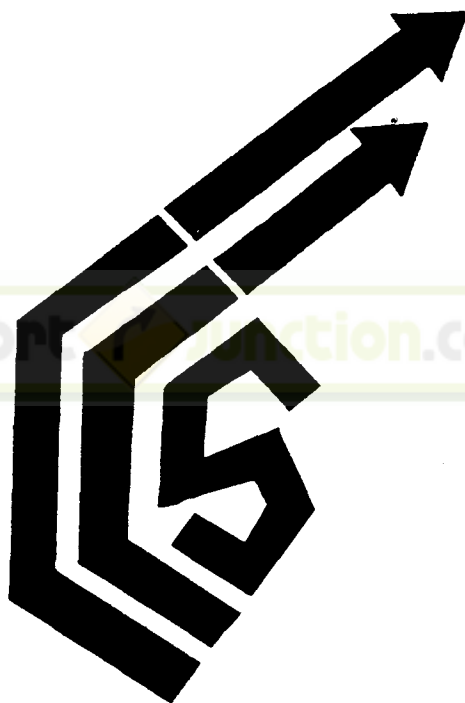


**COMMITMENT**  
**CAPITAL SERVICES**  
**LIMITED**

*Services with Commitment*



*15<sup>th</sup>*

*Annual Report*  
*2006-2007*

**Commitment Capital Services Limited**

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***15th Annual General Meeting***

***Date***

*29th September, 2007*

***Day***

*Saturday*

***Time***

*4.30 P.M.*

***Place***

*Queen Marry School  
Sector-25, Rohini,  
Delhi-110085*

**Board of Directors**

Mr. M. K. Agarwal

Mr. B. S. Modi

Mr. J. P. Agarwal

Mrs. S. Agarwal

**Registered Office**

14/2369, Gurudwara Road,  
Karol Bagh, New Delhi-110005

**Share Listed at**

The Stock Exchange, Mumbai

## **Commitment Capital Services Limited**

### **NOTICE**

Notice is hereby given that the Fifteenth Annual General Meeting of COMMITMENT CAPITAL SERVICES LIMITED, will be held on Saturday the 29<sup>th</sup> September, 2007 at 4.30 P.M. at Queen Mary School, Sector-25, Rohini, Delhi to transact the following businesses:

#### **ORDINARY BUSINESS:**

- I To receive, consider and adopt the Balance Sheet as on 31<sup>st</sup> March 2007, the Profit & Loss Account for the year ended on that date along with the Auditors Report and Directors Report thereon.
- II To appoint a director in place of Mrs. Sunita Agarwal who retires by rotation and being eligible offers himself for re-appointment.
- III To appoint M/S Gupta Garg & Associates , Chartered Accountants as auditors of the company to hold the office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and authorize the Board to fix their remuneration.

For & on behalf of Board

Report Junction.com

PLACE: New Delhi

DATE: 04/09/2007

(S. AGARWAL)  
(Director)

#### **NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING. Members are requested to notify any change in their address immediately to the company's Registered Office giving their folio as reference.
2. Shareholders are requested to bring their copy of Annual Report to the meeting.
3. Members/proxies should fill the attendance slip for attending the meeting.
4. In case of joint holder attending the meeting only such joint holder who is higher in the order of names will be entitled to vote
5. Members who hold shares in dematerialize form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio number in the attendance slip for the attending the meeting.
6. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the company on all working days, up to the date of Annual General Meeting.
7. The Register of Members and Share Transfer Book of the company will remain closed from 22/9/2007 to 29/9/2007 both days inclusive.
8. Appointment/Re-appointment of Directors (Pursuant to Clause 49 of Listing Agreement)

At the ensuing Annual General Meeting, Smt Sunita Agarwal, retire by rotation and being eligible offer themselves for reappointment.

## Commitment Capital Services Limited

### DIRECTOR'S REPORT

TO

Member,

Your Directors have pleasure in presenting the Fifteenth Annual Report together with Audited Accounts of the company for the year ended 31<sup>st</sup> March 2007

#### FINANCIAL RESULTS:

The company suffered a Loss of RS. 22,80889.18 during the financial year.

#### DIRECTORS:

Mrs. Sunita Agarwal, Director of the company who will retire by rotation and being eligible offer himself for reappointment.

