



23rd ANNUAL REPORT 2011-2012



NPR FINANCE LIMITED

BOARD OF DIRECTORS

Managing Director :

Pawan Kumar Todi

Directors :

Nand Lai Todi

Arun Charan Mukherjee

Nitin Guha

Rajendra Kumar Duggar

COMMITTEES :

Audit Committee :

Arun Charan Mukherjee

Nitin Guha

Nand Lal Todi

Rajendra Kumar Duggar

ShareTransfer & Investors

Grievance Committee :

Nitin Guha

Pawan Kumar Todi

Remuneration Committee :

Nitin Guha

Arun Charan Mukherjee

Asset Liability Committee :

Pawan Kumar Todi

Shanker Birjuka

Fair Practice Code Committee :

Pawan Kumar Todi

Nand Lai Todi

Nitin Guha

Executive Vice President &

Company Secretary :

Sarika Mehra

REGISTERED OFFICE :

19, R. N. Mukherjee Road,

1st Floor, Main Building,

Kolkata - 700 001

Phone: (033)22484788

Fax:(033)22430151

E-mail: npr@cal.vsnl.net.in

BRANCHES

AHMEDABAD BRANCH :

106-07, 1st Floor "Samedh"

Above Oriental Bank of Commerce

Near Associated Petroleum

C. G. Road, Panchavati

Ahmedabad - 380 006

Phone : (079) 2640 1482/3 (2 lines)

Fax : (079) 2640 4346

BHUBANESWAR BRANCH :

42/A, Saheed Nagar

In front of Metro Builders Office

Bhubaneswar - 751 007

Phone : (0674) 254 8556

KOCHI BRANCH :

41/1787, Chitoor Road

Opp - Sree Sudheendra Hospital

Kochi - 682018

Phone : (0484) 402 3117, 329 6830

Fax No. : (0484) 235 1589

MUMBAI BRANCH :

218, Majestic Shopping Centre

Premises Society

144, Jagannath Shankar Seth Road

(J. S. S. Road)

Girgaun, Mumbai - 400 004

Phone:(022)23801507

Fax: (022)2380 2715

AUDITORS :

M/s. L. N. Todi & Co.

Chartered Accountants

"Hudco Niwas" 15N, Nelie Sengupta

Sarani (Lindsay Street)

4th Floor, Room No. 4

Kolkata - 700 087

AGRA BRANCH :

18/163-8/5, Fatehabad Road

Opp. Hanuman Temple

Near Taj View Hotel, Agra - 282 001

Phone : (0562) 2223 4053

CHENNAI BRANCH :

No. 35/36, Creams Road

Ground Floor, Thousand Light

Chennai - 600 006

Phone : (044) 2829 5745

Fax : (044) 2829 5746

NEW DELHI BRANCH :

8C/6, W. E. A. Abdul Aziz Road

Karol Bagh, (Opp. Shastri Park)

2nd Floor, New Delhi -110 005

Phone: (011) 28752585/2481/2081

Fax:(011)28750672

PUNE BRANCH :

A-17, Surya Prakash Apartment

Market Yard Road

Pune - 411 037

Phone: (020)24226810

KOZHIKODE BRANCH :

1st Floor, V P Complex

Wayanad Road

Kozhikode 673011

Phone : (0495) 4020889/4020518

Fax No. : (0495)2761477

FINANCIAL INSTITUTION

Indian Renewable Energy

Development Agency Limited

BANKERS:

Allahabad Bank

HDFC Bank Ltd.

Contents	Page No.
Notice	2
Directors' Report	5
Management Discussion & Analysis	7
Report on Corporate Governance	9
Auditors' Report	16
Balance Sheet	19
Profit & Loss Account	20
Notes on Financial Statements	21
Cash Flow Statement	42



NPR FINANCE LIMITED

NOTICE

NOTICE is hereby given that the 23rd Annual General Meeting of the Members of the Company will be held on Friday, the 14th day of September, 2012 at Jhajharia Committee Room, Merchant Chamber of Commerce, 15-B, Hemanta Basu Sarani, 2nd Floor, Kolkata- 700 001 at 11.00 a.m. to transact the following business :

Ordinary Business:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2012, the Audited Balance Sheet as on that date and the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Nand Lal Todi who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Rajendra Kumar Duggar who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT consent of the Company be and is hereby accorded to appoint M/s. R. P. Boobna & Co. (FRN 304093E) Chartered Accountants of 209, A.J.C. Bose Road, Karnani Estate, 2nd Floor, Room No. 87, Kolkata-700 017, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting in place of retiring auditors M/s. L. N. Todi & Co., (FRN 304022E) Chartered Accountants of Hudco Niwas, 15N, Nelia Sengupta Sarani (Lindsay Street), 4th Floor, Room No. 4, Kolkata- 700 087 who have not offered themselves for re-appointment as Auditors of the Company."

