

**DSJ COMMUNICATIONS LTD.**

**20<sup>TH</sup> BALANCE SHEET**

**2009 - 2010**

**BOARD OF DIRECTORS**

- Shri. Vijaysingh B. Padode : Chairman and None Executive Non Independent Director
- Shri. Pratap V. Padode : None Executive Non Independent Director
- Shri. Tarun Pal : None Executive Independent Director

**AUDITORS**

S. V. NAVALKAR & ASSOCIATES  
Chartered Accountant

**BANKERS**

National Cooperative Bank  
UTI

**REGISTERED OFFICE**

31 -A, Noble Chambers, 4<sup>th</sup> Floor  
Janmabhoomi Marg, Fort, Mumbai 400001

## NOTICE

NOTICE is hereby given that the **TWENTIETH ANNUAL GENERAL MEETING** of the members of **DSJ COMMUNICATIONS LIMITED**, will be held on Tuesday, September 28, 2010 at 2:00 p.m. at 31-A, Noble Chambers, 4th floor, Janmabhoomi Marg, Fort 400001 to transact the following business: -

### ORIDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2010, Profit and Loss Account for the year ended on that date and the Report of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Vijaysingh Padode, who retires by rotation, and being eligible offers himself for re-appointment.
3. To appoint statutory auditors to hold office from the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

#### **Regd. Office**

31-A, Noble Chambers,  
4<sup>th</sup> Floor, Janmabhoomi Marg  
Fort, Mumbai – 400001.

For **DSJ COMMUNICATIONS LIMITED**

**Date: September 5,2010**

**Place: Mumbai**

Sd/-  
**Vijaysingh Padode**  
Director

**NOTES:**

1. A MEMBER entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. The instrument of proxy should, however, be deposited at the Registered Office of the Company not less than Forty-Eight hours before the commencement of the meeting.
2. The register of members and Share Transfer Register of the Company shall remain closed from 25<sup>th</sup> September, 2010 to 28<sup>th</sup> September, 2010 (both days inclusive).
3. Members desirous of obtaining information concerning the accounts of the company are requested to address their queries to the Company at least seven days in advance of the meeting, so that the information required can be made readily available at the meeting.
4. Members attending the meeting are requested to bring with them the attendance slip enclosed herewith and hand over the same at the entrance of the hall, dully filled and signed.

**Regd. Office**

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4<sup>th</sup> Floor, Janmabhoomi Marg  
Fort, Mumbai – 400001.

For **DSJ COMMUNICATIONS LIMITED**

**Date: September 5,2010**  
**Place: Mumbai**

Sd/-  
**Vijaysingh Padode**  
Director

## DIRECTORS' REPORT

Your directors present herewith the Twentieth Annual Report together with the Audited Statement of Accounts of the Company for the year ended 31<sup>st</sup> March, 2010.

<b>(Rs. In Lakhs)</b>		
<b>FINANCIAL RESULTS</b>	<b>2009-10</b>	<b>2008-09</b>
Total Income	0.0	0.45
Less: Total Expenditure	5.95	26.20
Profit/(Loss) before Depreciation	(5.94)	(25.75)
Less: Depreciation	Nil	Nil
Net Profit / (Loss) before Tax	(5.94)	(25.75)
Add / (Less) Prior Period Adjustment	Nil	Nil
Profit/ (Loss) for the year	(5.94)	(25.75)
Add : Balance brought forward from the last year	(4785.37)	(4759.42)
Balance carried to Balance Sheet	(4791.12)	(4785.17)

### **OPERATIONS:**

During the year under review, the Company remained non operational. The management is optimistic about the Company's future and is chalking various plans and policies for its growth and expansion.

### **TRANSFER TO RESERVE**

In absence of profits, the Company has not transferred any amount to reserves during the year under review.

### **DIVIDEND**

In the absence of profits, your directors do not recommend any dividend during the year under review.

### **PUBLIC DEPOSITS**

During the year under review, your Company has neither invited nor accepted any fixed deposits from the public within the meaning of Section 58A of the Companies Act, 1956.

