

**SUNTECK WEALTHMAX INVESTMENTS LIMITED**  
(Formerly known as Lalphul Investments Limited)

**31<sup>ST</sup> ANNUAL REPORT**

**2010-2011**

**SUNTECK WEALTHMAX INVESTMENTS LIMITED**

**BOARD OF DIRECTORS**

Mr. Kamal Khetan

Mr. Kamal Kishor Vyas

Mr. Mahadevan Kalahasthi

Mr. Hiten Shah

**AUDITORS**

M/s M B A H & CO  
Chartered Accountants, Mumbai

**BANKERS**

Kotak Mahindra Bank Ltd.

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**REGISTRAR & TRANSFER AGENT**

M/s Link Intime India Pvt. Ltd.,  
C-13, Pannalal Silk Mills Compound,  
L.B.S Marg, Bhandup, Mumbai-400 078

**REGISTERED OFFICE**

5<sup>th</sup> Floor, Sunteck Centre, 37-40,  
Subhash Road, Vile Parle (East),  
Mumbai-400 057

## **NOTICE OF THE ANNUAL GENERAL MEETING**

NOTICE is hereby given that the 31<sup>st</sup> Annual General Meeting of the Members of Sunteck Wealthmax Investments Limited (Formerly known as Lalphul Investments Limited ) will be held on 28<sup>th</sup> Day of September 2011 at 4.30 p.m. at MIG Cricket Club, MIG Colony, Bandra (East), Mumbai 400051 to transact, the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as on 31<sup>st</sup> March 2011 and the Profit and Loss account for the year ended on that date along with the Schedules thereon, the Cash Flow Statement along with the Reports of the Directors and Auditors thereon.
2. To appoint Mr. Kamal Khetan, Director who retires by rotation and being eligible offers himself for re-appointment.
3. To re-appoint M/s MBAH & CO, Chartered Accountants, as the Auditors of the Company and authorize the Board to finalize the remuneration.

### **SPECIAL BUSINESS:**

#### **4. Appointment of Mr. Kamalkishor Vyas as a Director:**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** Mr. Kamalkishor Vyas, who was appointed as an Additional Director under section 260 of the Companies Act, 1956, in the meeting of the Board of Directors held on 12<sup>th</sup> February, 2011 and who holds the office as such upto the date of the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

#### **5. Appointment of Mr. Hiten Shah as a Director:**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** Mr. Hiten Shah, who was appointed as an Additional Director under section 260 of the Companies Act, 1956, in the meeting of the Board of Directors held on 14<sup>th</sup> March, 2011 and who holds the office as such upto the date of the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

## **NOTES:**

1. **MEMBERS ENTITLED TO ATTEND AND VOTE ARE ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER.**
2. Proxies in order to be effective, should be duly completed stamped and signed, and must be deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
3. Members are requested to notify immediately any changes in their address.
4. Members are requested to bring their copy of the Annual Report to the Meeting.
5. Register of members and share transfer books will be closed from 26<sup>th</sup> September, 2011 to 28<sup>th</sup> September, 2011 (both days inclusive).

**For And On Behalf of the Board**

Mumbai: 12<sup>th</sup> August, 2011

**Sd/-**

**Director**

### **Registered Office:**

5<sup>th</sup> Floor, Sunteck Centre,  
37-40, Subhash Road,  
Vile Parle (East),  
Mumbai 400

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

### **Item No 4:**

The Board of Directors of the Company had appointed Mr. Kamalkishor Vyas, as an Additional Director, u/s 260 of the Companies Act, 1956 (the Act), on 12<sup>th</sup> February, 2011, to hold office till the ensuing Annual General Meeting. The Company has received a notice u/s 257 of the Act from a member proposing Mr. Kamalkishor Vyas, to be appointed as a Director of the Company.

Mr. Kamalkishor Vyas is a Chartered Accountant. He has 12 years of experience in Securities Market and Capital Market. He was appointed as director of Satguru Capital and Finance Private Limited on 7th January, 2008. He has implemented modern methods, technical policies in the company such as launching online trading facility, purchasing of new software and many more.