#### DIRECTORS RESPONSIBILITY STATEMENT

Your Directors further report that

- (i) In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (ii) The accounting policies selected by them have been applied 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 at 31<sup>st</sup> March 2007 and of the profit /loss of the company for the period ended on that date.
- (iii) They have 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:
- (iv) The annual accounts have been prepared on a going concern basis.

#### AUDITORS:

The terms of present Auditors M/s Gupta Garg & Associates, Chartered Accountants, New Delhi, the auditors of the company are retiring at the conclusion of this meeting and are eligible for reappointment.

#### AUDITORS REPORT:

The Observation made by the Auditors with reference to the notes on the Accounts for the year under report is self- explanatory and need no further comments from the Directors.

#### FIXED DEPOSITS:

As during the year under review, the company has not accepted any fixed deposits under section SEC-58A Of the Companies Act, 1956 , and no deposits have been matured or have remained unpaid during the year, the information required in the terms of clause 10 of the Non- Banking Financial Companies (Reserve Bank) Directions are not required.

#### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO:

The Company being in the financial sector, the particulars required under section 217 (1)(e) of the companies Act 1956 read with the Companies (Disclosure of the particulars in the report of Board of Directors) Rules, 1988 are not applicable. The company has not earned or spends any Foreign Exchange during the year.

#### PARTICULARS OF EMPLOYEES:

There being no employee falling within the provisions of Section 217(2A) of the Companies Act 1956, with the Companies (Particulars of Employees) Rules 1975.

#### CORPORATE GOVERNANCE

As per clause 49 of the Listing Agreement with the Stock Exchange a separate section on Corporate Governance Practices followed by the company together with a certificate from the Company's Auditors confirming compliance is set out in Annexure forming part of this report.

#### ACKNOWLEDGEMENT:

Your Directors take this opportunity to express their grateful appreciation for the assistance of Banks. Your Directors also thanks all the shareholders for their continued support and all our clients/Investors and employees of the company for their valuable services during the year.

For and on the behalf of the board

(S. Agarwal)

Director

Place: New Delhi

Date: 4/9/2007

## Commitment Capital Services Limited

### REPORT ON COLPORATE GOVERNANCE

#### 1. Company's Philosophy:

The Company is committed to attain the highest standard of corporate governance. It recognize that the Board is accountable to all shareholders for good governance. The philosophy of the company in relation to corporate governance is to ensure transparency in all its operations, make disclosures and enhance shareholders value without compromising in any way in compliance with laws and regulations.

#### 2. Board of Directors

The present Strength of Board is Four Directors. The Board comprises of all Non-executive Director. During the year five Board of Directors meeting were held on 30.05.06, 29.07.2006, 31.10.2006, 29.01.2007, 31.03.2007.

The composition of directors and their attendance at the board meeting during the year are as follow:

Name of Director	Category of Directorship	No of Board meeting Attended	Attendance at Last AGM	Other Directorship
M.K. Agarwal	Non-ED	5	Yes	2
Sunita Agarwal	Non-ED	5	Yes	2
Jagdish Prasad Agarwal	Non-ED	3	Yes	-
Anuj Kumar Rathi	Non-ED	2	Yes	-
Bhim Sen Modi	Non-ED	4	Yes	-

#### 3. Audit Committee:

##### i) Terms of reference:

The primary function of the Audit Committee is to assist the Board of Directors in fulfilling its oversight responsibility by reviewing the financial reports; the company's system of accounting and legal compliance that management and the Board have established; and company's auditing, accounting and financial reporting process generally.

The Audit committee reviews reports and meet statutory auditors and discusses their findings, suggestions and other related matters and review major accounting policies followed by the management.

The Audit Committee consists Mr. M. K. Agarwal, Mr. J.P. Agarwal, and Mr. Bhim Sen Modi. Mr. Bhim Sen Modi is the chairperson of the audit Committee

The Audit Committee met 4 times during the year on 30.05.06, 29.07.2006, 31.10.2006, 29.01.2007. The attendance of the Committee is given below

Committee Members	Category	No. of Audit Committee Meeting Attended
M.K. AGARWAL	DIRECTOR	4
J.P. AGARWAL	DIRECTOR	3
BHIM SEN MODI	DIRECTOR	4

#### Remuneration to Directors

During the year no remuneration was paid to the Directors.

## Commitment Capital Services Limited

### 4. Investors / Shareholders Grievance Committee

The Company's Shares Transfer committee, interalia, looks into the investors/ Shareholders Grievance. This committee consists of Mr. M.K. Agarwal, Mr. J.P. Agarwal, & Mr. Bhim Sen Modi. No Complaints were received from Investors/ Shareholders during the year.

