

**ANNUAL REPORTS
AND
ACCOUNTS
2009 - 2010**

Apte
Amalgamations
Limited

APTE AMALGAMATIONS LIMITED

Directors :

Shri V. M. Apte	Chairman
Shri M.L.Apte	Director
Ms. Janhavi Apte-Kothari	Director

Shri V. K. Sant	Company Secretary
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Auditors :

M/s P.G.Bhagwat , Pune
Chartered Accountants

Registered Office :

14 A The Club, Near Mangal Anand Hospital, Swastik Park,
Chembur, Mumbai 400 071- Tel 022- 2524 0431 / 2526 0211
Fax 022- 2526 0212, email - aptegroup@vsnl.com

Registrar & Transfer Agents

Sharex Dynamic (India) Pvt Ltd,
17/B, Dena Bank Building, Horniman Circle, Fort,
Mumbai 400 001 -Tel 022-2270 2485 / Fax 2264 1349,
email - sharexindia@vsnl.com

REPORT AND ACCOUNTS FOR THE YEAR 2009-2010

Period of Accounts - Year ended 31.03.2010

Auditor's report

To, the members of Apte Amalgamations Limited

1. We have audited the attached Balance sheet of Apte Amalgamations Limited as at 31st March, 2010, the Profit and Loss account and also the Cash-flow statement for 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.
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 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 (Auditors' Report) Order, 2003, (as amended by Companies (Auditors' Report) (Amendment) Order, 2004) issued by the Central Government in terms of section 227 (4A) of the Companies Act, 1956, we enclose 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 above, we report that:
 - (i) 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;
 - (ii) 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;
 - (iii) the Balance sheet, Profit and Loss account and Cash-flow statement dealt with by this report are in agreement with the books of account;
 - (iv) 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 sub-section (3C) of section 211 of the Companies Act, 1956, except that provision for Gratuity and leave encashment liability has not been made as per Accounting Standard 15 (revised) nor disclosure has been made as required by the said Standard, refer note No A (Retirement benefits);
 - (v) on the basis of the written representations received from the directors as on 31st March, 2010, we report that none of the directors are disqualified as on 31st March, 2010, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - (vi) a) Provision for wealth tax as at 31.3.10 has not been made nor ascertained (refer Note 14)
b) Provision for gratuity and leave encashment has not been made as per AS-15 revised, refer note No A (Retirement benefits).

Subject to the above, in our opinion and to the best of our information and according to the explanations given to us, the said accounts, read with the significant accounting policies and other notes thereon, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a. in the case of the Balance sheet, of the state of affairs of the Company as at 31st March, 2010;
- b. in the case of the Profit and Loss account, of the profit for the year ended on that date; and
- c. in the case of the Cash-flow statement, of the cash-flows for the year ended on that date.

For M/S P.G.Bhagwat,
Chartered Accountants,

(S.S.Athavale)
Partner (Membership No. 83374)
Firm's Registration No. With ICAI : 101118W

Mumbai : 29th April 2010

M/S P.G.BHAGWAT
Chartered Accountants

Annexure to the Auditor's report

Re: Apte Amalgamations Limited

(referred to in paragraph 3 of our Report of even date)

1. (a) The Company has maintained records to show particulars, including quantitative details and situation of its fixed assets. *These records have not been updated*
(b) *the fixed assets have not been physically verified by the management during the year. In the absence of updated fixed assets records and physical verification not having been done, we are unable to comment on the discrepancies, if any;*
(c) Substantial part of the fixed assets have been sold during the year, but not to the extent that it would affect the going concern assumption.
2. (a) Inventory of real estate has been physically verified during the year by the management.
(b) The procedure of physical verification of the inventory of real estate is reasonable and adequate in relation to the size of the company and the nature of its business.
(c) Proper records of inventory of real estate is maintained, and there are no material discrepancies between the physical stocks and the book records.
3. (a) The Company has not granted loans or advances, secured or unsecured, to Companies, firms and other parties covered under section 301 of the Companies Act, 1956, except to two parties whose debit balance is Rs. 187.11 lakhs which is unsecured & interest free.
(b) As informed to us, the terms & conditions of the same are not prejudicial to the interests of the company, except that they are interest free and unsecured.
(c) There are no stipulations as to repayment of principal amounts;
(d) the Company has not taken any loans from companies, firms or other parties covered 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 is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase and sale of inventory and fixed assets. There was no sale of goods or services during the year. During the course of audit, we have not observed any continuing failure to correct major weaknesses in the internal control system.
5. (a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.
(b) In our opinion and according to the information and explanations given to us the transactions made in pursuance of such contracts or arrangements and exceeding the value of Rs.5 Lacs in respect of any party during the year have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
6. The Company has not accepted deposits from the public within the meaning of sections 58A, 58AA or any other relevant provisions of the Companies Act, 1956, where applicable, and the Rules framed there under. We are informed that no Order has been passed by the Company Law Board, Reserve Bank of India or any Court or any other Tribunal.
7. The Company did not have an internal audit system during the year.
8. Maintenance of cost records has not been prescribed to the company under section 209(1)(d) of the Companies Act, 1956
9. (a) In our opinion and according to the information and explanations given to us, the company is regular in depositing undisputed statutory dues, including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Custom Duty, Excise Duty, cess, service tax, and any other statutory dues, wherever applicable, with the appropriate authorities. There are no undisputed dues pending unpaid for more than six months as at the balance sheet date.
(b) according to the information and explanations given to us, there are cases of non-deposit of customs



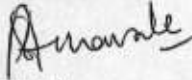
M/S P.G.BHAGWAT

Chartered Accountants

duty of Rs. 56,68,989/- (pending with the Assistant Commissioner of Central Excise, Mumbai). In respect of disputed income tax cases, the company has not ascertained the amount of such dues. There are no cases of non-deposit with the appropriate authorities of disputed dues of sales-tax, service-tax, wealth tax and cess.

10. The accumulated losses of the Company at the end of the financial year are more than fifty percent of its networth. It has not incurred cash losses during the year covered by our audit but has in the immediately preceding year.
11. In our opinion, and according to the information and explanations given to us, the Company has no dues to Banks, financial institutions and debenture holders as on the date of balance sheet..
12. The Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities..
13. As informed to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
14. The company is not dealing or trading in shares, securities, debentures and other investments.
15. The provisions of any special statute applicable to chit funds are not applicable to the company.
16. The Company has not obtained any term loan during the year.
17. According to the information and explanations given to us, and on an overall examination of the Balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.
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. No debentures have been issued by the Company and hence the question of creating securities/ charge in respect thereof does not arise.
20. During the year, the Company has not raised money by public issue.
21. To the best of our knowledge and belief, and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

For M/S P.G.Bhagwat,
Chartered Accountants,



(S.S.Athavale)
Partner Membership No. 83374
Firm's Registration No. With ICAI : 101118W

Mumbai : 29th April 2010