



ANGELS ENTERPRISES LIMITED

ANNUAL REPORT

FOR THE FINANCIAL YEAR 2012-2013



CORPORATE INFORMATION:

BOARD OF DIRECTORS

Mr. Parag Mittal

Mr. Amit Kumar Saxena

Mr. Ghanshyam Sharma

COMPLIANCE OFFICER:

Mr. Ghanshyam Sharma, Director

BANKERS:

Punjab National Bank

STATUTORY AUDITORS:

M/s. Garg Agrawal & Agrawal

Chartered Accountants,

H-25, Radheypuri, Delhi - 110051

REGISTERED OFFICE:

202A, Arunachal Building,

Barakhamba Road,

New Delhi - 110001

Email: angelsenterpriseslimited@yahoo.com;

REGISTER AND TRANSFER AGENT:

Skyline Financial Services Private Limited

D-153A, 1st Floor, Okhla Industrial Area

Phase – 1, New Delhi - 110020

Tel. No. 011-26812682,

Fax: 91-11-30857562

Email: grievances@skylinerta.com;

Website: <http://www.skylinerta.com/>



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NOTICE

Notice is hereby given that the Annual General Meeting of members of M/s. ANGELS ENTERPRISES LIMITED will be held on Monday, the 30th September, 2013 at the Registered Office of the Company at 202A, Arunachal Building, Barakhamba Road, New Delhi – 110001 at 11.30 p.m. to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited Balance Sheet as at 31.3.2013 and the Profit & Loss Account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. To appoint M/s. Ashok R. Gupta & Co., Chartered Accountants as the Statutory Auditors of the Company in place of M/s. Garg Agrawal & Agrawal to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the company and to fix their remuneration.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT in accordance to the provision of Section 257 and all other applicable provisions of the Companies Act, 1956, Mr. Parag Mittal be and is hereby appointed as Director of the Company, liable to retire by rotation.”

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT in accordance to the provision of Section 257 and all other applicable provisions of the Companies Act, 1956, Mr. Amit Kumar Saxena be and is hereby appointed as Director of the Company, liable to retire by rotation.”

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT in accordance to the provision of Section 257 and all other applicable provisions of the Companies Act, 1956, Mr. Ghanshyam Sharma be and is hereby appointed as Director of the Company, liable to retire by rotation.”

By order of the Board of Directors
ANGELS ENTERPRISES LIMITED

Place: New Delhi

Dated: 2nd September, 2013

Sd/-
Ghanshyam Sharma
Director
DIN: 06463848



NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY INSTRUMENT SHOULD BE LODGED WITH THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. An explanatory statement pursuant to Section 173(2) of the Companies Act, 1956 in respect to item No. 3, 4, and 5 is annexed herewith.
3. Members are requested to notify any change in their addresses, at its Registered Office or to its Share Transfer Agents.
4. Members/Proxies should bring the attendance Slip, duly filled in, for attending the meeting.
5. In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
7. Corporate members intended to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
8. The Register of Members and the share transfer books of the Company will remain closed from Monday, 23rd September, 2013 to Wednesday, 25th September, 2013.
9. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.

By order of the Board of Directors
ANGELS ENTERPRISES LIMITED

Place: New Delhi
Dated: 2nd September, 2013

Sd/-
Ghanshyam Sharma
Director
DIN: 06463848



EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM 3, 4 and 5:

Mr. Parag Mittal, Mr. Amit Kumar Saxena, and Mr. Ghanshyam Sharma were appointed by the Board of Directors in their meeting held on 31st January, 2013, 25th November, 2012, and 21st May, 2013 respectively.

In terms of Section 260 of the Companies Act, 1956, they hold office upto the date of this Annual General Meeting of the Company. Pursuant to Section 257 of the Companies Act, 1956, the Company has received notice along with a deposit of Rs. 500/- each from them offering their candidature for appointment as Directors, liable to retire by rotation.

The Board recommends these resolutions for your approval. Mr. Parag Mittal, Mr. Amit Kumar Saxena, and Mr. Rajeev Jain are interested in these resolutions to the extent of their appointment.

By order of the Board of Directors
ANGELS ENTERPRISES LIMITED

Place: New Delhi
Dated: 2nd September, 2013

Sd/-
Ghanshyam Sharma
Director
DIN: 06463848



DIRECTOR'S REPORT

To,
The Members

M/S. ANGELS ENTERPRISES LIMITED

The Board of Directors are pleasure the Annual Report of the Company for the financial year ended 31st March 2013.

1. FINANCIAL HIGHLIGHTS :

Particulars	Current Yr. 31.03.2013 (Rs.)	Previous Yr. 31.03.2012 (Rs.)
Total Income/Loss	17,80,385	25,250
Less: Total Expenses	16,77,973.85	26,304
Profit Before Tax	1,02,411.15	-1,054
Profit/Loss after Tax	70,766.15	-1,054

2. FINANCIAL PERFORMANCE

During the year under review, Your Company has recorded a total income of Rs. 17,80,385/- against Rs. 25,250.00/- in the previous year with total increase of Rs. 17,55,135. Net Profit before taxation for the financial year ended on 31st March, 2013 increased to Rs. 1,02,411.15/- against a loss of Rs. 1,054.00/- in the previous year. Consequently, the Profit after tax increase to Rs. 70,766.15/- from loss of Rs. -1,054.00/- as in the previous year.