Regd. Office:
19, R.N.Mukherjee Road
Main Building, 1st Floor
Kolkata-700 001
Dated : 30th May, 2012

BY ORDER OF THE BOARD
SARIKA MEHRA
Executive Vice-President &
Company Secretary

NOTES :

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. M/s. L. N. Todi & Co. , Chartered Accountants of Hudco Niwas, 15N, Nelia Sengupta Sarani (Lindsay Street), 4th Floor, Room No. 4, Kolkata- 700 087, who are the Statutory Auditors of the Company, hold office, in accordance with the provisions of the Companies Act, 1956, upto the conclusion of the forthcoming Annual General Meeting. They have not offered themselves for re-appointment as Auditors of the Company for the Financial Year 2012-2013 as their partnership firm is in the process of merger with M/s. R. P. Boobna & Co., Chartered Accountants of 209, A.J.C. Bose Road, Karnani Estate, 2nd Floor, Room No. 87, Kolkata-700 017 and post merger, the partner(s) of M/s. L. N. Todi & Co., will become partners of M/s. R. P. Boobna & Co. only. Since the merger is likely to be affected any time after ensuring Annual General Meeting, it is therefore advisable to appoint M/s. R. P. Boobna & Co. as Statutory Auditor instead of M/s. L. N. Todi & Co. Further, M/s. R. P. Boobna & Co., Chartered Accountants have expressed their willingness for appointment as the Statutory Auditors and confirmed that their appointment, if made, will be within the prescribed limits under section 224(1B) of the Companies Act, 1956, and they are not disqualified for appointment within the meaning of Section 226 of the Companies Act, 1956 as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, in place of M/s. L. N. Todi & Co., the retiring Auditors of the Company.
3. Members holding share in dematerialized form are requested to bring their Depository Account No. and Client I. D. No. for identification.
4. The Register of Members and Share Transfer Books of the Company in respect of Equity Shares shall remain closed from 6th day of September, 2012 to 14th day of September, 2012.(both days inclusive).



NPR FINANCE LIMITED

5. Electronic Clearing Services (ECS) Facility :-
 - a. To avoid loss of dividend warrants in transit and undue delay in respect of receipt thereof, the Company provides ECS facility to the members. The ECS facility is available at locations identified by the Reserve Bank of India, from time to time and covers most of the cities and towns.
 - b. Members holding shares in the physical form may furnish their details in the prescribed form, which can be obtained from the Registrar & Share Transfer Agents of the Company.
 - c. Members holding shares in the electronic form may furnish their details in the prescribed form, which can be obtained from their respective Depository Participants.
6. Members are requested to notify to the Company, change of address, if any, with pin code quoting reference of their folio number/DP ID and Client ID to our Registrar & Share Transfer Agent i.e. Niche Technologies Private Ltd., D-511, Bagree Market, 5th Floor, 71, B.R.B.B. Road, Kolkata 700 001, Phone Nos. 2235-7270/7271/3070.
7. *In case, the mailing address mentioned in this Annual Report is without the PIN CODE, members are requested to kindly inform their PIN CODE immediately.*
8. Non- Resident Indian Shareholders are requested to inform the Company immediately:
 - a. the change in residential status on return to India for permanent settlement.
 - b. the particulars of NRE Bank Account maintained in India with complete name and address of the Bank, if not furnished earlier.
9. As per the provisions of the Companies Act, 1956, facility for making nominations is available to the members in respect of shares held by them. Members holding shares in physical form may furnish their details in the prescribed form, which can be obtained from the Company/ Registrar and Share Transfer Agent. Members holding shares in electronic form may furnish their details in the prescribed form which can be obtained from the respective Depository Participant.
10. Members who are holding shares in identical order or names in more than one folio are requested to send the Company/ Registrar and Share Transfer Agent, the details of such folios together with the Share Certificates for consolidating their holdings in one such folio.
11. Members are requested to quote their Folio number/DP I.D. and Client I.D. in all correspondence.
12. A Member or his Proxy is requested to produce at the entrance of the Meeting Hall, attendance Slip forwarded to the member duly completed and signed by the member.
13. Members are requested to note that trading in securities of the Company are compulsorily in dematerialised form only. Hence members who are yet to dematerialise their shares are advised to do so. The Company has entered into agreements with National Securities Depositories Ltd. (NSDL) and Central Depositories Services (I) Ltd. (CDSL) for Demat facilities.
14. The dividend for the Financial Year 2004-05, 2005-06, 2006-07, which remained unclaimed after 30 days from the date of declaration of dividend had been transferred to the Unpaid Dividend Account. The Dividend remaining unclaimed for seven years from the date of transfer to the above mentioned account is required to be transferred by the Company to the Investor Education and Protection Fund (IEPF). The due dates for transfer of unpaid dividend amount are 06/10/2012, 25/10/2013 and 18/10/2014 respectively.
15. Members who have not yet encashed their dividend warrants or have not received the dividend warrants are requested to seek issuance of demand draft. Such members may write to NPR Finance Ltd. for the payment of unpaid dividend amount. It may be noted that once the unclaimed dividend is transferred to the IEPF, no claim shall lie in respect thereof.