None of Your Directors are interested in the said resolution except Mr. Kamalkishor Vyas.

**Item No 5:**

The Board of Directors of the Company had appointed Mr. Hiten Shah, as an Additional Director, u/s 260 of the Companies Act, 1956 (the Act), on 14<sup>th</sup> March, 2011, to hold office till the ensuing Annual General Meeting. The Company has received a notice u/s 257 of the Act from a member proposing Mr. Hiten Shah, to be appointed as a Director of the Company.

None of Your Directors are interested in the said resolution except Mr. Hiten Shah.

**By Order of the Board of Directors of  
Sunteck Wealthmax Investments Limited  
(Formerly known as Lalphul Investments Limited)**

**Sd/-**

Mumbai: 12<sup>th</sup> August, 2011

**Director**

**BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT /RE-APPOINTMENT  
AT THE ENSUING ANNUAL GENERAL MEETING**

(As required under Clause 49IV (G) of the Listing Agreement entered into with the Stock Exchanges):-

Particulars	Mr. Kamal Khetan	Mr. Kamalkishor Vyas	Mr. Hiten Shah
Age	43 Years	47 Years	47 Years
Date of Appointment	27/04/2007	12/02/2011	04/02/2011
Qualification	B.E.	Chartered Accountant	Chartered Accountant
Expertise in Specific Financial Area	Expertise in Real Estate & Construction Activity	Expertise in Securities & Capital Market	Accounts and Finance
Directorship in other Companies	1) Sunteck Realty Ltd. 2) Starlight Systems Pvt. Ltd. 3) Amenity Software Pvt. Ltd. 4) Magenta Computer Software Pvt. Ltd. 5) Nariman Infrastructure Pvt. Ltd. 6) Satguru Infocorp Services Pvt. Ltd. 7) Piramal Sunteck Realty Pvt. Ltd. 8) Starteck Infraprojects Pvt. Ltd. 9) Piramal Sunteck Realty Mauritius Ltd. 10) Piramal Sunteck International Ltd. 11) Skystar Buildcon Pvt. Ltd. 12) Sunteck Property Holdings Pvt. Ltd. 13) Satguru Corporate Services Pvt. Ltd.	1) Nivedita Mercantile & Financing Ltd. 2) Satguru Derivatives & Commodities Pvt. Ltd. 3) Satguru Capital and Finance Pvt. Ltd. 4) Superline Consultants Pvt. Ltd. 5) DMKH Consulting Pvt. Ltd. 6) Samhrutha Habitat Infrastructure Pvt. Ltd.	Nivedita Mercantile & Financing Ltd.
Chairman/ Member of the Audit Committee as on March 31, 2011	Member of Audit Committee- Sunteck Wealthmax Investments Limited	NIL	Member of Audit Committee- Sunteck Wealthmax Investments Limited

Chairman/ Member of the Shareholders /Investors/ Grievance Committee as on March 31, 2011	NIL	Member of Shareholders / Investors / Grievance Committee –Sunteck Wealthmax Investments Limited	Chairman of Shareholders / Investors/ Grievance Committee –Sunteck Wealthmax Investments Limited
Shareholding in Sunteck Wealthmax Investments Ltd.	18,000 Equity Shares	NIL	NIL

## **SUNTECK WEALTHMAX INVESTMENTS LIMITED**

(Formerly known as Lalphul Investments Limited)

### **DIRECTORS' REPORT**

Your Directors submit the Annual Report of the Company together with the Audited Statement of Accounts for the year ended on 31<sup>st</sup> March, 2011.