### **DIRECTORS:**

Mr. Vijaysingh Padode retires by rotation at the ensuing annual General Meeting and offers himself for re-appointment.

Mr. Tarun Pal and Mr. Pratap Padode are continuing directors on the board of the Company.

### **PARTICULARS OF EMPLOYEES:**

During the year under review, there were no employees drawing remuneration of Rs. 24,00,000/- p.a. or Rs. 2,00,000/- p.m. or more. Hence there is no information to be provided in accordance with the provisions of Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of employees) Rules, 1975.

### **DISCLOSURE UNDER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956:**

The particulars required under Section 217(1)(e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, is given in Annexure-I to this Directors Report.

### **AUDITORS**

The statutory auditors of the Company M/s. S. V. Navalkar & Associates, Chartered Accountants, Mumbai, retires at the ensuing Annual General Meeting and being eligible offers themselves for re-appointment. The appointment if made will be in accordance with the sub section (1B) of section 224 of the Companies Act, 1956 as per certificate furnished by the auditor. Members will be required to appoint Auditors for the current year and to authorize the Board of Directors to fix their remuneration.

### **AUDITOR'S OBSERVATIONS:**

Observations of auditor are self explanatory and do not need further comment/explanation from directors in this report.

### **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirement under section 217 (2AA) of the Companies Act, 1956 with respect to Director's Responsibility Statement, it is hereby confirmed:

1. That in the preparation of the accounts for the financial year ended 31<sup>st</sup> March 2010, the applicable accounting standards have been followed along with proper explanation relating to material departures.
2. That the Directors have adopted such accounting policies and applied them consistently and made judgments estimates that were reasonable and prudent so as to give a true and fair view of the state affair of the Company at the end of the financial year and of the profit or loss of the company for the year under review.
3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. That the Directors have prepared the accounts for the financial year ended 31<sup>st</sup>

March 2010 on a “going concern” basis.

**CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION  
AND ANALYSIS REPORT:**

Pursuant to clause 49 of the Listing Agreement entered into with the Stock Exchanges, a separate report on corporate governance is annexed with this annual report. Also enclosed a Management Discussion and Analysis report.

**CONSTITUTION OF AUDIT COMMITTEE:**

As required by the provisions of section 292A of the Companies Act, 1956 and provision of Listing Agreement, the Board of Directors has constituted an Audit Committee comprising of three directors viz. Mr. Vijaysingh B. Padode, Mr. Tarun Pal and Mr. Pratap Padode. The detail information is provided in the section of Report on Corporate Governance.

**ACKNOWLEDGEMENT:**

Your Directors wish to place on record their appreciation for the support and Co operation, which the Company continues to receive from its associates and bankers. The Directors are also thankful to the Shareholders for there unstinted support.

**Regd. Office**

31-A, Noble Chambers,  
4<sup>th</sup> Floor, Janmabhoomi Marg  
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**For DSJ COMMUNICATIONS LIMITED**

**Date: September 5,2010**

**Place: Mumbai**

**Sd/-  
Vijaysingh Padode  
Director**

**ANNEXURE I**

**I. CONSERVATION OF ENERGY:**

- (a) Energy conservation measures taken – Not Applicable
- (b) Additional investments and proposals if any, being implemented for reduction of consumption of energy – Not Applicable
- (c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods – Not Applicable
- (d) Total energy consumption and energy consumption per unit of production – Not Applicable

**FORM-A: FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY**

- A. Power and fuel consumption: Not Applicable
- B. Consumption per unit of production: Not Applicable

**II. TECHNOLOGY ABSORPTION**

**FORM-B: FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION ETC.,**

- I Research and Development: Not Applicable
- II Technology Absorption, Adaptation and Innovation: Not Applicable

**II. FOREIGN EXCHANGE EARNINGS AND OUTGO**

- I. Earnings in Foreign Exchange during the year NIL
- II. Foreign Exchange outgo during the year NIL

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For **DSJ COMMUNICATIONS LIMITED**

**Date: September 5,2010**  
**Place: Mumbai**

Sd/-  
**Vijaysingh Padode**  
Director