

29th ANNUAL REPORT

OF

ZENITH CAPITALS LIMITED

FOR THE YEAR ENDED

ON

31ST MARCH, 2012

29th Annual Report

BOARD OF DIRECTORS

Amala Rai
Sabha Shakar Tripathi
Lalmani Tiwari

AUDITORS

Kala Jain & Co.
Chartered Accountants
Mumbai - 400 002

REGISTRARS & TRANSFER AGENTS

System Support Services
209, Shivani Industrial Estate,
89 Andheri Kurla Road, Sakinaka,
Andheri (East), Mumbai – 400 072

REGISTERED OFFICE

307/308, Sharda Chambers,
New Marine Lines,
Mumbai - 400 020

E-MAIL ADDRESS

zenithvenkatesh@hotmail.com

WEBSITE

www.zenithcapital.in

NOTICE TO THE MEMBERS

NOTICE is hereby given that Twenty Ninth Annual General Meeting of the members of Zenith Capital Limited will be held on Thursday, 27th September, 2012 at 02.30 p.m. at the Registered Office of the company at 307/308, Sharda Chambers New Marine Lines, Mumbai - 400 020 to transact the following business :

ORDINARY BUSINESS

01. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2012 alongwith the Profit and Loss Account for the year ended on that date and the Report of the Directors and Auditors thereon.
02. To appoint a Director in place of Mr. Amala Rai, who retires by rotation and being eligible, offers himself for re-appointment.
03. To appoint M/s. Kala Jain & Co, Chartered Accountants having Firm Registration No.127886W 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 and to authorise the Board to fix their remuneration

NOTES :

01. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself, but so that every proxy so appointed shall be a member of the company. Proxies in order to be effective, must be received at the registered office of the company not less than 48 hours before the commencement of the meeting.
02. The Register of Members and the Share Transfer Books of the company will remain closed from 25/09/2012 to 27/09/2012 (both days inclusive).

[Cont...2]

03. Members seeking any information with regard to accounts are requested to write to the company at an early date so as to enable the management to keep the information ready.

04. Members are requested to notify immediately any change in their address to the company.

By Order of the Board of Directors

Director

Date : 30/05/2012

Place : Mumbai

Registered Office :

307/308, Sharda Chambers New Marine Lines,

Mumbai - 400 020

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting their Annual Report of the Company Audited accounts for the year ended 31st March, 2012.

Financial Results :

During the year under review the Company has incurred Net loss of Rs.12,90,127/- compared to Previous Year's Net loss of Rs. 24,038/- after making Provision for Taxation.

Dividend :

In view of losses incurred, Your Directors do not propose any dividend for the year ended 31st March, 2012.

Public Deposits :

During the year under review, Your Company has not accepted any fixed deposits from the public within the meaning of section 58A of the Companies Act, 1956.

Directors :

In terms of the Article of Association of the company and as per Provisions of the Companies Act, 1956, Mr. Amala Rai, Director of the company retires by rotation and being eligible offers himself for re appointment.

Auditors :

M/s. Kala Jain & Co, Chartered Accountants, Mumbai, retire at the ensuing Annual General Meeting and being eligible, has consented to act as the Statutory Auditors of the Company, if re-appointed.

You are requested to appoint the Statutory Auditors for the Financial Year 2012-2013 and authorize the Board of Directors to fix their remuneration.

[Cont...2]

Auditors Remark :

The observation made by the Auditors for the year under report are self-explanatory and need no further comments from Directors.

Particulars Of Employees :

There are no employee drawing remuneration more than the limit prescribed in Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Report of Board of Directors) Rules, 1988. Therefore no information is provided in this report.

Buy-Back Of Shares

There was no buy-back of shares during the year under review.

Energy Conservation, Technology Absorption And Foreign Exchange :

Details regarding conservation of energy pursuant to section 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 relating to conservation of energy, technology absorption, foreign exchange earning and out go are not given since the Company is not scheduled industries pursuant to the said rule. The Company has neither earned nor spent any foreign exchange during the year under review.

Directors Responsibility Statement :

The Directors of the Company confirm pursuant to Section 217(2AA) of the Companies Act, 1956 that:

1. In the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures ;
2. They 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 at the end of the financial year and of the loss of the Company for that year;
3. They 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;
4. They had prepared the annual accounts on a going concern basis.