#### **FINANCIAL RESULTS:**

**(Rs. in Lacs)**

<b>Particulars</b>	<b>For the Year ended on 31.03.2011</b>	<b>For the Year ended on 31.03.2010</b>
Total Income	<b>59.36</b>	63.25
Expenditure	<b>23.75</b>	44.63
Profit before Interest and Depreciation	<b>35.61</b>	18.62
Less: Depreciation	<b>0.10</b>	0.17
Profit before Interest	<b>35.51</b>	18.45
Less: Interest	<b>0.00</b>	0.00
Profit before Tax	<b>35.50</b>	18.45
Less: Provision for Taxation	<b>10.30</b>	6.29
Profit after Taxation	<b>25.20</b>	12.15

#### **PERFORMANCE**

During the year under review the Company has earned Total Income of Rs. 59.36 Lacs, and a Net Profit of Rs. 25.20 Lacs, as compared to the total income of Rs. 63.25 Lacs and Net Profit of Rs.12.15. Lacs in the previous year. Barring unforeseen circumstances, the Board is confident of better performance for the current year.

#### **DIVIDEND**

In order to augment the resources of the Company, your Directors do not recommend any dividend for the financial year ended on 31<sup>st</sup> March 2011.

#### **DIRECTORS**

**Re-appointment:** Mr. Kamal Khetan retires by rotation in the forthcoming Annual General Meeting and being eligible offers himself for re-appointment.



**Appointment:** Mr. Kamalkishor Vyas and Mr. Hiten Shah were appointed as Additional Directors on 12<sup>th</sup> February 2011 and 14<sup>th</sup> March, 2011 respectively pursuant to section 260 of the Companies Act 1956. Both of them hold the office up to the date of the ensuing Annual General Meeting and offer themselves for appointment as the Directors at the ensuing Annual General Meeting.

**Resignation:** Mr. Vinesh Shah, Mrs. Manisha Khetan and Mr. Manish Jakhalia, Directors resigned during the year. The Board places on record its appreciation for the valuable guidance and contribution to the Board made by them during their tenure as Directors of the Company.

## **FIXED DEPOSITS**

During the Year under review, the Company has neither invited nor accepted any fixed deposits from the public under section 58 A of the Companies Act 1956.

## **ALLOTMENT DETAILS**

- (i) The Company in compliance with SEBI (ICDR) Regulation 2009, allotted 5,85,000 Equity Shares and 1,15,000 Convertible Warrants on Preferential basis on 6<sup>th</sup> April, 2010 to the Promoter group and others for cash at a premium of Rs. 30/- per equity shares.
- (ii) Out of 1,15,000 Convertible Warrants, 50,000 Convertible Warrants were converted into Equity Shares on 14<sup>th</sup> March, 2011.

## **POSTAL BALLOT**

The Company had passed resolutions under section 293(1)(a) and 293(1)(d) of the Companies Act, 1956 through Postal Ballot and the result of the same was declared on 29<sup>th</sup> March, 2011

## **DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the requirement of section 217(2AA) of the Companies Act 1956 (“Act”) your Directors confirm that:

1. in the preparation of the Annual accounts for the year ended on 31<sup>st</sup> March 2011 the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. the Directors had 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 as on the 31<sup>st</sup> March 2011 and of the profit or loss of the Company for the year ended on 31<sup>st</sup> March 2011;

3. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the Directors had prepared the annual accounts on a going concern basis.

## **STATUTORY DISCLOSURES**

- A) None of the employees of the Company comes under the provision of Section 217(2A) of the Companies Act, 1956.
- B) Particulars required to be furnished by the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988
  - i) Part A and Part B relating to Conservation of Energy and technology Absorption are not applicable to the Company as your Company is not a manufacturing Company.
  - ii) Foreign Exchange Earning and Outgo: - There is no foreign Exchange earning nor any foreign outgoings during the year under report.

## **CORPORATE GOVERNANCE REPORT**

As required under Clause 49 of the Listing Agreement, the report on Corporate Governance is attached to this Report as Annexure I.

## **SECRETARIAL COMPLIANCE REPORT**

Compliance Certificate pursuant to section 383A(1) of the Companies Act, 1956 is attached.

## **AUDITORS**

M/s MBAH & Co., Chartered Accountants, Statutory Auditors of the Company, will retire at the conclusion of the ensuing Annual General meeting. They have offered themselves for reappointment and if made would be within the limits prescribed under section 224 (1)(B) of the Companies Act 1956.