Regd. Office:
19, R.N.Mukherjee Road
Main Building, 1st Floor
Kolkata-700 001
Dated : 30th May, 2012

BY ORDER OF THE BOARD
SARIKA MEHRA
Executive Vice-President &
Company Secretary



NPR FINANCE LIMITED

INFORMATION OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING (PURSUANT TO CLAUSE 49 (VI) (A) OF THE LISTING AGREEMENT)

Name of Director	Date of Birth	Date of Appointment	Expertise in functional areas specific	Qualifications	Directorship in other Companies	Membership of Committees in other Companies	Nature of Directorship	Remarks
Mr. Nand Lal Todi	30.05.1931	30.06.2006	60 years of working experience in the field of Manufacturing, Trading & Export.	B.Com (Hons)	<ol style="list-style-type: none"> 1. Akshay Vinimay Pvt. Ltd. 2. NPR Motors Pvt. Ltd. 3. Zee ABC Agro Industries Pvt. Ltd. 4. Ace Impex Pvt. Ltd. 5. Shristi Developers Pvt. Ltd. 6. Rishi Motors Pvt. Ltd. 7. Silva Computech Pvt. Ltd. 8. Ganesh Narayan Brijjal Pvt. Ltd. 9. Supreme Credit Corporation Ltd. 10. Rani Leasing & Finance Pvt. Ltd. 	Non - Executive Promoter Director	Retiring by rotation at the forthcoming Annual General Meeting & offers himself for Re-Appointment
Mr. Rajendra Kumar Duggar	26.11.1950	28.01.2011	37 years of Working in field of Accounts, Finance & Taxation	B.Com, FCA I.S.A	<ol style="list-style-type: none"> 1. Duggar Agencies Pvt. Ltd. 2. Sunny Realters Pvt. Ltd. 3. Radiant Corporation Pvt. Ltd. 4. Nutan Finvest Pvt. Ltd. 5. Duggar Estate Management Pvt. Ltd. 6. Arvind Engineering Works Ltd. 7. Radiant - RSCC Specialty Cable Pvt. Ltd. 	Director	Retiring by rotation at the forthcoming Annual General Meeting & offers himself for Re-Appointment

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 23rd Annual Report of the Company together with Audited Accounts for the year ended 31st March, 2012.

FINANCIAL RESULTS :

	2011-12	2010-11
	₹ in Lacs	
Gross Profit before depreciation, interest and Tax	381.13	311.19
(Less) : Depreciation	(81.86)	(82.85)
(Less) : Interest	(191.65)	(194.38)
(Less) : Provision for Current Tax	(58.05)	(40.31)
Add/(Less) : Provision for Deferred Tax	29.52	30.61
Net Profit after tax	79.09	24.26
Add : Brought forward from previous year	1,300.97	1,287.46
Add : Income Tax adjustment from earlier years	(1.23)	(5.89)
Profit available for appropriation	1,378.83	1,305.83
APPROPRIATIONS		
Statutory Reserve	15.82	4.86
Surplus Carried to balance sheet	1,363.01	1,300.97
Total	1,378.83	1,305.83

OPERATIONS

The Company has made a net profit of ₹ 79.09 lacs against ₹ 24.26 lacs registered in the previous year despite higher write-offs. Such increase is by & large attributable to increase in gross income from financing operation by 15% and increase in income from power generation by 14%.

DIVIDEND

Keeping in view the low profit, the Directors are unable to recommend any dividend in respect of the financial year under review.

DIRECTORS

Mr. Nand Lal Todi and Mr. Rajendra Kumar Duggar, Directors of the Company retire by rotation at the ensuing Annual General Meeting and being eligible offers themselves for re-appointment.

