., D.I.S.A.

AUDITORS' REPORT TO THE MEMBERS OF ASHIRWAD CAPITAL LIMITED

- 1. We have audited the attached Balance Sheet of ASHIRWAD CAPITAL LIMITED. as at 31st March, 2008, and the related Profit and Loss Account and Cas a 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 the 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 made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. As required by the Companies (Auditor's Report) Order, 2003 as amended by the companies (Auditor's Report) (Amendment) Order 2004 (together the 'Order') issued by the Central Government of India in terms of sub-section (4A) of Section 227 of 'The Companies Act, 1956' of India and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 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 purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books;
 - (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;

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- (d) In our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in subsection (3C) of Section 211 of the Companies Act, 1956;
- (e) On the basis of written representations received from the directors, as on 31st March, 2008 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2008 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
- (f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements together with the notes thereon and attached thereto give in the prescribed manner the information required by the Companies Act, 1956 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 31st March, 2008;
 - (ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - (iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

MUMBA

For BANSHI JAIN & ASSOCIATES
Chartered Accountants

Anuj B. Golecha Partner M. No. 117617

MUMBAI 5th SEPTEMBER 2008

ANNEXURE TO AUDITOR'S REPORT

(Referred to in paragraph 3 of our report of even date,)

- 1) a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) All the assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c) In our opinion and according to the information and explanations given to us, a substantial part of Fixed Assets has not been disposed off by the company during the year.
- 2) The company does not have any inventory, hence sub clause (a),(b) (c), of the clause (ii) of Para 4 of the Companies (Auditors Report) order 2003 is not applied ble to the company.
- 3) a) The Company has granted unsecured loan to one company listed in the register maintained under section 301 of the Companies Act 1956. The Maximum amount involved and year end balance of such aggregating to Rs. 80 Lacs and Rs. 80 Lacs respectively.
 - b) In our opinion terms and conditions of such loan are prima facie not prejudicial to the interest of the Company. The loan has been granted at interest free rate.
 - c) The party is regularly repaying the principal amount.
 - d) There are no overdue amounts in respect of the above loan.
 - e) The Company has not taken unsecured loans from any company listed in the register maintained under section 301 of the Companies Act 1956.
- 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 with regard to purchases of inventory, fixed assets and with regard to the sale of goods. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal controls.

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- 5) a) In our opinion and according to the information and explanations given to us, the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.
 - b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 and exceeding the value of rupees Five Lacs in respect of any party during the year have been made at prices which are reasonable having regard to prevailing market prices at the relevant time.
- 6) The company has not accepted any deposits from the public within the meaning of Section 58A and 58AA or any other relevant provisions of the Act and the rules framed there under.
- 7) In our opinion, the company has an internal audit system commensurate with its size and nature of its business.
- 8) The Central Government of India has not prescribed the maintenance of cost records under Clause (d) of Sub-section (1) of Section 209 of the Companies Act. .
- a) According to the information and explanations give to us and according to the books and records as produced and examined by us, in our opinion, the company is generally regular in depositing the undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, wealth tax, service tax and other material statutory dues as applicable with the appropriate authorities. According to the information and explanation given to us, no undisputed amounts payable in respect of Income tax, were in arrears, as at 31st March, 2008 for the period of more than six months from the date it became payable.
 - b) According to the information and explanations given to us and according to the books and records as produced and examined by us, there are no dues of Income tax, which have not been deposited on account of any dispute.

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- 10) The company has no accumulated losses as at 31st March, 2008 and it has not incurred any cash losses in the immediately preceding financial year.
- 11) According to the records of the company examined by us and the information and explanations given to us, the company has not defaulted in repayment of dues to any bank. The company has neither taken any loans from a financial institution not issued any debentures.
- 12) In our opinion and according to the information and explanations give to us and according to the books and records as produced and examined by us, the company has not granted any loans and advances on the basis of security by way of pledged of shares, debentures and other securities.
- 13) The provisions of any special statute applicable to Chit Fund / Nidht / Mutual Fund / Societies are not applicable to the company. Accordingly clause 4(xiii) of the Order is not applicable.
- 14) In tur opinion and according to the information and explanations give to us and according to the books and records as produced and examined by us, the company has maintained proper records of transactions and contracts relating to dealing or trading in shares, securities, debentures and other investments during the year and timely entries have been made therein and such securities have been held by the company in its own name.
- 15) In our opinion, and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- 16) In our opinion and according to the information and explanations give to us and according to the books and records as produced and examined by us, the company has not-obtained any term loans.