As on 31<sup>st</sup> March 2007 there was no pendency for transfer / dematerialization of share.

### 5. General Body meeting

Details of location and time of last three AGMs held:

Financial year	Date	Time	Location
2006-2007	29.09.2007	4.30 P.M.	Queen Marry School, Sec-25 Rohini, Delhi.
2005-2006	30.09.2006	4.30 AM	Queen Marry School, Sec-25 Rohini, Delhi
2004-2005	30.09.2005	4.30 AM	Queen Marry School, Sec-25 Rohini, Delhi

### 6. Disclosures:

There was no transaction of material nature with its promoters, the directors or the management, their subsidiaries or relative etc. that may have potential conflict with the interest of the company.

There were no instances of non-compliance by the company, penalties, strictures imposed by the Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the year.

### 7. Means of Communication

(I) Half Yearly reports of the Company are not sent to the individual shareholders of the Company.

(II) Quarterly results are published in national daily newspapers viz. Financial Express, Delhi, and Veer Arjun. The quarterly results are sent to stock exchange on which the Company is listed in the prescribed format so as to enable the respective stock exchange to put the same on their own website. The Notice of AGM along with the Annual Report is sent to the shareholders well in advance of the AGM. The stock exchanges are notified of any important developments that may materially effect the working of the Company. Disclosures with regard to shareholding pattern, change in major shareholding etc. are sent to the stock exchange as required under SEBI Takeover Regulation and SEBI Prohibition of (Insider Trading) Regulation.

(III) The Company, at present, does not have any Website.

(IV) During the year no presentations were made to any institutional investors or analysts.

(V) A management Discussion and Analysis report, which forms a part of the Annual Report, is given by means of a separate Annexure and is attached to the Directors' Report.

## GENERAL SHAREHOLDERS INFORMATION

- Annual General Meeting  
Date, Time & venue  
29.09.2007 at 4.30 P.M. at  
Queen Marry School, Sector-25, Rohini, Delhi
- Book closure date  
22.09.2007 to 29.09.2007
- Listing on stock Exchanges:  
The shares of the Company are listed at the following stock exchange:

The Stock Exchange, Mumbai,  
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400018.  
Scrip Code -526987

## Commitment Capital Services Limited

### 4. Stock Market Data:

Share prices during the financial year 2006-07 were as follows,  
There was no trade in months other than the month given below:

Date	The Stock Exchange Mumbai		Total Volume during the year
	Highest	Lowest	
APRIL	-	-	-
MAY	3.81	3.11	3415
JUNE	3	2.48	1400
JULY	-	-	-
AUG.	2.8	2.8	13
SEPT.	-	-	-
OCT	4.03	3.36	600
NOV	9.13	4.83	31857
DEC	15.81	8.25	176973
JAN	12.45	7.67	425612
FEB	17.7	11.65	985977
MARCH	16	12.29	158889

### 5. Registrars and Share Transfer Agents:

The work related to share Transfer Registry in terms of both physical and electronic mode is being dealt with by M/S Alankit Assignments Ltd. at the address given below:-

Alankit Assignments Limited  
2E/21, Alankit House  
Jhandewalan Extension,  
New Delhi-110055

Phone: 011-42541955, 42541808-24, Fax: 011(42541883), Email: [alankit@alankit.com](mailto:alankit@alankit.com)

### 6. Share Transfer System

The share transfer system is fully computerized and all valid Share Transfer are registered and duly transferred shares certificates are dispatched within a period of 30 days of receipt of shares for transfer or dematerialization.

### 7. Distribution of shareholding as on 31.03.2007

Shareholding Of (RS)	Number of Shareholders	% of Shareholders	Share Amount	% of Share holding
1- 100	71	15.57	2169	0.068
101-500	168	36.842	74349	2.322
501-1000	70	15.351	602361	1.882
1001-5000	84	18.421	187001	5.841
5001-10000	20	4.386	167259	5.225
10001-20000	16	3.509	239617	7.485
20001-30000	2	0.439	55000	1.718
30001-40000	4	0.877	131930	4.121
40001-50000	3	0.658	130011	4.061
50001-100000	9	1.974	693729	21.67
100001-500000	9	1.974	1459999	45.606
500001 and above	0	0	0	0
	456	100.00	32013000	100.00