3. DIVIDEND

The Board of Directors has not declared any dividend during the year due to inadequacy of profits.



4. DEPOSITS :

During the year under review, Your Company has not accepted the deposits under section 58A of the Companies Act, 1956 and Companies (Acceptance of deposits) Rules 1975 as amended upto date.

5. AUDITORS

To appoint M/s. Ashok R. Gupta & Co., Chartered Accountants as the Statutory Auditors of the Company in place of M/s. Garg Agrawal & Agrawal to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the company and to fix their remuneration.

6. PARTICULARS OF EMPLOYEES

As required by the provision of section 217(2A) of the Companies ACT, 1956. Read with the Companies (particulars of employee) rules, 1975 as amended, no employee was in receipt of remuneration exceeding 60, 00,000/- per annum or 5, 00,000/- per month for any part thereof.

7. DIRECTORS

Mr. Parag Mittal, Mr. Amit Kumar Saxena, Mr. Ghanshyam Sharma and Mr. Rajeev Jain were appointed by the Board of Directors in their meeting held on 31st January, 2013, 25th November, 2012, 21st May, 2013 and 25th November, 2012 respectively.

Further Mr. Manish Kumar Garg, Mr. Ankit Modi, Mr. Rakesh Jain and Mr. Rajeev Jain have resigned from the directorship of the company w.e.f 26th November 2012, 26th November 2012, 21st May 2013 and 25th June 2013.

In terms of Section 260 of the Companies Act, 1956, they hold office upto the date of this Annual General Meeting of the Company. Pursuant to Section 257 of the Companies Act, 1956, the Company has received notice along with a deposit of Rs. 500/- each from them offering their candidature for appointment as Directors, liable to retire by rotation.

8. COMPLIANCE CERTIFICATE

A Certificate of compliance by a Company Secretary in practice referred to in the proviso to sub-section (1) of Section 383A of the Companies Act, 1956 read with Rule



2(b), 2(c) & Rule 3 of the Companies (Compliance Certificate) Rules, 2001 is annexed herewith as Annexure-A.

9. ENERGY, TECHNOLOGY & FOREIGN EXCHANGE:

Information in accordance with the provision of Section 217 (I) (e) of the Companies Act, 1956, read with Companies (Disclosure of Particulars in the Report of Board of Directors) Rules 1988 being not relevant/significant, are not given. There was no a foreign exchange earnings or outgo during the year under review.

10. DIRECTORS RESPONSIBILITY STATEMENTS

Pursuant to section 217 (2AA) of the Companies Act, 1956, it is hereby confirmed:-

- (i) That in the preparation of the accounts for the financial year ended 31st March 2013 the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (ii) That the directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 under review.
- (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 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors have prepared the accounts for the financial year ended 31st March, 2013 on a going concern basis.

ACKNOWLEDGEMENT

The board wishes to express and place on records its gratitude for the faith reposed in and cooperation extended to the company by the shareholders of the company. Your directors wish to place on record their deep sense of appreciation for the devoted and sincere services of the executives, staff and workers of the company for its success.

For and on behalf of the board
ANGELS ENTERPRISES LIMITED

Sd/-

Sd/-

GHANSHYAM
SHARMA
(DIRECTOR)

PARAG
MITTAL
(DIRECTOR)

Place: New Delhi

Date: 02/09/2013



S. K. Jha & Associates
Company Secretaries

123/8, 'T' Point, Gali No. -15, Sant Nagar,
Burari, Delhi-110084. Mob. 9811579790
E-mail- sanacs_khg@rediffmail.com,
sanjayjhafcs@gmail.com

Compliance Certificate

(Rule 3)

CIN- L51909DL1990PLC042445
Nominal Capital –Rs. 50,000,000/-

The Members,
M/s. Angels Enterprises Limited
202A, Arunachal Building,
Barakhamba Road,
New Delhi -110 001

We have examined the registers, records, books and papers of M/s. Angels Enterprises Limited having registered office at 202A, Arunachal Building, Barakhamba Road, New Delhi -110 001 as required to be maintained under the Companies Act, 1956 (the Act) and the Rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company for the Financial Year ended as on 31st March, 2013. In our opinion and to the best of my information and according to the examination carried out by us and explanations furnished to us by the Company, we certify that in respect of the aforesaid financial year.

1. The company has kept and maintained all Registers as stated in **Annexure "A"** to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The company has duly filed the Forms and Returns as stated in **Annexure "B"** to this certificate with the Registrar of the companies within the time prescribed under the Act and the rules made thereunder.
3. The Company being a public limited company, no comments are required.
4. The Board of Directors duly met 15 (Fifteen) times on 07.05.2012, 14.07.2012, 18.07.2012, 03.08.2012, 28.08.2012, 27.09.2012, 26.10.2012, 29.10.2012, 15.11.2012, 25.11.2012, 26.11.2012, 30.11.2012, 18.12.2012, 31.01.2013 and 30.03.2013 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose.
5. The Company closed its Register of Members from 26.09.2012 to 27.09.2012 and necessary compliance was made.
6. The Annual General Meeting of the Company for the financial year ended 31st March, 2012 was held on 27.09.2012 after giving due notice to the members of the company &