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- 17) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, in our opinion and according to the information and explanations given to us, there are no funds raised on a short term basis which have been used for long term investment.
- 18) According to the information and explanations given to us, 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. Accordingly, clause 4(xix) of the Order is not applicable.
- 20) The company has not raised any money by public issues during the year.
- 21) During the course of our examination of the books and records of the company, carried out in accordance with the generally-accepted auditing practices in India, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.

For BANSHI JAIN & ASSOCIATES
Chartered Accountants

Anuj B. Golecha Partner M. No. 117617

MUMBAI, 5th SEPTEMBER 2008

INDIAN INCOME TAX RETURN ACKNOWLEDGEMENT

[Where the data of the Return of Income/Fringe Benefits in Form ITR-1, ITR-2, ITR-3, ITR-4, ITR-5, ITR-6 & ITR-8 transmitted electronically with digital signature]

Assessment Year 2008-09

•							PAN	PAN		
ORMATION AND THE E OF ELECTRONIC TRANSMISSION	ASHIRWAD CAPITAL LIMITED					AACCA	AACCA8327M			
	Flat/Door/Block No			Name Of Premises/Building/Village		Form No. w	high			
	303			JOGANI INDUS	TRIAL ESTA	TE	has been			
	Road/Street/Post Office			Area/Locality			electronical transmitted			
OKMAI OF E	J.R.BORICHA MARG Town/City/District MUMBAI		State Pin MAHARASHTRA 400011			Status	PUB COMPAN			
L INFO DATE TI					Pin	Designati	esignation of Assessing Offic			
PEKSONAL INFORMATION DATE OF ELEC TRANSMISS						ADL/JCIT RG 6(1) [NEW]/MUM/P/061/01				
조	E-filing Acknowledgement Number			43002111290908	J.	Date(DD/MM/YYY	(Y) 29-09-2008		
	1	Gross total income			 		1	2410314		
. *	2	Deductions under Ch	napter-VI-A		: 15 %.		2	0		
INCOME	3	Total Income					3	2410310		
	3a	Current Year loss, if any					3a	0		
	4	Net tax payable				4	944250			
<u> </u>	5	Interest payable	12.50				5	75729		
OF THER	6	Total lax and interest payable					6	1019979		
TAX	7 Taxes Paid			Tax	7ã -	U III				
	′	Taxes raid	b TDS		7b	25891	3			
AND	\ .		c TCS		7c	, ,				
Ŝ			d Self Ass	essment Tax	7e					
-			1	xes Paid (7a+7b+7c	+7d)		7e	258918		
	8	8 Tax Payable (6-7d)					8	761060		
	9	9 Refund (7e-6)					9	0		
OF FRINGE TAX THEREON	10	0 Value of Fringe Benefits					10	1732		
	11	1 Total fringe benefit tax liability					11	590		
	12	2 Total interest payable					12	5		
OF E	13						13	595		
O LAX	14	4 Taxes Paid								
		a Advance Ta	X	:	14a	59:	5 / , 1,	1.141		
ATIK A	1	b Self Assessme	ent Tax	-	14b	. ()			
COMPUTATION NEFITS AND		c Total Taxes Paid (14a+14b)					14c	595		
COMPU BENEFITS	15	Tax Payable (13-14c	·)				15	0		
BE	16	Refund		<u> </u>			16	0		

