



# REPORT & ACCOUNTS

## 2006 - 2007



## ANNUAL REPORT FOR THE YEAR 2006-2007

### DIRECTORS :

Shri Shiva Nath Prasad  
Shri Umesh Khaitan  
Shri Athul Singhi  
Shri Sushil Kumar Daga  
Shri Pramod Kumar Chand

### AUDITORS :

M. M. NISSIM AND CO.  
Chartered Accountants  
Mumbai.

### BANKERS :

BANK OF BARODA  
UNION BANK OF INDIA

### REGISTERED OFFICE :

Industry House, 2nd Floor,  
159, Churchgate Reclamation,  
Mumbai - 400 020.

### CORPORATE OFFICE :

Birla Building, 4th Floor,  
9/1, R. N. Mukherjee Road,  
Kolkata - 700 001.



**BIRLA FINANCIAL CORPORATION LIMITED**

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**NOTICE**

**TO THE SHAREHOLDERS**

NOTICE is hereby given that the Annual General Meeting of the Shareholders of the Company will be held at the Registered Office of the Company at Industry House, 159 Churchgate Reclamation, Mumbai-400020 on Friday the 28<sup>th</sup> September, 2007 at 2-30 p.m. for the following purposes :

**AS ORDINARY BUSINESS :**

1. To receive and consider the Report of the Directors and to pass the audited Accounts of the Company for the year ended 31st March, 2007;
2. To appoint a Director in place of Shri S. N. Prasad, who retires by rotation, and being eligible, offers himself for re-appointment;
3. To appoint Auditors and to fix their remuneration.



By Order of the Board

**S. K. Daga**  
Director

Corporate Office :  
'BIRLA BUILDING'  
9/1, R.N. Mukherjee Road,  
Kolkata - 700 001.

Dated : the 20th day of August, 2007

Note :

1. A member entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member.

**DIRECTORS' REPORT**

TO THE SHAREHOLDERS

Your Directors present their Annual Report, together with the Audited Accounts of the Company for the year ended 31<sup>st</sup> March, 2007.

**ACCOUNTS & FINANCIAL MATTERS :**

	<u>For the year ended 31<sup>st</sup> March, 2007</u> Rs.	<u>For the year ended 31<sup>st</sup> March, 2006</u> Rs.
The year's working shows a Gross Profit of -	22,06,074	29,53,850
Out of which, provision has been made for :		
Taxation	<u>6,34,674</u>	<u>5,50,882</u>
	15,71,400	24,02,968
Add: Excess Provision for I.T. Written Back	<u>25,871</u>	<u>30,314</u>
	15,97,271	24,33,282
Balance brought forward from previous year	<u>2,03,59,843</u>	<u>1,84,13,561</u>
Leaving a total disposal surplus of -	<u>2,19,57,114</u>	<u>2,08,46,843</u>
Which has been appropriated as follows:		
Transfer to Reserve Fund (under RBI Act, 1934)	<u>3,20,500</u>	<u>4,87,000/-</u>
and Balance carried to Balance Sheet	<u><u>2,16,36,614</u></u>	<u><u>2,03,59,843</u></u>

**DIVIDEND**

With a view to conserve the resources of the Company, the Board has decided not to declare dividend on Equity Shares for the year.

**DIRECTORS' RESPONSIBILITY STATEMENT**

As required under section 217(2AA) of the Companies Act, 1956, your Directors state:

- i) that in the preparation of the annual accounts, the applicable accounting standards have been followed alongwith proper explanation relating to material departures;
- ii) that the such accounting policies selected and applied are consistent and the judgements and estimates made 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 or loss of the company for that period;

## BIRLA FINANCIAL CORPORATION LIMITED

- iii) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) that the annual accounts have been prepared on a going concern basis.

### DEPOSITS:

The Company has not accepted any deposit from the public.

### AUDITORS:

M/s. M.M. Nissim & Company, Chartered Accountants retire as Auditors of the Company and being eligible, offer themselves for re-appointment.

### PARTICULARS OF EMPLOYEES

Provisions of Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975, as amended, are not applicable to your Company.

### Conservation of Energy, Technology Absorption & Foreign Exchange Earning and Outgo

Provisions of Section 217 (1) (e) of the Companies Act, 1956, and rules made thereunder are not applicable to your Company. There was no foreign exchange outflow during the year.

### DIRECTORS:

Shri R. G. Mundra tendered his resignation from the Board of Directors of the Company with effect from 3<sup>rd</sup> November, 2006. The Board placed on record its deep appreciation of the valuable services rendered by Shri R. G. Mundra during his association with the Company.

Shri S. N. Prasad a Director of the Company, retires from the Board by rotation and, being eligible, offers himself for re-appointment.

### APPRECIATION

The Directors place on record their appreciation for the co-operation and assistance rendered by the Company's Bankers.

Yours faithfully,

SHRI S. N. PRASAD  
SHRI S. K. DAGA

Directors

Kolkata-700 001

Dated: the 22<sup>nd</sup> day of August, 2007

**AUDITORS' REPORT****TO THE SHAREHOLDERS**

We have audited the attached Balance Sheet of BIRLA FINANCIAL CORPORATION LIMITED, as at 31st March 2007, and also the Profit and Loss Account Statement for the year ended on that date annexed thereto. These financial statements are the year ended on that date annexed thereto. 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.

We conducted our audit in accordance with generally accepted auditing standards 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.

As required by the Companies (Auditors Report) Order, 2003, (as amended) issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we give below a statement on the matters specified in paragraphs 4 and 5 of the said order.

- i) In respect of Fixed Assets:
  - a) The Company has maintained proper records showing full particulars, including quantitative detail and situation of fixed assets (Computer).
  - b) As explained to us, the asset has been physically verified by the management and no discrepancy was noticed on such verification. The frequency of such verification is reasonable considering the size and nature of its business.
  - c) The company has not disposed off any fixed assets during the year.
- ii) The Company did not carry any inventory at any time during the previous year. Accordingly, the clauses 4 (ii) (a) to (c) of the Order are not applicable.
- iii) (a) The company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the clauses 4 (iii) (a) to (d) of the Order are not applicable.
- (b) The company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, the clauses 4 (iii) (f) and (g) of the Order are not applicable.
- iv) In our opinion there are adequate internal control system commensurate with the size of the company and the nature of its business with regard to its financial transaction. During the course of our audit, no major weakness has been noticed in the internal controls.
- v) (a) There are no transactions made in pursuance of contracts or arrangements, that need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- (b) There are no transactions of purchase and sale of goods, materials and services made in pursuance of contracts or arrangements entered in the register maintained under section 301 of the Companies Act, 1956 aggregating during the year to Rs. 5 lacs or more in respect of each party.
- vi) The Company has not accepted any deposits from public within the meaning of section 58 A and 58-AA of the Companies Act, 1956.
- vii) The Company does not have an internal audit systems. However, the internal controls are adequate considering the size of the Company and the nature of its business.
- viii) We are informed that the Central Government has not prescribed maintenance of cost records under section 209 (1) (d) of the Companies Act, 1956.