Further Mr. Debiprasad Chatterjee resigned from the office of directorship on 5th April, 2012 as he was unable to continue as a Director of the Company and Board hereby records its appreciation of the service and advices rendered by him during tenure of his office.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Board of Directors confirm:-

- that in the preparation of the Company's Annual Accounts for the period ended March, 31, 2012, the applicable Accounting Standards have been followed and there are no material departures;
- that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that 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 of the Company for that period;
- that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the directors had prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE REPORT

Your Company has been complying with all the requirements of the code of Corporate Governance, as specified by SEBI.

A separate report on Corporate Governance is furnished as a part of the Directors' Report and the certificate from the Company Secretary in whole time practice regarding compliance of condition of Corporate Governance is annexed to the said Report.

MANAGEMENT DISCUSSION AND ANALYSIS

In accordance with the listing requirement, the Management Discussion and Analysis forms part of this Report.

AUDITORS

M/s. L. N. Todi & Co. , Chartered Accountants of Hudco Niwas, 15N, Nelie Sengupta Sarani (Lindsay Street), 4th Floor, Room No. 4, Koikata- 700 087, who are the Statutory Auditors of the Company, hold office, in accordance with the provisions of the Companies Act, 1956, upto the conclusion of the forthcoming Annual General Meeting. They have not offered themselves for re-appointment as Auditors of the Company for the Financial Year 2012-2013 as their partnership firm is in process of merger with M/s. R. P. Boobna & Co., Chartered Accountants of

209, A.J.C.Bose Road, Karnani Estate, 2nd Floor, Room No. 87, Kolkata-700 017 and post merger, the partner(s) of M/s. L. N. Todi & Co. will become partners of M/s. R. P. Boobna & Co. only. Since the merger is likely to be affected any time after ensuring Annual General Meeting, it is therefore advisable, to appoint M/s. R. P. Boobna & Co. only as Statutory Auditor instead of M/s. L. N. Todi & Co. as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting, in place of M/s. L. N. Todi & Co., the retiring Auditors of the Company.

M/s. R. P. Boobna & Co., Chartered Accountants, have expressed their willingness for appointment as the Statutory Auditors and confirmed that their appointment, if made, will be within the prescribed limits under Section 224 (1B) of the Companies Act, 1956, and they are not disqualified for appointment within the meaning of Section 226 of the Companies Act, 1956.

AUDITORS' REPORT

Auditor's Report is self explanatory and hence does not require any further explanations.

PUBLIC DEPOSIT

Total Public Deposit as on 31st March, 2012 after taking into account interest accrued but not due stood at ₹ 400.82 lacs (previous year ₹ 377.35 lacs). As on 31st March, 2012, there were 17 deposits aggregating to ₹ 17.43 lacs which matured but remained unclaimed by the depositors out of which 14 deposits aggregating to ₹ 17.16 lacs have already been paid/renewed. For the remaining deposits, steps are continuously been taken to arrange for repayment/renewals.

Further, the Board of Directors of the Company have resolved to stop accepting / renewing public deposits and is currently making repayments of deposits according to maturity schedule.

PRUDENTIAL NORMS FOR NBFCs

Your Company has been complying with all the requisite norms prescribed by the Reserve Bank of India for income recognition, accounting standards, capital adequacy, credit rating, provisioning & all other requirements.

PARTICULARS OF EMPLOYEES

The Company has no employee of the category indicated under Section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended from time to time.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has no activity relating to conservation of energy and technology absorption in terms of Section 217 (1) (e) of the Companies Act, 1956. The Company has Foreign exchange earnings of ₹ 1.14 lacs and no Foreign exchange outgo during the financial year under review.

ACKNOWLEDGEMENT

Your Directors take this opportunity to place on record their deep sense of gratitude to the banks, financial institutions, customers and business associates for their continued co-operation and support. Your directors express their deep sense of appreciation for the total commitment, dedication and hard work put in by the employees of the Company. Lastly, your directors are deeply grateful for the confidence and faith shown by the members of the Company.

Place : Kolkata
Dated : 30.05.2012

ON BEHALF OF THE BOARD OF DIRECTORS
NAND LAL TODI
Chairman



MANAGEMENT DISCUSSION AND ANALYSIS

ECONOMIC AND INDUSTRY OVERVIEW

In the past few years, the increased competition from banks in the retail finance segment has led to excess diversification by NBFCs from their core business activities. The sector has witnessed introduction of various innovative products such as used vehicles financing, small personal loans, three-wheeler financing, IPO financing, finance for tyres & fuel, asset management, mutual fund distribution and insurance advisory, etc. Besides, NBFCs are aspiring to emerge as a one-stop shop for all financial services.