This return has been digitally signed by

ASHIRWAD CAPITAL LIMIT

29-09-2008

MUMBAI

AACCA8327M643002111290908CE131785516F773877B5109219C71EF209A274EF

Name Address			M/S ASHIRWAD CAI	PITAL LIMITED		
			303. Josani Industr			
			J. R. Boncha Marg,			
	r		Mumbai - 400 011,	correct fallety		
Status			Domestic Company	in which the public	are	
219177			Substantially intere	-	. QIE	
	- W			stea .		
Assessmer			2008 - 2009		 -	
Financial '	ı var		2007 - 2008		. F	•
P. A. No.			AACCA 8327 M		<u> </u>	
		COMP	PUTATION OF TOTAL II	NCOME		
Sources of		•			Amarina	
Sources of	income		•		Amount	Am
Income/Lo	oss on Business					
Net P	rofit sperPå ≟A	count (Before Tax	ĸ)		11,537,910	•
	ion sport usas	ecount (Denote 10)	'		11,557,710	
	Item Considered		owable	,		
-,	rom 1 & O Transaci			400 400		
	Issue expenses w/	OIL		107,100		
	iity Payable	•		41,538		
•	ectation as per Com	npanies Act		292,143		
Depos	sitory harges		. ,	26,964		2.1
	ricity harges			14,185		. • :
	ty Charges	•		75,054		
	ir & Maintenance			29,102		4
	est on Loan		*-	2,452,006		
	ities Transaction T	ax		76,718		
	nses disallowable. U		idend Income)	219,131	3,333,940	`. <u>.</u> .
اعتطعه		The first of bits	water madified		14,871,850	
	Itoms Consider of	1 Sangrataly			17,071,000	
-	: Items Considered			43 007 047		•
	on Sale of Investm			13,887,017	•	· · · · · ·
	on Sale of Mutual	rund ·		57,11,9		
	ensation Income			510,000	•	
Dimu	nation in value of l	nvestment		400,000		
Divide	end - ·			2,191,305	17,045,441	
					(2,173,591)	num fin
	44					
. Ádd :	Disallowable expen	nses related to Invi	estment Activity			. :
enu i	7	nistrative expenses				
		: - as per working)	 4,		2,677,806	
	Catholice Contra	as par manually			THE RESERVE OF THE PARTY OF THE	
•					504,216	
1 === -	Doggodatie :		00 440/) == ==+1===	d basis	10 A/T	
Less :	Depreciation as pe	er I T Act (10% of 4	,09,668/-) on estimate	d basis	40,967	
Less :	Depreciation as po	er I T Act (10% of 4	,09,668/-) on estimated	d basis	40,967 463,249	46
		•	,09,668/-) on estimate	d basis	40,967 463,249	46
	Depreciation as poor	•	,09,668/-) on estimate	d basis	40,967 463,249	46
Income fr	om House Propert	•	,09,668/-) on estimate	d basis	463,249	46
Income fr	om House Propert	•		d basis	463,249	
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Income from Comp Less: Income from Short Short Long	om House Property pensation Income Repairs & Mainten om Capital Gain Term term capital gain I	y nance Exps. / Dedu	ction		463,249 510,000	
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f continue - , the sign of the continue o		
Working of Tax Liability under MAT		
	P-7	
Net Profit as per P & L ccount before Tax	11,537,910	* · · · · · · · · · · · · · · · · · · ·
Less: Reversal of Provision for Diminution	400,000	
	11,137,910	
Less: Fringe Benefit Tax —		
Deferred Tax	(2,342)	
Exempt Income -Dividend Income	2,191,305 2,189,563	•
, , , , , , , , , , , , , , , , , , , ,	8,948,347	
Add: Disallowance u/s. 14A	219,131	
	Book Profit 9,167,478	•
	5,107,478	* · · · · · · · · · · · · · · · · · · ·
T - 4000 C. 1		
Tax @ 10% of the above	916,748	
Tax on above	$\mathcal{L}_{\mathcal{L}_{\mathcal{A}}}$	916,748
Add: Surcharge 0%		
		916,748
Add: Education Cess 3%		27,502
		944,250
	and the second of the second	044.050
Net Tax		944,250
	en e	
Less :Tax Deducted at Source		
		•
T. D. S. on Interest	143,352	
T. D. S. on Compensation	115,566	258,918
		635,332
Advance Tax Paid	action com l	-
reares to the rest		685,332
		. , 005,551
Add (Interact		
Add: Interest	44 450	
Interest U/S 234 B	41,120	75 700
Interest U/S 234 C	34,609	75,729
or the state of t	SELF ASSESSMENT TAX PAID	761,061
		Commence of the second

Note: As tax payable as per MAT is more than tax payable under normal provision of Income Tax Act provision of section 115JB are applicable.

MAT Credit avilable for set off in subsequent years U/s 115JAA with respect to A. Y. 2008-2009 is Rs. 5,27,018/-.

CALCULATION OF INTEREST PAYABLE U/S. 234B & 234C Asst. Year 2008-2009

ASSESSED TAX :

•	THUOMA X	TOTAL MONTH	OF INTEREST		INTERE
01.04.2008 TO 30.09,2008	685332	6	1	 	41,12
	e e e e e e e e e e e e e e e e e e e				41,12
LCULATION U/S.234C				 1-	

DUE DATE	% OF TAX	TAX AMOUNT	ADVANCE	RATE OF INTEREST -	SHORTFALL	INTEREST
15-Jun-07-	15 %	102,800	-	1	102,800	3,084
15-Sep-07	45 %	308,399	·	1	308,399	9,252
15-Dec-07	75 %	513,999	-	1	- 513,999	15,420
15-Mar-08	100 %	685,332		1	685,332	6,853
	•					34,609

TOTAL INTEREST U/S. 234B + 234C 75,729