

NEW HORIZON LEASING AND FINANCE LTD.

ANNUAL REPORT FOR THE YEAR ENDED
31ST MARCH 2006



**AUDITOR'S
ANDAMANIA & CO.
CHARTERED ACCOUNTANTS**

CERTIFY TRUE COPY

For New Horizon Leasing & Finance Ltd.

A handwritten signature in black ink, appearing to read "R. Kumar", is written over a diagonal line that extends from the bottom left towards the right.

Director.

NOTICE

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of the Shareholder of New Horizon Leasing and Finance Limited will be held at 24/26, Cama Building, 1st floor, Dalal Street, Fort, Mumbai – 400 001 on 29th September 2006 at 12.30 p.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet and Profit & Loss Account for the year ended 31st March 2006 and the Balance Sheet as on that date together with the Notes and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Hemendra J Shroff who retires by rotation and offers himself for re-appointment.
3. To appoint Auditors to hold office from the conclusions of this meeting till the conclusions of the next Annual General Meeting and to fix their remuneration.

Note:

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 member.
2. The Form of proxy should be deposited at the registered office of the company not less than 48 hours before the commencement of meeting.
3. The Register of Members and Share Transfer Books of the Company will be closed from 26th September 2006 to 29th September 2006 (both days inclusive)
4. Members are requested to please bring their copies of the Annual Report at the Meeting.

For and on behalf of the Board of Directors

PRADIP R SHROFF
DIRECTOR

Administrative office:
24/26, Cama Building,
1st floor, Dalal Street, Fort,
Mumbai – 400 001.

Dated: 02.09.2006

Place : Mumbai

NEW HORIZON LEASING AND FINANCE LTD**DIRECTORS REPORT**

The Directors hereby present their Annual Report on the business and operations of the Company and the financial accounts for the year ended on 31st March 2006.

FINANCIAL RESULTS

Particulars	For the year ended on 31/03/2006	For the Previous year ended on 31/03/2005
Gross Income	5813	NIL
Gross Profit (before Interest, Depreciation and Taxation)	(398864)	(25873)
Provision for Taxation	NIL	NIL
Profit after Interest, Depreciation and Taxation	(398864)	(25873)
Prior Period Adjustments	578202	(16252792)
Profit after adjustments	179338	(7168501)
Balance carried to balance sheet	1711653	1532315

DIVIDEND

Your Directors do not recommend any dividend on equity shares in view of the carry forward loss incurred by the Company.

DIRECTORS RESPONSIBILITY

The Board of Directors of your company confirm that:

- in the preparation of the annual accounts, applicable Accounting Standards have been followed.
- the Accounting Policies are consistently applied and reasonable, prudent judgment and estimates are made 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 profits 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 this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities,
- that the Directors has prepared the Annual Accounts on a going concern basis.

OPERATIONS AND FUTURE OUTLOOK

During the year under review, the Company was mainly engaged in consultancy and allied activities. Your Company is evaluating various options to generate revenue. The Company hopes to achieve better results in the current year.

CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION ETC.

The particulars of conservation of Energy, Technology, Absorption foreign Earnings and outgo as required under Section 217(i)(e) of the Companies Act, 1956 have not been given since the same are not applicable to the Company.

PARTICULARS OF EMPLOYEES

The Company did not have any employee falling within the purview of Section 217(2A) of the Companies Act, 1956.

FIXED DEPOSITS

The Company has not accepted any deposits from public.

AUDITORS & AUDITORS REPORT

The Company's Auditors M/s A N Damania & Co, Chartered Accountants, will retire at the forthcoming Annual General Meeting and are eligible for re-appointment. Members are requested to appoint them and fix their remunerations.

On behalf of the Board of Directors

DIRECTOR

Place: Mumbai

Dated: 17.07.2006