Given the significant slowdown in the Indian economy, NBFCs were encountering structural challenges such as increased refinancing risk, short-term asset-liability mismatch leading to decelerating growth and declining margins. This is expected to have a bearing on the profitability of NBFCs in the medium term.

Given that growth in vehicle finance might remain low in the medium term, NBFCs are expected to focus on rural and semi-urban markets. Credit requirements of rural population are primarily met by banks from organized sector or local money lenders. Though, in recent years there has been some penetration of NBFCs in this segment, the market still remains largely untapped. There is a large section of rural population which does not have access to credit either because of their inability to meet the lending covenants of banks or due to high interest rates of local money lenders. This provides a huge opportunity for NBFC sector to spread their business in the rural & semi-urban markets.

OPERATING & FINANCIAL PERFORMANCE

- Company's Gross Receivable as on 31st March, 2012 stand at ₹ 4,061.25 lacs against ₹ 4,329.21 lacs recorded in the previous year.
- Your Company has recorded disbursement of ₹ 2,702 lacs during the year against ₹ 2,946 lacs of previous year..
- Company's gross income from financing has gone up by 15% in comparison to previous year. Company's Gross income from Money changing operation is down by 29% because of closure of operation at Mumbai besides overall reduction in volume in other operational Branches.
- Income from Wind Power Generation has gone up by 14% due to higher generation of units of power coupled with yearly increase of tariff by 15 paise in the month of October.
- The Company has registered net profit of ₹ 79.09 lacs as against ₹ 24.26 lacs of previous year.
- Net owned Fund of the Company stands at ₹ 3,155.05 lacs as against ₹ 3,077.19 lacs, recorded in previous year.
- The Capital to Risk Weighted Asset Ratio of the Company stands at 66.29 % as on 31st March, 2012, which is well above the minimum level of 15% prescribed by Reserve Bank of India.

DEBT STRUCTURE

Secured Loan of the Company is marginally down by 22% due to scheduled repayment of Term Loan to IREDA against Wind Turbine Generators. Unsecured Loan has also gone down by around 42 % due to repayment of Inter Corporate Deposits & Promoters' Deposit. Company's debt Equity ratio as on 31st March, 2012 stands at 0.37:1

OUTLOOK

Company is now focusing more on recoveries & is financing conservatively to the customers after closely assessing their profile. So far as Money changing activity is concerned, the Company is presently operating at Kolkata and Agra only on a very low key. Income from Wind Turbines Generators shall by & large will be affected by wind velocity in the current year.



RISK MANAGEMENT

NBFCs are exposed to credit and market risks in view of Asset Liability transformation. Intense competition for business involving both the assets and liabilities has brought pressure on the management of NBFCs to maintain a good balance among spreads, profitability and long term viability. NBFCs are exposed to major risks in the course of their business viz; credit risk, interest rate risk, liquidity risk and operational risk. The Company is guarding itself against these risks by laying down appropriate strategy for product positioning which is supplemented by business plans, review mechanism and action plans.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal Control and Audit is an important procedure and the Audit Committee of your Company reviews all the control measures on a periodic basis and recommends improvements, wherever appropriate. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

HUMAN RESOURCE DEVELOPMENT

Employees' relations continued to be harmonious throughout the year with the management. Number of employees on roll was 81 as on 31st March 2012 against 84 as at the end of previous year.

CAUTIONARY STATEMENT

Statement in the Management Discussion and Analysis describing company's expectations or predictions may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed or implied. Important factors that would make a difference to the Company's operation include demand supply conditions, change in government regulations, tax regimes, economic development within the country and abroad and such other factors over which Company does not have any direct control.



NPR FINANCE LIMITED

CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE AS STIPULATED IN CLAUSE 49 OF THE LISTING AGREEMENT

To
The Members of,
NPR Finance Ltd.

I have examined the compliance of conditions of Corporate Governance by NPR Finance Ltd. for the year ended on 31st March, 2012 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange, with relevant records and documents maintained by the Company and furnished to me.

The compliance of conditions of Corporate Governance is the responsibility of the management. My examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me and the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

I state that no investor grievance is pending for a period exceeding one month against the company as per the records maintained and certified by the Company.

I further state that such compliance is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Kolkata

Dated : 30th May, 2012

Niaz Ahmed
Company Secretary in Practice
C.P.No.5965